

HOUSE BILL No. 5491

April 29, 2014, Introduced by Rep. Walsh 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 2012 PA 310.

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 through September 30, 2003 and after September 30,
2 2015. Beginning October 1, 2003 through September 30, 2015, the fee
3 is \$25.00.

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

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

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

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

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

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

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

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

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

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

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

27 (3) The administrator shall not refund all or any part of a

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

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

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

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

26 (7) The administrator shall waive any fee otherwise required
27 under this section if a majority of the membership interests in the

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1 domestic or foreign limited liability company ~~responsible for~~
2 ~~paying the fee are, and the domestic or foreign limited liability~~
3 ~~company provides proof satisfactory to the administrator that those~~
4 ~~interests are, held by 1 or more honorably discharged veterans of~~
5 ~~the armed forces of the United States.~~ ARE HELD, OR THE INITIAL
6 MEMBERSHIP INTERESTS WILL BE HELD, BY INDIVIDUALS WHO SERVED IN THE
7 ARMED FORCES AND WERE SEPARATED FROM THAT SERVICE WITH AN HONORABLE
8 CHARACTER OF SERVICE OR UNDER HONORABLE CONDITIONS (GENERAL)
9 CHARACTER OF SERVICE.

10 (8) TO REQUEST A FEE WAIVER UNDER SUBSECTION (7), THE PERSON
11 THAT IS SUBMITTING THE DOCUMENT FOR FILING SHALL SUBMIT BOTH OF THE
12 FOLLOWING TO THE ADMINISTRATOR WITH THE DOCUMENT:

13 (A) A SIGNED AFFIDAVIT REQUESTING THE FEE WAIVER AND
14 CERTIFYING THAT A MAJORITY OF THE MEMBERSHIP INTERESTS ARE HELD, OR
15 A MAJORITY OF THE INITIAL MEMBERSHIP INTERESTS IN THE LIMITED
16 LIABILITY COMPANY WILL BE HELD, BY INDIVIDUALS WHO SERVED IN THE
17 ARMED FORCES AND WERE SEPARATED FROM THAT SERVICE WITH AN HONORABLE
18 CHARACTER OF SERVICE OR UNDER HONORABLE CONDITIONS (GENERAL)
19 CHARACTER OF SERVICE.

20 (B) COPIES OF FORM DD214 OR FORM DD215, OR ANY OTHER FORM THAT
21 IS SATISFACTORY TO THE DEPARTMENT, FOR EACH INDIVIDUAL DESCRIBED IN
22 SUBSECTION (6) WHO HAS OR WILL HAVE A MEMBERSHIP INTEREST IN THE
23 LIMITED LIABILITY COMPANY.

24 (9) AS USED IN THIS SECTION, "ARMED FORCES" MEANS THAT TERM AS
25 DEFINED IN SECTION 2 OF THE VETERAN RIGHT TO EMPLOYMENT SERVICES
26 ACT, 1994 PA 39, MCL 35.1092.

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