

**SUBSTITUTE FOR  
SENATE BILL NO. 359**

A bill to amend 1993 PA 23, entitled  
"Michigan limited liability company act,"  
by amending section 1101 (MCL 450.5101), as amended by 2002 PA  
686.

**THE PEOPLE OF THE STATE OF MICHIGAN ENACT:**

- 1       Sec. 1101. (1) The fees to be paid to the administrator  
2 when the documents described in this subsection are delivered to  
3 him or 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.

1 (g) Annual statement of resident agent and registered office,  
2 \$15.00 if paid through September 30, 2003 and after September 30,  
3 2007. Beginning October 1, 2003 through September 30, 2007, the  
4 fee is \$25.00.

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

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

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

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

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

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

12 (n) Application of a foreign limited liability company for a  
13 certificate of authority to transact business in this state,  
14 \$50.00.

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

18 (p) Certificate attesting to the occurrence of a merger of a  
19 foreign limited liability company, as provided in section 1005,  
20 \$10.00.

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

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

1           (3) ~~The fees prescribed in subsections (1) and (2), no part~~  
2 ~~of which shall be refunded, when collected shall be paid into the~~  
3 ~~treasury of the state and credited to~~ **The administrator shall**  
4 **not refund all or any part of a fee described in this section.**  
5 **The administrator shall deposit all fees received and collected**  
6 **under this section in the state treasury to the credit of the**  
7 **administrator, ~~to be used solely by the department~~ who may only**  
8 **use the money credited pursuant to legislative appropriation and**  
9 **only** in carrying out those duties **of the department** required by  
10 law.

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

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

1           (6) The administrator may accept ~~a~~ **payment by** credit card,  
2 instead of cash or check, as payment of a fee under this act.  
3 The administrator shall determine which credit cards ~~may be~~  
4 ~~accepted~~ **he or she shall accept** for payment **of a fee.**