

MAINE STATE LEGISLATURE

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122nd MAINE LEGISLATURE

SECOND REGULAR SESSION-2006

Legislative Document

No. 1874

H.P. 1314

House of Representatives, January 3, 2006

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

Submitted by the Secretary of State pursuant to Joint Rule 204.

Received by the Clerk of the House on December 28, 2005. Referred to the Committee on Judiciary pursuant to Joint Rule 308.2 and ordered printed pursuant to Joint Rule 401.

Millicent M. MacFarland

MILLICENT M. MacFARLAND

Clerk

Presented by Representative PELLETIER-SIMPSON of Auburn.

Cosponsored by Representative: Speaker RICHARDSON of Brunswick.

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

2
4 **Sec. 1. 13-B MRSA §1401, sub-§8**, as amended by PL 1999, c. 594, §16, is further amended to read:

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

14 **Sec. 2. 13-B MRSA §1401, sub-§14**, as amended by PL 1997, c.
16 376, §31, is further amended to read:

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

22 **Sec. 3. 13-B MRSA §1401, sub-§31-A**, as enacted by PL 2003, c.
24 631, §9, is amended to read:

26 **31-A. Amended annual report.** An amended annual report of a
domestic or foreign corporation as provided by section 1301-C,
28 ~~\$10~~ \$35;

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

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

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

46 **15-B. Amended annual report.** For filing an amended annual
48 report under section 529-A, for a domestic limited partnership, a
fee of \$85; for a foreign limited partnership, a fee of \$150;

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

4 **6. Resignation of agent; appointment by limited liability**
company; service of process. After receipt of the notice of the
6 resignation of its registered agent under subsection 3, paragraph
B, the limited liability company shall file a certificate of
8 amendment designating a new registered agent. If the limited
liability company fails to appoint a new registered agent within
10 30 60 days after the filing of the certificate of resignation,
the authority of that foreign limited liability company to carry
12 on business in this State is canceled and the foreign limited
liability company may not carry on business in this State.

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

18 **20-B. Amended annual report.** For filing an amended annual
report under section 757-A, for a domestic limited liability
20 company, a fee of \$85; for a foreign limited liability company, a
fee of \$150;

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

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

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

40 **18-B. Amended annual report.** For filing an amended annual
report under section 873-A, for a domestic limited liability
42 partnership, a fee of \$85; for a foreign limited liability
44 partnership, a fee of \$150;

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SUMMARY

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This bill makes changes to filing fees to be consistent with
50 changes that were made as part of Public Law 2003, chapter

2 631 and Public Law 2005, chapter 12. Additionally, this bill
3 makes corrections to the time period an entity has to replace its
4 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.