

122nd MAINE LEGISLATURE

Second Regular Session

Legislative Document

No. 1874

H.P. 1314

An Act To Amend the Laws Relating to Corporations, Limited Partnerships, Limited Liability Companies and Limited Liability Partnerships

Referred to the Committee on Judiciary .

Presented by Representative PELLETIER-SIMPS of Auburn.
Cosponsored by Speaker RICHARDSON J of Brunswick.

Be it enacted by the People of the State of Maine as follows:

Sec. 1. 13-B MRSA §1401, sub-§8, as amended by PL 1999, c. 594, §16, is further amended to read:

8. Statement of change in registered office. Statement of change in registered office, as provided by section 305, subsection 3, ~~§5~~ §15 for each corporation listed; or when separate statements are filed at one time, ~~§5~~ §15 for each separate statement up to but not exceeding 100 statements, ~~§2~~ §10 for each separate statement over 100 but not exceeding 200 statements, and ~~§1~~ §5 for each separate statement over 200 statements;

Sec. 2. 13-B MRSA §1401, sub-§14, as amended by PL 1997, c. 376, §31, is further amended to read:

14. Articles of merger or consolidation. Articles of merger or consolidation, as provided by section 904, ~~§10~~ §25; and if the merger or consolidation changes the survivor's purposes, a further additional amount of ~~§5~~ §15;

Sec. 3. 13-B MRSA §1401, sub-§31-A, as enacted by PL 2003, c. 631, §9, is amended to read:

31-A. Amended annual report. An amended annual report of a domestic or foreign corporation as provided by section 1301-C, ~~§10~~ §35;

Sec. 4. 31 MRSA §494, sub-§6, as amended by PL 1993, c. 316, §60, is further amended to read:

6. Resignation of agent; appointment by limited partnership; service of process. After receipt of the notice of the resignation of its registered agent under subsection 3, paragraph B, a limited partnership shall file a certificate of amendment designating a new registered agent. If the limited partnership fails to appoint a new registered agent within ~~30~~ 60 days after the filing of the certificate of resignation, the authority of that foreign limited partnership to carry on business in this State is canceled and the foreign limited partnership may not carry on business in this State.

Sec. 5. 31 MRSA §526, sub-§15-B, as amended by PL 2005, c. 12, Pt. FF, §7, is further amended to read:

15-B. Amended annual report. For filing an amended annual report under section 529-A, for a domestic limited partnership, a fee of \$85; for a foreign limited partnership, a fee of \$150;

Sec. 6. 31 MRSA §714, sub-§6, as enacted by PL 1993, c. 718, Pt. A, §1, is amended to read:

6. Resignation of agent; appointment by limited liability company; service of process. After receipt of the notice of the resignation of its registered agent under subsection 3, paragraph B, the limited liability company shall file a certificate of amendment designating a new registered agent. If the limited liability company fails to appoint a new registered agent within ~~30~~ 60 days after the filing of the certificate of resignation, the authority of that foreign limited liability company to carry on business in this State is canceled and the foreign limited liability company may not carry on business in this State.

Sec. 7. 31 MRSA §751, sub-§20-B, as amended by PL 2005, c. 12, Pt. FF, §10, is further amended to read:

20-B. Amended annual report. For filing an amended annual report under section 757-A, for a domestic limited liability company, a fee of \$85; for a foreign limited liability company, a fee of \$150;

Sec. 8. 31 MRSA §854, sub-§6, as enacted by PL 1995, c. 633, Pt. B, §1, is amended to read:

6. Resignation of agent; appointment by foreign limited liability partnership; service of process. After receipt of the notice of the resignation of its registered agent under subsection 3, paragraph B, the foreign limited liability

partnership shall file a certificate of amendment designating a new registered agent. If the foreign limited liability partnership fails to appoint a new registered agent within ~~30~~ 60 days after the filing of the certificate of resignation, the authority of that foreign limited liability partnership to carry on business in this State is canceled and the foreign limited liability partnership may not carry on business in this State.

Sec. 9. 31 MRSA §871, sub-§18-B, as amended by PL 2005, c. 12, Pt. FF, §13, is further amended to read:

18-B. Amended annual report. For filing an amended annual report under section 873-A, for a domestic limited liability partnership, a fee of \$85; for a foreign limited liability partnership, a fee of \$150;

SUMMARY

This bill makes changes to filing fees to be consistent with changes that were made as part of Public Law 2003, chapter 631 and Public Law 2005, chapter 12. Additionally, this bill makes corrections to the time period an entity has to replace its registered agent upon resignation from 30 to 60 days. These changes were missed when changing other 30-day periods to 60 days in 2003 and 2004.