

# MAINE STATE LEGISLATURE

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S.  
R. of S.

1

L.D. 1908

2

(Filing No. S-303 )

3

STATE OF MAINE

4

SENATE

5

113TH LEGISLATURE

6

SECOND SPECIAL SESSION

7

COMMITTEE AMENDMENT " B " to S.P. 675, L.D.

8

1908, Bill, "AN ACT to Provide Staff for Improvement

9

of Corporation Filing Services within the Bureau of

10

Corporations."

11

Amend the bill by striking out everything after

12

the enacting clause and before the emergency clause

13

and inserting in its place the following:

14

'Sec. 1. 10 MRSA §1522, sub-§2, as enacted by PL

15

1979, c. 572, §2, is amended to read:

16

2. Application for registration. Subject to the

17

limitations set forth in this chapter, any person who

18

adopts and uses a mark in this State may file in the

19

office of the Secretary of State, on a form to be

20

furnished by the Secretary of State, an application

21

for registration of that mark setting forth, but not

22

limited to, the following information:

23

A. The name and business address of the person

24

applying for the registration and if a corpora-

25

tion, the state of incorporation;

26

B. The goods or services in connection with

27

which the mark is used and the mode or manner in

28

which the mark is used in connection with the

29

goods or services and the class in which the

30

goods or services fall;

31

C. The date when, to the best of the applicant's

32

knowledge and belief, the mark was first used

33

anywhere and the date when it was first used in

34

this State by the applicant or his predecessor in

35

business; and

36

D. A statement that the applicant believes him-

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1 self to be the owner of the mark and that no oth-  
2 er person to the best of his knowledge and belief  
3 has the right to use the mark in this State as a  
4 mark or as a trade name or as a corporate name  
5 either in the identical form thereof or in such  
6 near resemblance thereto as to be likely, when  
7 applied to the goods or services of the other  
8 person, to cause confusion or to cause mistake or  
9 to deceive.

10 The application shall be signed and verified by the  
11 applicant or by a member of the firm or an officer of  
12 the corporation or association applying.

13 The application shall be accompanied by a specimen or  
14 facsimile of the mark in triplicate.

15 The application for registration shall be accompanied  
16 by a filing fee of ~~\$25~~ \$50 for the first class and  
17 \$10 for each additional class, payable to the Trea-  
18 surer of State.

19 **Sec. 2. 10 MRSA §1524, first ¶, as enacted by PL**  
20 **1979, c. 572, §2, is amended to read:**

21 Registration of a mark shall be effective for a  
22 term of 10 years from the date of registration and,  
23 upon application filed within 6 months prior to the  
24 expiration of the term, on a form to be furnished by  
25 the Secretary of State, the registration may be re-  
26 newed for a like term. A renewal fee of ~~\$25~~ \$50, pay-  
27 able to the Treasurer of State, shall accompany the  
28 application for renewal of the registration.

29 **Sec. 3. 10 MRSA §1525, sub-§1, as enacted by PL**  
30 **1979, c. 572, §2, is amended to read:**

31 1. Recording. Any mark and its registration  
32 shall be assignable with the good will of the busi-  
33 ness in which the mark is used or with that part of  
34 the good will of the business connected with the use  
35 of and symbolized by the mark. Assignment shall be by

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1 an instrument in writing duly executed and may be re-  
2 corded with the Secretary of State upon the payment  
3 of a fee of ~~\$20~~ \$40 payable to the Treasurer of  
4 State. The Secretary of State, upon recording of an  
5 assignment, shall issue in the name of the assignee a  
6 new certificate for the remainder of the term of the  
7 registration or of the last renewal. An assignment of  
8 any registration under this chapter shall be void as  
9 against any subsequent purchaser for valuable consid-  
10 eration without notice, unless it is recorded with  
11 the Secretary of State within 3 months after the date  
12 thereof or prior to the subsequent purchase.

13 **Sec. 4. 13-A MRSA §1401**, as amended by PL 1973,  
14 c. 730, §§2 to 4, is further amended to read:

15 §1401. Fees for filing documents and services

16 In addition to any fees required by sections 1402  
17 and 1403, the Secretary of State shall charge the  
18 following fees for filing documents required or per-  
19 mitted to be filed in his office by this Act, and for  
20 services specified herein:

21 1. Proof of a resolution of a corporation's  
22 board of directors authorizing the use of a similar  
23 name by a new corporation, as provided by section  
24 301, subsection 1, paragraph B, \$5 \$10;

25 2. Application to reserve corporate name, as  
26 provided by section 302, \$5 \$10;

27 3. Notice of transfer of a reserved corporate  
28 name, as provided by section 302, \$5 \$10;

29 4. Application to register corporate name as  
30 provided by section 303, \$10 per month for the number  
31 of months or fraction thereof remaining in the calen-  
32 dar year when first filed;

33 5. Application to renew the registration of a  
34 registered name, as provided by section 303, \$100;

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- 1           6. A statement changing the clerk of a corpora-  
2           tion, as provided by section 304, subsection 3 or 5,  
3           \$5 \$10;
- 4           7. Notice of resignation of a clerk of a corpo-  
5           ration, as provided by section 304, subsection 4, \$2  
6           \$10;
- 7           8. Statement of change of registered office, as  
8           provided by section 304, subsection 6, \$5 \$10 for  
9           each corporation listed; or when separate statements  
10          are filed at one time, \$5 for each separate statement  
11          up to but not exceeding 100 statements, \$2 for each  
12          separate statement over 100 but not exceeding 200  
13          statements, and \$1 for each separate statement over  
14          200 statements;
- 15          9. Accompanying service of process upon the Sec-  
16          retary of State as agent of a domestic corporation,  
17          as provided by section 305, or accompanying service  
18          of process upon the Secretary of State as agent of  
19          nonresident director of a domestic corporation, as  
20          provided by section 306, or accompanying service of  
21          process upon the Secretary of State as agent of a  
22          foreign corporation pursuant to section 1217, \$5 \$10  
23          for each such process;
- 24          10. Notice of resignation of a nonresident di-  
25          rector, as provided by section 306, subsection 4, \$2  
26          \$10;
- 27          11. Assumed name statement, as provided by sec-  
28          tion 307, \$50 \$75;
- 29          12. Articles of incorporation, as provided by  
30          section 402, \$50 \$75, plus the fee based on the capi-  
31          tal stock specified in section 1403;
- 32          13. Statement of a directors<sup>4</sup> director's resolu-  
33          tion establishing and designating series and fixing  
34          and determining the relative rights and preferences

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- 1       thereof, as provided by section 503, ~~\$5~~ \$10;
- 2           14. Statement of cancellation of redeemable  
3 shares, as provided by section 520, or statement of  
4 cancellation of other reacquired shares, as provided  
5 by section 521, ~~\$5~~ \$10;
- 6           15. Articles of amendment, as provided by  
7 ~~sections section~~ 803, 805 or 810, ~~\$10~~ \$15; and if the  
8 amendment increases the total authorized capital  
9 stock, the additional amount specified in section  
10 1403, subsection 3, but not less than an additional  
11 ~~\$10~~ \$15; and if it changes the corporation's pur-  
12 poses, a further additional amount of ~~\$15~~ \$20;
- 13           16. Restated articles of incorporation, as pro-  
14 vided by section 809, ~~\$25~~ \$50; if the restated arti-  
15 cles include an amendment which effects an increase  
16 in the total authorized capital stock, the additional  
17 amount specified in section 1403, subsection 3, but  
18 not less than an additional ~~\$10~~ \$15; and if they  
19 change the purposes of the corporation, a further ad-  
20 ditional amount of ~~\$15~~ \$20;
- 21           17. Articles of merger or consolidation pursuant  
22 to shareholder approval, as provided by section 903,  
23 ~~\$25~~ \$50; and if the merger or consolidation increases  
24 the total authorized capital stock, the additional  
25 amount specified in section 1403, subsection 4, but  
26 not less than an additional ~~\$10~~ \$15; and if it  
27 changes the corporation's purposes, a further addi-  
28 tional amount of ~~\$15~~ \$20;
- 29           18. Articles of merger of subsidiary into parent  
30 without shareholder approval, as provided by section  
31 904, ~~\$25~~ \$50;
- 32           19. Articles of merger or consolidation of do-  
33 mestic and foreign corporations, as provided by sec-  
34 tion 906, ~~\$25~~ \$50, if the new or surviving corpora-  
35 tion is a foreign corporation, plus the appropriate  
36 fee for authority to do business in this State, if

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1 not previously so authorized; if the new or surviving  
2 corporation is a domestic corporation, the same sum  
3 as would be required for the merger or consolidation  
4 of domestic corporations;

5 20. Document required by section 906, subsection  
6 4, paragraph B in the event that the surviving or new  
7 corporation is a foreign corporation, no fee in addi-  
8 tion to that specified in the preceding subsection;

9 21. Articles of dissolution, as provided by sec-  
10 tion 1101 or 1110, ~~\$15~~ \$20;

11 22. Statement of intent to dissolve as provided  
12 by section 1102 or 1103, ~~\$5~~ \$10;

13 23. Statement of revocation of voluntary disso-  
14 lution proceedings, as provided by section 1107 or  
15 1108, ~~\$5~~ \$10;

16 24. Application of a foreign corporation for au-  
17 thority to do business in the State, as provided by  
18 section 1202, \$100;

19 26. Articles of merger of a foreign corporation,  
20 as provided by section 1206, ~~\$20~~ \$25;

21 27. An amendment to a foreign corporation's ap-  
22 plication for authority to do business in this State  
23 as provided by section 1207, ~~\$10~~ \$15;

24 28. An application of a foreign corporation for  
25 surrender of its authority, as provided by section  
26 1208, ~~\$10~~ \$15;

27 29. Statement of a foreign corporation's termi-  
28 nation of existence, as provided by section 1209, ~~\$10~~  
29 \$15;

30 30. Annual report of a domestic or foreign cor-  
31 poration, as provided by section 1301, ~~\$30~~ \$40;

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1           31. A certificate of resumption of business, as  
2           provided by section 1301, subsection 5, \$50;

3           32. For issuing a short form certificate of  
4           change of name or of consolidation or merger, as pro-  
5           vided by section 1307, \$5 \$10 per certificate. For  
6           issuing a short form certificate of corporate condi-  
7           tion \$5 \$10 per certificate. For issuing a long form  
8           certificate of corporate condition, listing amend-  
9           ments, \$~~10~~ \$20 per certificate for a diligent search,  
10          \$25;

11          33. Statement of change of registered office or  
12          registered agent or both, as provided by section  
13          1212, subsection 2, \$5 \$10;

14          34. Statement of change of address of registered  
15          agent, as provided by section 1212, subsection 2-A,  
16          \$5 \$10 for each foreign corporation listed; or when  
17          separate statements are filed at one time, \$5 for  
18          each separate statement up to but not exceeding 100  
19          statements, \$2 for each separate statement over 100  
20          but not exceeding 200 statements, \$1 for each sepa-  
21          rate statement over 200 statements; and

22          35. Any other documents not herein specifically  
23          provided for, \$5 \$10.

24          **Sec. 5. Appropriation.** The following funds are  
25          appropriated from the General Fund to carry out the  
26          purposes of this Act.

	<u>1987-88</u>	<u>1988-89</u>
27		
28	<u>SECRETARY OF STATE,</u>	
29	<u>DEPARTMENT OF</u>	
30	Administration - Secretary	
31	of State	
32	Positions	(2)           (2)



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1	Personal Services	\$22,870	\$36,780
2	All Other	6,000	7,000
3	Capital Expenditures	4,350	
4	Total	<u>\$33,220</u>	<u>\$43,780</u>

5 Provides funds for  
6 the following autho-  
7 rized positions in  
8 the Bureau of Corpo-  
9 rations: Account  
10 Clerk I,  
11 Clerk-Typist III.'

12 Further amend the bill in the emergency clause in  
13 the last 2 lines (page 2, lines 31 and 32 in L.D.) by  
14 striking out the following: "approved." and inserting  
15 in its place the following: 'approved, except that  
16 sections 1 to 4 shall take effect on January 1,  
17 1988.'

18 Further amend the bill by inserting before the  
19 Statement of Fact the following:

'FISCAL NOTE

21 Increasing various fees in the Bureau of Corpora-  
22 tions as specified in sections 1 to 4 will generate  
23 the following revenue:

24		<u>1987-88</u>	<u>1988-89</u>
25	General Fund	\$250,000	\$500,000'

STATEMENT OF FACT

27 This amendment does the following:

28 1. Effective January 1, 1988, increases most of  
29 the fees charged by the Secretary of State, Bureau of  
30 Corporations. In many cases, these fee increases

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1 will bring Maine to a level charged by many of the  
2 other northeastern states;

3 2. Provides a General Fund appropriation for 2  
4 additional positions in the Bureau of Corporations;  
5 and

6 3. Adds a fiscal note.

7

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Reported by Minority for the Committee on Appropriations  
and Financial Affairs.

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