

HB3823



100TH GENERAL ASSEMBLY

State of Illinois

2017 and 2018

HB3823

by Rep. C.D. Davidsmeyer

SYNOPSIS AS INTRODUCED:

805 ILCS 5/15.10 from Ch. 32, par. 15.10
805 ILCS 180/50-10
805 ILCS 215/1302

Amends the Business Corporation Act of 1983, the Limited Liability Company Act, and the Uniform Limited Partnership Act (2001). Reduces fees for filing documents with the Office of the Secretary of State.

LRB100 09004 JLS 19150 b

FISCAL NOTE ACT
MAY APPLY

A BILL FOR

1 AN ACT concerning business.

2 **Be it enacted by the People of the State of Illinois,**
3 **represented in the General Assembly:**

4 Section 5. The Business Corporation Act of 1983 is amended
5 by changing Section 15.10 as follows:

6 (805 ILCS 5/15.10) (from Ch. 32, par. 15.10)

7 Sec. 15.10. Fees for filing documents. The Secretary of
8 State shall charge and collect for:

9 (a) Filing articles of incorporation, \$50 ~~\$150~~.

10 (b) Filing articles of amendment, \$50, ~~unless the amendment~~
11 ~~is a restatement of the articles of incorporation, in which~~
12 ~~case the fee shall be \$150.~~

13 (c) Filing articles of merger or consolidation, \$50 ~~\$100~~,
14 but if the merger or consolidation involves more than 2
15 corporations, \$50 for each additional corporation.

16 (d) Filing articles of share exchange, \$50 ~~\$100~~.

17 (e) Filing articles of dissolution, \$5.

18 (f) Filing application to reserve a corporate name, \$10
19 ~~\$25~~.

20 (g) Filing a notice of transfer of a reserved corporate
21 name, \$10 ~~\$25~~.

22 (h) Filing statement of change of address of registered
23 office or change of registered agent, or both, \$5 ~~\$25~~.

1 (i) Filing statement of the establishment of a series of
2 shares, \$5 ~~\$25~~.

3 (j) Filing an application of a foreign corporation for
4 authority to transact business in this State, \$5 ~~\$150~~.

5 (k) Filing an application of a foreign corporation for
6 amended authority to transact business in this State, \$5 ~~\$25~~.

7 (l) Filing a copy of amendment to the articles of
8 incorporation of a foreign corporation holding authority to
9 transact business in this State, ~~\$50, unless the amendment is a~~
10 ~~restatement of the articles of incorporation, in which case the~~
11 ~~fee shall be \$150.~~

12 (m) Filing a copy of articles of merger of a foreign
13 corporation holding a certificate of authority to transact
14 business in this State, \$50 ~~\$100~~, but if the merger involves
15 more than 2 corporations, \$50 for each additional corporation.

16 (n) Filing an application for withdrawal and final report
17 or a copy of articles of dissolution of a foreign corporation,
18 \$5 ~~\$25~~.

19 (o) Filing an annual report, interim annual report, or
20 final transition annual report of a domestic or foreign
21 corporation, \$45 ~~\$75~~.

22 (p) Filing an application for reinstatement of a domestic
23 or a foreign corporation, \$5 ~~\$200~~.

24 (q) Filing an application for use of an assumed corporate
25 name, \$5. ~~\$150 for each year or part thereof ending in 0 or 5,~~
26 ~~\$120 for each year or part thereof ending in 1 or 6, \$90 for~~

1 ~~each year or part thereof ending in 2 or 7, \$60 for each year or~~
2 ~~part thereof ending in 3 or 8, \$30 for each year or part~~
3 ~~thereof ending in 4 or 9, between the date of filing the~~
4 ~~application and the date of the renewal of the assumed~~
5 ~~corporate name, and a renewal fee for each assumed corporate~~
6 ~~name, \$150.~~

7 (r) To change an assumed corporate name for the period
8 remaining until the renewal date of the original assumed name,
9 \$5 ~~\$25~~.

10 (s) Filing an application for cancellation of an assumed
11 corporate name, \$5.

12 (t) Filing an application to register the corporate name of
13 a foreign corporation, \$20 ~~\$50~~; and an annual renewal fee for
14 the registered name, \$20 ~~\$50~~.

15 (u) Filing an application for cancellation of a registered
16 name of a foreign corporation, \$5 ~~\$25~~.

17 (v) Filing a statement of correction, \$5 ~~\$50~~.

18 (w) Filing a petition for refund or adjustment, \$5.

19 (x) Filing a statement of election of an extended filing
20 month, \$5 ~~\$25~~.

21 (y) Filing any other statement or report, \$5.

22 (Source: P.A. 95-331, eff. 8-21-07.)

23 Section 10. The Limited Liability Company Act is amended by
24 changing Section 50-10 as follows:

1 (805 ILCS 180/50-10)

2 (Text of Section before amendment by P.A. 99-637)

3 Sec. 50-10. Fees.

4 (a) The Secretary of State shall charge and collect in
5 accordance with the provisions of this Act and rules
6 promulgated under its authority all of the following:

7 (1) Fees for filing documents.

8 (2) Miscellaneous charges.

9 (3) Fees for the sale of lists of filings and for
10 copies of any documents.

11 (b) The Secretary of State shall charge and collect for all
12 of the following:

13 (1) Filing articles of organization (domestic),
14 application for admission (foreign), and restated articles
15 of organization (domestic), \$500. Notwithstanding the
16 foregoing, the fee for filing articles of organization
17 (domestic), application for admission (foreign), and
18 restated articles of organization (domestic) in connection
19 with a limited liability company with ability to establish
20 series pursuant to Section 37-40 of this Act is \$750.

21 (2) Filing articles of amendment or an amended
22 application for admission, \$150.

23 (3) Filing articles of dissolution or application for
24 withdrawal, \$100.

25 (4) Filing an application to reserve a name, \$300.

26 (5) Filing a notice of cancellation of a reserved name,

1 \$100.

2 (6) Filing a notice of a transfer of a reserved name,
3 \$100.

4 (7) Registration of a name, \$300.

5 (8) Renewal of registration of a name, \$100.

6 (9) Filing an application for use of an assumed name
7 under Section 1-20 of this Act, \$150 for each year or part
8 thereof ending in 0 or 5, \$120 for each year or part
9 thereof ending in 1 or 6, \$90 for each year or part thereof
10 ending in 2 or 7, \$60 for each year or part thereof ending
11 in 3 or 8, \$30 for each year or part thereof ending in 4 or
12 9, and a renewal for each assumed name, \$150.

13 (10) Filing an application for change or cancellation
14 of an assumed name, \$100.

15 (11) Filing an annual report of a limited liability
16 company or foreign limited liability company, \$250, if
17 filed as required by this Act, plus a penalty if
18 delinquent. Notwithstanding the foregoing, the fee for
19 filing an annual report of a limited liability company or
20 foreign limited liability company with ability to
21 establish series is \$250 plus \$50 for each series for which
22 a certificate of designation has been filed pursuant to
23 Section 37-40 of this Act and active on the last day of the
24 third month preceding the company's anniversary month,
25 plus a penalty if delinquent.

26 (12) Filing an application for reinstatement of a

1 limited liability company or foreign limited liability
2 company \$500.

3 (13) Filing Articles of Merger, \$100 plus \$50 for each
4 party to the merger in excess of the first 2 parties.

5 (14) Filing an Agreement of Conversion or Statement of
6 Conversion, \$100.

7 (15) Filing a statement of change of address of
8 registered office or change of registered agent, or both,
9 or filing a statement of correction, \$25.

10 (16) Filing a petition for refund, \$15.

11 (17) Filing any other document, \$100.

12 (18) Filing a certificate of designation of a limited
13 liability company with the ability to establish series
14 pursuant to Section 37-40 of this Act, \$50.

15 (c) The Secretary of State shall charge and collect all of
16 the following:

17 (1) For furnishing a copy or certified copy of any
18 document, instrument, or paper relating to a limited
19 liability company or foreign limited liability company, or
20 for a certificate, \$25.

21 (2) For the transfer of information by computer process
22 media to any purchaser, fees established by rule.

23 (Source: P.A. 97-839, eff. 7-20-12.)

24 (Text of Section after amendment by P.A. 99-637)

25 Sec. 50-10. Fees.

1 (a) The Secretary of State shall charge and collect in
2 accordance with the provisions of this Act and rules
3 promulgated under its authority all of the following:

4 (1) Fees for filing documents.

5 (2) Miscellaneous charges.

6 (3) Fees for the sale of lists of filings and for
7 copies of any documents.

8 (b) The Secretary of State shall charge and collect for all
9 of the following:

10 (1) Filing articles of organization (domestic),
11 application for admission (foreign), and restated articles
12 of organization (domestic), \$50 ~~\$500~~. Notwithstanding the
13 foregoing, the fee for filing articles of organization
14 (domestic), application for admission (foreign), and
15 restated articles of organization (domestic) in connection
16 with a limited liability company with a series or the
17 ability to establish a series pursuant to Section 37-40 of
18 this Act is \$750.

19 (2) Filing amendments (domestic or foreign), \$50 ~~\$150~~.

20 (3) Filing a statement of termination or application
21 for withdrawal, \$5 ~~\$25~~.

22 (4) Filing an application to reserve a name, \$10 ~~\$300~~.

23 (5) Filing a notice of cancellation of a reserved name,
24 \$5 ~~\$100~~.

25 (6) Filing a notice of a transfer of a reserved name,
26 \$10 ~~\$100~~.

1 (7) Registration of a name, \$10 ~~\$300~~.

2 (8) Renewal of registration of a name, \$5 ~~\$100~~.

3 (9) Filing an application for use of an assumed name
4 under Section 1-20 of this Act, \$5 ~~\$150 for each year or~~
5 ~~part thereof ending in 0 or 5, \$120 for each year or part~~
6 ~~thereof ending in 1 or 6, \$90 for each year or part thereof~~
7 ~~ending in 2 or 7, \$60 for each year or part thereof ending~~
8 ~~in 3 or 8, \$30 for each year or part thereof ending in 4 or~~
9 ~~9, and a renewal for each assumed name, \$150.~~

10 (10) Filing an application for change or cancellation
11 of an assumed name, \$5 ~~\$100~~.

12 (11) Filing an annual report of a limited liability
13 company or foreign limited liability company, \$45 ~~\$250~~, if
14 filed as required by this Act, plus a penalty if
15 delinquent. Notwithstanding the foregoing, the fee for
16 filing an annual report of a limited liability company or
17 foreign limited liability company is \$45 ~~\$250~~ plus \$45 ~~\$50~~
18 for each series for which a certificate of designation has
19 been filed pursuant to Section 37-40 of this Act and is in
20 effect on the last day of the third month preceding the
21 company's anniversary month, plus a penalty if delinquent.

22 (12) Filing an application for reinstatement of a
23 limited liability company or foreign limited liability
24 company \$50 ~~\$500~~.

25 (13) Filing articles of merger, ~~\$100 plus \$50 for each~~
26 ~~party to the merger in excess of the first 2 parties.~~

1 (14) Filing articles of conversion, \$5 ~~\$100~~.

2 (15) Filing a statement of change of address of
3 registered office or change of registered agent, or both,
4 or filing a statement of correction, \$5 ~~\$25~~.

5 (16) Filing a petition for refund, \$5 ~~\$15~~.

6 (17) Filing a certificate of designation of a limited
7 liability company with a series pursuant to Section 37-40
8 of this Act, \$45 ~~\$50~~.

9 (18) Filing articles of domestication, \$50 ~~\$100~~.

10 (19) Filing, amending, or cancelling a statement of
11 authority, \$10 ~~\$50~~.

12 (20) Filing, amending, or cancelling a statement of
13 denial, \$5 ~~\$10~~.

14 (21) Filing any other document, \$5 ~~\$100~~.

15 (c) The Secretary of State shall charge and collect all of
16 the following:

17 (1) For furnishing a copy or certified copy of any
18 document, instrument, or paper relating to a limited
19 liability company or foreign limited liability company, or
20 for a certificate, \$25.

21 (2) For the transfer of information by computer process
22 media to any purchaser, fees established by rule.

23 (Source: P.A. 99-637, eff. 7-1-17.)

24 Section 15. The Uniform Limited Partnership Act (2001) is
25 amended by changing Section 1302 as follows:

1 (805 ILCS 215/1302)

2 Sec. 1302. Fees.

3 (a) The Secretary of State shall charge and collect in
4 accordance with the provisions of this Act and rules
5 promulgated pursuant to its authority:

6 (1) fees for filing documents;

7 (2) miscellaneous charges;

8 (3) fees for the sale of lists of filings and for
9 copies of any documents.

10 (b) The Secretary of State shall charge and collect for:

11 (1) filing a certificate of limited partnership
12 (domestic), a certificate of authority (foreign), and a
13 restated certificate of limited partnership (domestic),
14 \$50 ~~\$150~~;

15 (2) (blank);

16 (3) filing an amendment or certificate of amendment,
17 \$50;

18 (4) filing a statement of cancellation or notice of
19 termination, \$20 ~~\$25~~;

20 (5) filing an application for use of an assumed name
21 under Section 108.5 of this Act \$5 ~~,\$150 for each year or~~
22 ~~part thereof ending in 0 or 5, \$120 for each year or part~~
23 ~~thereof ending in 1 or 6, \$90 for each year or part thereof~~
24 ~~ending in 2 or 7, \$60 for each year or part thereof ending~~
25 ~~in 3 or 8, \$30 for each year or part thereof ending in 4 or~~

1 ~~9, and a renewal for each assumed name, \$150;~~

2 (6) filing an annual report of a domestic or foreign
3 limited partnership, \$45 ~~\$100~~;

4 (7) filing an application for reinstatement of a
5 domestic or foreign limited partnership, \$50 ~~\$200~~;

6 (8) filing any other document, \$5 ~~\$50~~.

7 (c) The Secretary of State shall charge and collect:

8 (1) for furnishing a copy or certified copy of any
9 document, instrument or paper relating to a limited
10 partnership or foreign limited partnership, \$25; and

11 (2) for the transfer of information by computer process
12 media to any purchaser, fees established by rule.

13 (Source: P.A. 97-839, eff. 7-20-12.)

14 Section 95. No acceleration or delay. Where this Act makes
15 changes in a statute that is represented in this Act by text
16 that is not yet or no longer in effect (for example, a Section
17 represented by multiple versions), the use of that text does
18 not accelerate or delay the taking effect of (i) the changes
19 made by this Act or (ii) provisions derived from any other
20 Public Act.