

HOUSE BILL NO. 4995

September 14, 2023, Introduced by Reps. Skaggs and Witwer and referred to the Committee on Appropriations.

A bill to amend 1993 PA 23, entitled
"Michigan limited liability company act,"
by amending section 1101 (MCL 450.5101), as amended by 2019 PA 70.

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~~ **the administrator** for filing are as follows:

- 4 (a) Certificate of correction, \$25.00.
5 (b) Articles of organization, \$50.00.

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

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

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

4 (f) Certificate of assumed name or a certificate of

5 termination of assumed name, \$25.00.

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

7 ~~\$15.00 if paid after September 30, 2023. Through September 30,~~

8 ~~2023, the fee is \$25.00.~~

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

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

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

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

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

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

16 (n) Application of a foreign limited liability company for a
17 certificate of authority to transact business in this state,
18 \$50.00.

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

22 (p) Certificate attesting to the occurrence of a merger of a
23 foreign limited liability company, as provided in section 1005,
24 \$10.00.

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

27 (2) In addition to a fee required to file a document, the
28 administrator may charge a fee of \$50.00 if the document is filed
29 by facsimile or other electronic transmission or the administrator

1 is requested to transmit a document by facsimile or other
2 electronic transmission.

3 (3) The administrator shall not refund all or any part of a
4 fee described in this section. The administrator shall deposit all
5 fees received and collected under this section in the state
6 treasury to the credit of the administrator, who may only use the
7 money credited ~~pursuant to~~ **in accordance with** legislative
8 appropriation and only in carrying out those duties of the
9 department required by law.

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

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

26 (6) The administrator may accept payment by credit card,
27 instead of cash or check, as payment of a fee under this act. The
28 administrator shall determine which credit cards ~~he or she shall~~
29 ~~accept~~ **the administrator accepts** for payment of a fee.

1 (7) The administrator shall waive the fee otherwise required
2 under subsection (1) for filing initial articles of organization if
3 a majority of the initial membership interests in the domestic
4 limited liability company will be held by veterans.

5 (8) To request a fee waiver under subsection (7), the person
6 that is submitting the initial articles of organization for filing
7 shall submit both of the following to the administrator with that
8 document:

9 (a) A signed affidavit requesting the fee waiver and
10 certifying that a majority of the initial membership interests in
11 the domestic limited liability company will be held by veterans.

12 (b) Copies of form DD214 or form DD215, or any other form that
13 is satisfactory to the department, for each veteran who will be an
14 initial member of the limited liability company.

15 (9) The administrator shall waive any fee otherwise required
16 under this section if a majority of the membership interests in the
17 domestic or foreign limited liability company responsible for
18 paying the fee are, and the domestic or foreign limited liability
19 company provides proof satisfactory to the administrator that those
20 interests are, held by veterans. This subsection does not apply to
21 the fee for filing initial articles of organization.

22 (10) As used in this section, "veteran" means that term as
23 defined in section 1 of 1965 PA 190, MCL 35.61.