

Regular Session, 2008

HOUSE BILL NO. 326

BY REPRESENTATIVE ARNOLD

1 AN ACT

2 To amend and reenact R.S. 9:2447, 3410, and 3432(C), R.S. 12:23(G)(2)(b),
3 171(A)(introductory paragraph) and (B), 205.1(B), 263(A)(introductory paragraph)
4 and (B), 316(A)(introductory paragraph) and (B), 419(A), 469, and 1364, R.S.
5 14:325(A), R.S. 49:222, and R.S. 51:214(D) and (E), 216(A)(1), and 217(B), relative
6 to fees charged by the secretary of state; to provide relative to the authority of the
7 secretary of state to determine and to collect certain fees; to provide for certain fees
8 charged by the secretary of state; and to provide for related matters.

9 Be it enacted by the Legislature of Louisiana:

10 Section 1. R.S. 9:2447, 3410, and 3432(C) are hereby amended and reenacted to read
11 as follows:

12 §2447. Fees

13 ~~The following fees~~ Fees shall be paid to the secretary of state as provided in
14 R.S. 49:222 for the following:

- 15 (1) For registering information regarding a will, ~~a charge of ten dollars.~~
16 (2) For furnishing information regarding a will, ~~a charge of ten dollars.~~

17 * * *

18 §3410. Filing and copying fees

19 A. The secretary of state shall be paid ~~the following fees~~ as provided in R.S.
20 49:222 in advance, for the use and benefit of the state, by every registered
21 partnership:

- 22 (1) ~~A total of seventy-five dollars for~~ For filing a contract of partnership.
23 (2) ~~A total of two dollars plus one dollar per page for~~ For certified copies.
24 (3) ~~A total of ten dollars for~~ For additional certificates.
25 (4) ~~A total of twenty-five dollars for~~ For filing an annual report.

1 §171. Fees

2 A. A ~~total of fifty dollars~~ fee as provided in R.S. 49:222 shall be paid in
3 advance to the secretary of state, for the use and benefit of the state, by every
4 corporation:

5 * * *

6 B.(1) This fee shall include all certificates and certified copies which are
7 required for filing with the clerk of court. Additional copies, certified or otherwise,
8 of documents or a certificate shall be furnished upon request ~~at a cost of ten dollars~~
9 ~~or a certificate only for five dollars~~ for a fee as provided in R.S. 49:222, which shall
10 be paid in advance.

11 (2) ~~For~~ The secretary of state is authorized to charge a fee as provided in
12 R.S. 49:222 for making, issuing, and sealing any other certificate required or
13 permitted by this Chapter, ~~the fee shall be five dollars, except that the fee for~~
14 resignation of a registered agent or officer, appointment of a registered agent, change
15 of a registered office, ~~and~~ appointment of officers and directors, ~~shall be ten dollars~~
16 ~~and the secretary of state is authorized to charge a fee~~ and for annual reports of up
17 to ~~twelve dollars~~.

18 * * *

19 §205.1. Annual report to secretary of state

20 * * *

21 B. Each corporation, except a church, shall pay a ~~five dollar~~ filing fee as
22 provided in R.S. 49:222 at the time of filing such report. No church shall be required
23 to pay said fee.

24 * * *

25 §263. Fees

26 A. A ~~total fee of fifty dollars~~ fee as provided in R.S. 49:222 shall be paid in
27 advance to the secretary of state, for the use and benefit of the state, by every
28 corporation:

29 * * *

1 B.(1) This fee shall include all certificates and certified copies which are
 2 required for filing with the clerks of court. Additional copies, certified or otherwise,
 3 of documents or a certificate shall be furnished upon request ~~at a cost of ten dollars~~
 4 ~~or a certificate only for five dollars~~ for a fee as provided in R.S. 49:222, which shall
 5 be paid in advance.

6 (2) ~~For~~ The secretary of state is authorized to charge a fee as provided in
 7 R.S. 49:222 for making, issuing, and sealing any other certificates required or
 8 permitted by this Chapter, ~~the fee shall be five dollars, except that the fee for~~
 9 resignation of a registered agent or officer, appointment of a registered agent, change
 10 of a registered office, and appointment of officers and directors ~~shall be ten dollars.~~

11 * * *

12 §316. Fees

13 A. A ~~total fee of fifty dollars~~ as provided in R.S. 49:222 shall be paid in
 14 advance to the secretary of state, for the use and benefit of the state, by every
 15 corporation:

16 * * *

17 B.(1) Additional copies, certified or otherwise, of documents or a certificate
 18 shall be furnished upon request ~~at a cost of ten dollars or a certificate only for five~~
 19 ~~dollars~~ for a fee as provided in R.S. 49:222, which shall be paid in advance.

20 (2) ~~For~~ The secretary of state is authorized to charge a fee as provided in
 21 R.S. 49:222 for making, issuing, and sealing any other certificates required or
 22 permitted by this Chapter, ~~the fee shall be five dollars, except that the fee for~~
 23 resignation of a registered agent or officer, appointment of a registered agent, change
 24 of a registered office, ~~and~~ appointment of officers and directors, and for annual
 25 reports ~~shall be ten dollars and the secretary of state is authorized to charge a fee for~~
 26 ~~annual reports of up to twelve dollars.~~

27 * * *

28 §419. Filing of articles

29 A. Articles of incorporation, amendment, consolidation, merger, conversion,
 30 or dissolution, as the case may be, when executed by authentic act shall be presented

1 to the secretary of state for filing in the records of his office. If the secretary of state
 2 shall find that the articles presented conform to the requirements of this Part, he
 3 shall, upon ~~the payment of thirty-five dollars~~ of a fee as provided in R.S. 49:222, file
 4 the articles so presented in the records of his office, and upon such filing, the
 5 incorporation, amendment, consolidation, merger, conversion, or dissolution
 6 provided for therein shall be in effect.

* * *

8 §469. Filing fees

9 A. ~~A total fee of thirty-five dollars~~ fee as provided in R.S. 49:222 shall be
 10 paid in advance to the secretary of state, for the use and benefit of the state, by every
 11 corporation:

- 12 (1) For filing and recording articles of association.
- 13 (2) For filing and recording amended articles of association.
- 14 (3) For filing and recording dissolution proceedings.
- 15 (4) For filing and recording merger proceedings.

16 B. Additional certified copies of documents and certificates will be furnished
 17 upon request or a certificate ~~at a cost of ten dollars, or a certificate only for five~~
 18 ~~dollars,~~ for a fee as provided in R.S. 49:222, which shall be paid in advance.

* * *

20 §1364. Filing, service, and copying fees

21 A. The secretary of state shall be paid fees as provided in R.S. 49:222 in
 22 advance for the following, ~~fees in advance,~~ for the use and benefit of the state, by
 23 every domestic limited liability company:

24 (1) ~~A total of sixty dollars for~~ For filing and recording articles of
 25 organization, amended articles of organization, articles of dissolution, reinstatement
 26 proceedings, merger proceedings for domestic limited liability companies, and
 27 certificates of correction.

28 (2) ~~A total of ten dollars for~~ For additional certified copies, additional
 29 certificates, and issuing and sealing any other certificate required or permitted by this
 30 Chapter.

1 (3) ~~A total of twenty dollars for~~ For supplemental initial reports, certified
 2 copies with amendments, copies with amendments, agent resignation, appointment
 3 of registered agent, appointment of new agent, change of agent or address, or
 4 reservation of limited liability company name.

5 (4) ~~A total of twenty-five dollars for~~ For filing an annual report.

6 B. The secretary of state shall be paid fees as provided in R.S. 49:222 in
 7 advance for the following, ~~fees in advance,~~ for the use and benefit of the state, by
 8 every foreign limited liability company:

9 (1) ~~A total of one hundred dollars for~~ For filing and recording certificates of
 10 authority, amended certificates, withdrawal proceedings, termination of withdrawal
 11 proceedings, reinstatement proceedings, certificates of correction, and merger
 12 proceedings for foreign corporations.

13 (2) ~~A total of ten dollars for~~ For additional certified copies, additional
 14 certificates, and issuing and sealing any other certificate required or permitted by this
 15 Chapter.

16 (3) ~~A total of twenty dollars for~~ For certified copies with amendments, agent
 17 resignations, appointments of registered agents, changes of domicile, appointments
 18 of new agents, or changes of agent or address.

19 (4) ~~A total of twenty-five dollars for~~ For filing an annual report.

20 Section 3. R.S. 14:325(A) is hereby amended and reenacted to read as follows:

21 §325. Annual registration of conductors of public opinion polls; penalty for failure

22 A.(1) Any persons, associations, partnerships, or corporations who offer
 23 themselves to the public as professional poll takers shall register with the secretary
 24 of state before commencing such activity and annually thereafter not later than
 25 February ~~15~~ fifteenth of each year. Only the managing or overseeing party
 26 responsible for conducting the poll must register under this act Act, and it will not
 27 be necessary for individuals hired by the managing or overseeing party to register on
 28 an individual basis.

29 (2) Such registration shall state that the person, association, partnership, or
 30 corporation is engaging in the making of public opinion polls or samplings in the

1 (e) Twenty-five dollars for the resignation of an agent or officer;
 2 appointment of a registered agent; change of domicile; appointment of new officers,
 3 directors, members, or managers; and change of address for agents, officers,
 4 directors, members, or managers.

5 (f) Twenty-five dollars for a supplemental initial report.

6 (g) Twenty-five dollars for annual reports.

7 (2) Nonprofit corporations. (a) Sixty dollars for filing and recording articles
 8 of incorporation, amended articles of incorporation, dissolution proceedings,
 9 termination of dissolution proceedings, reinstatement proceedings, merger
 10 proceedings, and certificates of correction.

11 (b) Twenty dollars for issuing and sealing any other certificate required or
 12 permitted by the Louisiana nonprofit corporation law, R.S. 12:201 et seq.

13 (c) Twenty-five dollars for the resignation of an agent or officer;
 14 appointment of a registered agent; change of domicile; appointment of new officers
 15 or directors; and change of address for agents, officers, or directors.

16 (d) Five dollars for annual reports.

17 (3) Foreign corporations and limited liability companies. (a) One hundred
 18 dollars for filing and recording applications for authority on corporations, amended
 19 applications, withdrawal proceedings, termination of withdrawal proceedings,
 20 reinstatement proceedings, merger proceedings, and certificates of correction.

21 (b) One hundred twenty-five dollars for filing and recording applications for
 22 authority on limited liability companies, amended applications, withdrawal
 23 proceedings, termination of withdrawal proceedings, reinstatement proceedings,
 24 merger proceedings, and certificates of correction.

25 (c) Twenty dollars for issuing and sealing any other certificate required or
 26 permitted by the Louisiana foreign corporation law, R.S. 12:301 et seq., or the
 27 limited liability companies law, R.S. 12:1301 et seq.

28 (d) Twenty-five dollars for the resignation of an agent or officer;
 29 appointment of a registered agent; change of domicile; appointment of new officers,

1 directors, members, or managers; and change of address for agents, officers,
2 directors, members, or managers.

3 (e) Twenty-five dollars for annual reports.

4 (4) Partnerships and registered limited liability partnerships. (a) One
5 hundred fifty dollars for filing of partnership forms and filing of amendments of a
6 foreign partnership.

7 (b) One hundred fifty dollars for the termination of the registration of a
8 foreign partnership.

9 (c)(i) For partnerships, one hundred dollars for filing a contract of
10 partnership, amendment and termination of a domestic partnership or original or
11 renewal forms, and merger or consolidation of a registered limited liability
12 partnership.

13 (ii) For registered limited liability partnerships, one hundred twenty-five
14 dollars for filing a contract of partnership, amendment and termination of a domestic
15 partnership or original or renewal forms, and merger or consolidation of a registered
16 limited liability partnership.

17 (d) Two dollars plus one dollar per page for certification of partnerships or
18 certified copies for registered limited liability partnerships.

19 (e) Twenty dollars for additional certificates for partnerships or additional
20 certificates for registered limited liability partnerships.

21 (f) Twenty-five dollars for annual reports for partnerships.

22 (5) Trade names, trademarks, and service marks. (a) Twenty-five dollars
23 for a trade name, trademark, or service mark reservation.

24 (b) Fifty dollars for registering a trade name, trademark, or service mark.

25 (c) Fifteen dollars for issuing a copy of any trade name, trademark, or service
26 mark document.

27 (d) Fifteen dollars for sealing and certifying to correctness of a trade name,
28 trademark, or service mark document on file.

29 (e) Twenty dollars for additional certificates.

- 1 (f) Fifty dollars for renewal of a registered trade name, trademark, or service
- 2 mark.
- 3 (g) Fifty dollars for assignment of a registered trade name, trademark, or
- 4 service mark.
- 5 (h) Fifty dollars for cancellation of a trade name, trademark, or service mark.
- 6 (6) Business entity conversions. (a) Seventy-five dollars for conversion
- 7 from or to a limited liability company.
- 8 (b) One hundred dollars for conversion from or to a partnership.
- 9 (c) Seventy-five dollars for conversion of a corporation to or from a limited
- 10 liability company.
- 11 (d) One hundred dollars for conversion of a corporation to or from a
- 12 partnership.
- 13 (7) Twenty-five dollars for collection of agency registration.
- 14 (8) Five dollars for registration of conductors of public opinion polls.
- 15 (9) Ten dollars for registering information regarding a will or for furnishing
- 16 information regarding a will.
- 17 (10) Seafood marketing associations. (a) Thirty-five dollars for filing and
- 18 recording articles of association, amended articles of association, dissolution
- 19 proceedings, and merger proceedings.
- 20 (b) Ten dollars for additional certified copies of documents and certificates.
- 21 (c) Five dollars for a certified copy of a certificate only.
- 22 (11) General Fees. (a) Fifteen dollars for additional certified copies.
- 23 (b) Twenty dollars for additional certificates.
- 24 (c) Twenty-five dollars for certified copies with amendments.
- 25 (d) Twenty-five dollars for copies with amendments.
- 26 (12) Special fees. (a) Requests for information, including without limitation
- 27 requests for a correct corporate name, agent for service of process, and officer's
- 28 names, which require a written response, shall be answered by mailing a letter listing
- 29 the information. There shall be a one dollar processing fee for each corporate,
- 30 partnership, limited liability company, or trade name letter.

1 (b) There shall be a fifty dollar fee for expedited "while you wait" service.

2 (c) There shall be a thirty dollar fee for expedited twenty-four-hour service.

3 (d) There shall be a twenty-five dollar fee for receipt of service of process
4 or other instruments.

5 ~~D. Any fee increase under this Section shall be subject to the Administrative~~
6 ~~Procedure Act and shall reasonably reflect the cost of providing the service for which~~
7 ~~the fee is being charged.~~

8 ~~E. Any fees assessed in accordance with the provisions of Subsection A of~~
9 ~~this Section shall not exceed the following:~~

10 ~~(1) Sixty dollars for the filing of any proceeding relative to domestic~~
11 ~~corporations.~~

12 ~~(2) One hundred dollars for the filing of any proceeding relative to foreign~~
13 ~~corporations.~~

14 ~~(3) Twenty-five dollars for filing annual reports by domestic and foreign~~
15 ~~corporations.~~

16 ~~(4) Twenty-five dollars for receipt of service of process or other instruments.~~

17 Section 5. R.S. 51:214(D) and (E), 216(A)(1), and 217(B) are hereby amended and
18 reenacted to read as follows:

19 §214. Application for registration

20 * * *

21 D. The application for registration shall be accompanied by a filing fee of
22 ~~twenty-five dollars~~ as provided in R.S. 49:222, payable to the secretary of state.

23 E. In addition to said filing fee, the secretary of state shall charge and collect,
24 for the use and benefit of the state, a fee ~~of two dollars per page~~ as provided in R.S.
25 49:222 for making and issuing a copy of any document filed in his office under the
26 provisions of this Subpart, plus ~~ten dollars~~ a fee as provided in R.S. 49:222 for
27 sealing and certifying to the correctness thereof. The additional fee, provided as
28 aforesaid, shall not apply to the original certificate of registration required by R.S.
29 51:215.

30 * * *

CODING: Words in ~~struck through~~ type are deletions from existing law; words underscored are additions.

