

MAINE STATE LEGISLATURE

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STATE OF MAINE
SENATE
122ND LEGISLATURE
FIRST SPECIAL SESSION

COMMITTEE AMENDMENT "A" to S.P. 424, L.D. 1210, Bill, "An Act To Amend the Laws Relating to Corporations, Limited Partnerships, Limited Liability Companies and Limited Liability Partnerships"

Amend the bill by inserting after section 9 the following:

Sec. 10. 31 MRSA §611, sub-§1, as repealed and replaced by PL 1995, c. 633, Pt. C. §16, is amended to read:

1. Not applicable. Sections 701, 702, 704 to 706 and 713 to 715 Title 13, sections 721, 722, 733, 736, 762 and 763, section 771, subsection 2, paragraph A and section 772 do not apply.

Sec. 11. 31 MRSA §611, sub-§2, ¶D, as enacted by PL 1995, c. 633, Pt. C, §16, is amended to read:

D. Officers and directors are deemed to be references to managers.

Sec. 12. 31 MRSA §712, sub-§3, ¶H, as amended by PL 2003, c. 344, Pt. C, §27, is further amended to read:

H. A certificate of existence or a document of similar import duly authenticated by the secretary of state or other official having custody of limited liability company records in the state or country under whose law the foreign limited liability company is organized. The certificate of existence must have been made not more than 90 days prior to the delivery of the application for filing; and

2 **Sec. 13. 31 MRSA §712, sub-§3, ¶I**, as amended by PL 1997, c.
376, §54, is further amended to read:

4 I. The address of the registered or principal office of the
5 limited liability company in the jurisdiction of its
6 organization or the principal office wherever located; and

8 **Sec. 14. 31 MRSA §712, sub-§3, ¶J** is enacted to read:

10 J. In the case of a professional limited liability company,
11 the professional service or services to be rendered in the
12 State and a statement that all its members and managers, if
13 any, are licensed in one or more states to render a
14 professional service disclosed in its application.'

16 Further amend the bill by inserting after section 11 the
17 following:

18 **Sec. 12. 31 MRSA §811, sub-§1**, as enacted by PL 1995, c. 633,
19 Pt. B, §1, is amended to read:

21 1. **Not applicable.** ~~Sections 701, 702, 704 to 706 and 713~~
22 ~~to 715~~ Title 13, sections 721, 722, 733, 736, 751, 762 and 763,
23 section 771, subsection 2, paragraph A and section 772 do not
24 apply.

26 **Sec. 13. 31 MSRA §852, sub-§3, ¶H**, as amended by PL 2003, c.
27 344, Pt. C, §42, is further amended to read:

28 H. A certificate of existence or a document of similar
29 import duly authenticated by the secretary of state or other
30 official having custody of limited liability partnership
31 records in the state or country under whose law the foreign
32 limited liability partnership is organized. In lieu of a
33 certificate of existence, a copy of the foreign limited
34 liability partnership's registration certified or stamped by
35 the secretary of state or other proper officer in its
36 domestic jurisdiction is a sufficient equivalent if such an
37 officer does not produce any other type of certificate of
38 existence. The certificate of existence must have been made
39 not more than 90 days prior to the delivery of the
40 application for filing; and

42 **Sec. 14. 31 MRSA §852, sub-§3, ¶I**, as amended by PL 1997, c.
43 376, §67, is further amended to read:

44 I. The address of the registered or principal office of the
45 limited liability partnership in the jurisdiction of its
46 organization or the principal office wherever located; and

48 **Sec. 15. 31 MRSA §852, sub-§3, ¶J** is enacted to read:
49

