

HOUSE BILL No. 4701

June 6, 2017, Introduced by Reps. Hughes, Marino, Lucido and Farrington and referred to the Committee on Military and Veterans Affairs.

A bill to amend 1993 PA 23, entitled
"Michigan limited liability company act,"
by amending section 1101 (MCL 450.5101), as amended by 2015 PA 68.

THE PEOPLE OF THE STATE OF MICHIGAN ENACT:

1 Sec. 1101. (1) The fees to be paid to the administrator when
2 the documents described in this subsection are delivered to him or
3 her for filing are as follows:

4 (a) Certificate of correction, \$25.00.

5 (b) Articles of organization, \$50.00.

6 (c) Amendment to the articles of organization, \$25.00.

7 (d) Restated articles of organization, \$50.00.

8 (e) Application for reservation of name, \$25.00.

9 (f) Certificate of assumed name or a certificate of
10 termination of assumed name, \$25.00.

11 (g) Annual statement of resident agent and registered office,

1 \$15.00 if paid after September 30, 2019. Through September 30,
2 2019, the fee is \$25.00.

3 (h) Certificate of restoration of good standing, \$50.00.

4 (i) Notice of resignation of resident agent, or statement of
5 change of registered office or resident agent, \$5.00.

6 (j) Certificate of merger as provided in article 7, \$100.00.

7 (k) Certificate of abandonment, \$10.00.

8 (l) Certificate of conversion, \$25.00.

9 (m) Certificate of dissolution, \$10.00.

10 (n) Application of a foreign limited liability company for a
11 certificate of authority to transact business in this state,
12 \$50.00.

13 (o) Certificate correcting statement contained in an
14 application for a certificate of authority to transact business in
15 this state, \$25.00.

16 (p) Certificate attesting to the occurrence of a merger of a
17 foreign limited liability company, as provided in section 1005,
18 \$10.00.

19 (q) Application for withdrawal and issuance of a certificate
20 of withdrawal of a foreign limited liability company, \$10.00.

21 (2) In addition to a fee required to file a document, the
22 administrator may charge a fee of \$50.00 if the document is filed
23 by facsimile or other electronic transmission or the administrator
24 is requested to transmit a document by facsimile or other
25 electronic transmission.

26 (3) The administrator shall not refund all or any part of a
27 fee described in this section. The administrator shall deposit all

1 fees received and collected under this section in the state
2 treasury to the credit of the administrator, who may only use the
3 money credited pursuant to legislative appropriation and only in
4 carrying out those duties of the department required by law.

5 (4) A minimum charge of \$1.00 for each certificate and 50
6 cents per folio shall be paid to the administrator for certifying a
7 part of a file or record pertaining to a domestic or foreign
8 limited liability company if a fee is not set forth in subsection
9 (1). The administrator may furnish copies of documents, reports,
10 and papers required or permitted by law to be filed with the
11 administrator, and shall charge for those copies pursuant to a
12 schedule of fees that the administrator shall adopt with the
13 approval of the state administrative board. The administrator shall
14 retain the revenue collected under this subsection and use it to
15 defray the costs of the department's copying and certifying
16 services.

17 (5) If a domestic or foreign limited liability company pays
18 fees or penalties by check and the check is dishonored, the fee is
19 considered unpaid and the filing of all related documents will be
20 rescinded.

21 (6) The administrator may accept payment by credit card,
22 instead of cash or check, as payment of a fee under this act. The
23 administrator shall determine which credit cards he or she shall
24 accept for payment of a fee.

25 **(7) THE ADMINISTRATOR SHALL WAIVE THE FEE OTHERWISE REQUIRED**
26 **UNDER SUBSECTION (1) FOR FILING INITIAL ARTICLES OF ORGANIZATION IF**
27 **A MAJORITY OF THE INITIAL MEMBERSHIP INTERESTS IN THE DOMESTIC**

1 LIMITED LIABILITY COMPANY WILL BE HELD BY VETERANS.

2 (8) TO REQUEST A FEE WAIVER UNDER SUBSECTION (7), THE PERSON
3 THAT IS SUBMITTING THE INITIAL ARTICLES OF ORGANIZATION FOR FILING
4 SHALL SUBMIT BOTH OF THE FOLLOWING TO THE ADMINISTRATOR WITH THAT
5 DOCUMENT:

6 (A) A SIGNED AFFIDAVIT REQUESTING THE FEE WAIVER AND
7 CERTIFYING THAT A MAJORITY OF THE INITIAL MEMBERSHIP INTERESTS IN
8 THE DOMESTIC LIMITED LIABILITY COMPANY WILL BE HELD BY VETERANS.

9 (B) COPIES OF FORM DD214 OR FORM DD215, OR ANY OTHER FORM THAT
10 IS SATISFACTORY TO THE DEPARTMENT, FOR EACH VETERAN WHO WILL BE AN
11 INITIAL MEMBER OF THE LIMITED LIABILITY COMPANY.

12 (9) ~~(7)~~ The administrator shall waive any fee otherwise
13 required under this section if a majority of the membership
14 interests in the domestic or foreign limited liability company
15 responsible for paying the fee are, and the domestic or foreign
16 limited liability company provides proof satisfactory to the
17 administrator that those interests are, held by ~~1 or more honorably~~
18 ~~discharged veterans of the armed forces of the United~~
19 ~~States.~~ VETERANS. THIS SUBSECTION DOES NOT APPLY TO THE FEE FOR
20 FILING INITIAL ARTICLES OF ORGANIZATION.

21 (10) AS USED IN THIS SECTION, "VETERAN" MEANS THAT TERM AS
22 DEFINED IN SECTION 1 OF 1965 PA 190, MCL 35.61.

23 Enacting section 1. This amendatory act takes effect 90 days
24 after the date it is enacted into law.