

**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**.