

BUSINESS CORPORATION ACT (EXCERPT)
Act 284 of 1972

***** 450.2062.amended THIS AMENDED SECTION IS EFFECTIVE JANUARY 1, 2006 *****

450.2062.amended Organization and admission fee; initial admission fee of foreign corporation for profit and foreign regulated investment company; fees for increase in authorized shares; additional admission fee; determining amount of authorized shares attributable to this state; information relating to determination of fees; "corporation" defined; determination of fee if capital of corporation not divided into shares; domestic corporation resulting from merger or consolidation; admission fees.

Sec. 1062. (1) A domestic corporation or cooperative association, organized for profit, or a domestic regulated investment company, at the time of filing its articles of incorporation, shall pay 1 of the following to the administrator as an initial organization and admission fee:

- (a) For 60,000 or fewer authorized shares, \$50.00.
- (b) For more than 60,000 and fewer than 1,000,001 authorized shares, \$100.00.
- (c) For more than 1,000,000 and fewer than 5,000,001 authorized shares, \$300.00.
- (d) For more than 5,000,000 and fewer than 10,000,001 authorized shares, \$500.00.
- (e) For more than 10,000,000 authorized shares, \$500.00 plus an additional \$1,000.00 for each additional 10,000,000 authorized shares or portion of 10,000,000 authorized shares in excess of the initial 10,000,000 authorized shares.

(2) The initial admission fee of a foreign corporation for profit and foreign regulated investment company applying for admission to do business in this state is \$50.00 and 60,000 shares are considered initially attributable to this state at the time of admission.

(3) Every corporation incorporated under the laws of this state that increases its authorized shares, at the time of filing its amendment to the articles of incorporation, shall pay 1 of the following additional organizational fees:

- (a) For an increase of 60,000 or fewer authorized shares, \$50.00.
- (b) For an increase of more than 60,000 and less than 1,000,001 authorized shares, \$100.00.
- (c) For an increase of more than 1,000,000 and less than 5,000,001 authorized shares, \$300.00.
- (d) For an increase of more than 5,000,000 and less than 10,000,001 authorized shares, \$500.00.
- (e) For an increase of more than 10,000,000 authorized shares, \$500.00 plus an additional \$1,000.00 for each additional 10,000,000 authorized shares or portion of 10,000,000 authorized shares in excess of the initial 10,000,000 authorized shares.

(4) A foreign corporation authorized to transact business in this state that increases the number of authorized shares attributable to this state shall file an amended application in accordance with section 1021 and shall pay 1 of the following additional admission fees:

- (a) For an increase of 60,000 or fewer authorized shares attributable to this state, \$50.00.
- (b) For an increase of more than 60,000 and less than 1,000,001 authorized shares attributable to this state, \$100.00.
- (c) For an increase of more than 1,000,000 and less than 5,000,001 authorized shares attributable to this state, \$300.00.
- (d) For an increase of more than 5,000,000 and less than 10,000,001 authorized shares attributable to this state, \$500.00.
- (e) For an increase of more than 10,000,000 authorized shares attributable to this state, \$500.00 plus an additional \$1,000.00 for each additional 10,000,000 authorized shares attributable to this state or portion of 10,000,000 authorized shares attributable to this state in excess of the initial 10,000,000 authorized shares attributable to this state.

(5) The number of authorized shares attributable to this state is determined by multiplying the total number of authorized shares by the most recent apportionment percentage used in the computation of the tax required by the single business tax act, 1975 PA 228, MCL 208.1 to 208.145. If the business activities are confined solely to this state, the total number of authorized shares are considered attributable to this state.

(6) The administrator is authorized to require a corporation to furnish detailed and exact information relating to the determination of fees before making a final determination of the organization or admission franchise fee to be paid by the corporation.

(7) As used in this section, "corporation" includes a partnership association limited, a cooperative association, a joint association having any of the powers of a corporation, and a common law trust created by a statute of this state, another state, or a country exercising common law powers in the nature of a corporation,

whether domestic or foreign, in addition to other corporations as are referred to in this act.

(8) If the capital of a corporation is not divided into shares, a fee for purposes of this section is determined as if the corporation had 60,000 shares.

(9) If a foreign corporation authorized to transact business in this state merges into a domestic corporation or consolidates with 1 or more corporations into a domestic corporation by complying with this act, the resulting domestic corporation shall pay an organization and admission fee for any increase in authorized shares or for any authorized shares as provided in this section, less the amount that the merging or consolidating foreign corporation previously paid to this state under this section as an initial or additional admission fee.

History: 1972, Act 284, Eff. Jan. 1, 1973;—Am. 1973, Act 98, Imd. Eff. Aug. 8, 1973;—Am. 1978, Act 32, Imd. Eff. Feb. 24, 1978;—Am. 1982, Act 407, Eff. Jan. 1, 1983;—Am. 1989, Act 121, Eff. Oct. 1, 1989;—Am. 1993, Act 91, Eff. Oct. 1, 1993;—Am. 1997, Act 118, Imd. Eff. Oct. 24, 1997;—Am. 2005, Act 212, Eff. Jan. 1, 2006.