

AMENDED IN ASSEMBLY MARCH 21, 2011

CALIFORNIA LEGISLATURE—2011–12 REGULAR SESSION

ASSEMBLY BILL

No. 657

**Introduced by Assembly Member Gordon
(Coauthor: Assembly Member Buchanan)**

February 16, 2011

An act to amend Sections 1363.5 and 1363.6 of the Civil Code, to amend Sections 1502, 2117, 2204, 2205, 6210, 6810, 8210, 8810, 12570, 12670, 17060, 17651, 17653, and 17654 of the Corporations Code, to amend Section 14101.6 of the Financial Code, and to amend Sections 12186 and 12190 of the Government Code, relating to corporations.

LEGISLATIVE COUNSEL'S DIGEST

AB 657, as amended, Gordon. Corporations: statement of information: Secretary of State.

Existing law requires corporations to register with the Secretary of State and file annual statements of information with specified information. Existing law requires the Secretary of State to annually mail a notice of compliance three months prior to the close of the applicable filing period.

This bill would revise and recast those provisions and would instead allow a corporation to receive the annual renewal notice provided by the Secretary of State by electronic mail. The bill would make conforming changes to the statement of information, including with regard to mailing and street addresses. The bill would also make conforming and other changes to provisions that apply to credit unions and common interest developments, as specified.

Vote: majority. Appropriation: no. Fiscal committee: yes.
State-mandated local program: no.

The people of the State of California do enact as follows:

1 SECTION 1. Section 1363.5 of the Civil Code is amended to
2 read:

3 1363.5. (a) The articles of incorporation of a common interest
4 development association filed with the Secretary of State shall
5 include a statement, which shall be in addition to the statement of
6 purposes of the corporation, that does all of the following:

7 (1) Identifies the corporation as an association formed to manage
8 a common interest development under the Davis-Stirling Common
9 Interest Development Act.

10 (2) States the business or corporate office of the association, if
11 any, and, if the office is not on the site of the common interest
12 development, states the front street and nearest cross street for the
13 physical location of the common interest development.

14 (3) States the name and address of the association’s managing
15 agent, as defined in Section 1363.1, if any.

16 (b) The statement filed by an incorporated association with the
17 Secretary of State pursuant to Section 8210 of the Corporations
18 Code shall also contain a statement identifying the corporation as
19 an association formed to manage a common interest development
20 association under the Davis-Stirling Common Interest Development
21 Act.

22 SEC. 2. Section 1363.6 of the Civil Code is amended to read:

23 1363.6. (a) To assist with the identification of common interest
24 developments, each association, whether incorporated or
25 unincorporated, shall submit to the Secretary of State, on a form
26 and for a fee not to exceed thirty dollars (\$30) that the Secretary
27 of State shall prescribe, the following information concerning the
28 association and the development that it manages:

29 (1) A statement that the association is formed to manage a
30 common interest development under the Davis-Stirling Common
31 Interest Development Act.

32 (2) The name of the association.

33 (3) The street address of the business or corporate office of the
34 association, if any.

35 (4) The street address of the association’s onsite office, if
36 different from the street address of the business or corporate office,
37 or if there is no onsite office, the street address of the responsible
38 officer or managing agent of the association.

- 1 (5) The name, address, and either the daytime telephone number
2 or e-mail address of the president of the association, other than the
3 address, telephone number, or e-mail address of the association's
4 onsite office or managing agent of the association.
- 5 (6) The name, street address, and daytime telephone number of
6 the association's managing agent, if any.
- 7 (7) The county, and if in an incorporated area, the city in which
8 the development is physically located. If the boundaries of the
9 development are physically located in more than one county, each
10 of the counties in which it is located.
- 11 (8) If the development is in an unincorporated area, the city
12 closest in proximity to the development.
- 13 (9) The front street and nearest cross street of the physical
14 location of the development.
- 15 (10) The type of common interest development, as defined in
16 subdivision (c) of Section 1351, managed by the association.
- 17 (11) The number of separate interests, as defined in subdivision
18 (l) of Section 1351, in the development.
- 19 (b) The association shall submit the information required by
20 this section as follows:
- 21 (1) By incorporated associations, within 90 days after the filing
22 of its original articles of incorporation, and thereafter at the time
23 the association files its statement of principal business activity
24 with the Secretary of State pursuant to Section 8210 of the
25 Corporations Code.
- 26 (2) By unincorporated associations, in July of 2003, and in that
27 same month biennially thereafter. Upon changing its status to that
28 of a corporation, the association shall comply with the filing
29 deadlines in paragraph (1).
- 30 (c) The association shall notify the Secretary of State of any
31 change in the street address of the association's onsite office or of
32 the responsible officer or managing agent of the association in the
33 form and for a fee prescribed by the Secretary of State, within 60
34 days of the change.
- 35 (d) On and after January 1, 2006, the penalty for an incorporated
36 association's noncompliance with the initial or biennial filing
37 requirements of this section shall be suspension of the association's
38 rights, privileges, and powers as a corporation and monetary
39 penalties, to the same extent and in the same manner as suspension

1 and monetary penalties imposed pursuant to Section 8810 of the
2 Corporations Code.

3 (e) The statement required by this section may be filed,
4 notwithstanding suspension of the corporate powers, rights, and
5 privileges under this section or under provisions of the Revenue
6 and Taxation Code. Upon the filing of a statement under this
7 section by a corporation that has suffered suspension under this
8 section, the Secretary of State shall certify that fact to the Franchise
9 Tax Board and the corporation may thereupon be relieved from
10 suspension, unless the corporation is held in suspension by the
11 Franchise Tax Board by reason of Section 23301, 23301.5, or
12 23775 of the Revenue and Taxation Code.

13 (f) The Secretary of State shall make the information submitted
14 pursuant to paragraph (5) of subdivision (a) available only for
15 governmental purposes and only to Members of the Legislature
16 and the Business, Transportation and Housing Agency, upon
17 written request. All other information submitted pursuant to this
18 section shall be subject to public inspection pursuant to the
19 California Public Records Act, Chapter 3.5 (commencing with
20 Section 6250) of Division 7 of Title 1 of the Government Code.
21 The information submitted pursuant to this section shall be made
22 available for governmental or public inspection, as the case may
23 be, on or before July 1, 2004, and thereafter.

24 (g) Whenever any form is filed pursuant to this section, it
25 supersedes any previously filed form.

26 (h) The Secretary of State may destroy or otherwise dispose of
27 any form filed pursuant to this section after it has been superseded
28 by the filing of a new form.

29 SEC. 3. Section 1502 of the Corporations Code is amended to
30 read:

31 1502. (a) Every corporation shall file, within 90 days after the
32 filing of its original articles and annually thereafter during the
33 applicable filing period, on a form prescribed by the Secretary of
34 State, a statement containing all of the following:

- 35 (1) The name of the corporation and the Secretary of State's
36 file number.
- 37 (2) The names and complete business or residence addresses of
38 its incumbent directors.
- 39 (3) The number of vacancies on the board, if any.

- 1 (4) The names and complete business or residence addresses of
2 its chief executive officer, secretary, and chief financial officer.
- 3 (5) The street address of its principal executive office.
- 4 (6) The mailing address of the corporation, if different from the
5 street address of its principal executive office.
- 6 (7) If the address of its principal executive office is not in this
7 state, the street address of its principal business office in this state,
8 if any.
- 9 ~~(8) A valid electronic mail address, if available.~~
- 10 ~~(9) If applicable, a statement that~~
- 11 (8) *If the corporation chooses to receive renewal notices and*
12 *any other notifications from the Secretary of State by electronic*
13 *mail instead of by United States mail, the corporation shall include*
14 *a valid electronic mail address for the corporation or for the*
15 *corporation's designee to receive those notices.*
- 16 ~~(10)~~
- 17 (9) A statement of the general type of business that constitutes
18 the principal business activity of the corporation (for example,
19 manufacturer of aircraft; wholesale liquor distributor; or retail
20 department store).
- 21 (b) The statement required by subdivision (a) shall also
22 designate, as the agent of the corporation for the purpose of service
23 of process, a natural person residing in this state or a corporation
24 that has complied with Section 1505 and whose capacity to act as
25 an agent has not terminated. If a natural person is designated, the
26 statement shall set forth that person's complete business or
27 residence street address. If a corporate agent is designated, no
28 address for it shall be set forth.
- 29 (c) If there has been no change in the information in the last
30 filed statement of the corporation on file in the Secretary of State's
31 office, the corporation may, in lieu of filing the statement required
32 by subdivisions (a) and (b), advise the Secretary of State, on a
33 form prescribed by the Secretary of State, that no changes in the
34 required information have occurred during the applicable filing
35 period.
- 36 (d) For the purposes of this section, the applicable filing period
37 for a corporation shall be the calendar month during which its
38 original articles were filed and the immediately preceding five
39 calendar months. The Secretary of State shall provide a notice to
40 each corporation to comply with this section approximately three

1 months prior to the close of the applicable filing period. The notice
2 shall state the due date for compliance and shall be sent to the last
3 address of the corporation according to the records of the Secretary
4 of State or to the last electronic mail address according to the
5 records of the Secretary of the State if the corporation has elected
6 to receive notices from the Secretary of State by electronic mail.
7 The failure of the corporation to receive the notice is not an excuse
8 for failure to comply with this section.

9 (e) Whenever any of the information required by subdivision
10 (a) is changed, the corporation may file a current statement
11 containing all the information required by subdivisions (a) and
12 (b). In order to change its agent for service of process or the address
13 of the agent, the corporation must file a current statement
14 containing all the information required by subdivisions (a) and
15 (b). Whenever any statement is filed pursuant to this section, it
16 supersedes any previously filed statement and the statement in the
17 articles as to the agent for service of process and the address of
18 the agent.

19 (f) The Secretary of State may destroy or otherwise dispose of
20 any statement filed pursuant to this section after it has been
21 superseded by the filing of a new statement.

22 (g) This section shall not be construed to place any person
23 dealing with the corporation on notice of, or under any duty to
24 inquire about, the existence or content of a statement filed pursuant
25 to this section.

26 (h) The statement required by subdivision (a) shall be available
27 and open to the public for inspection. The Secretary of State shall
28 provide access to all information contained in this statement by
29 means of an online database.

30 (i) In addition to any other fees required, a corporation shall
31 pay a five-dollar (\$5) disclosure fee when filing the statement
32 required by subdivision (a). One-half of the fee shall be utilized
33 to further the provisions of this section, including the development
34 and maintenance of the online database required by subdivision
35 (h), and one-half shall be deposited into the Victims of Corporate
36 Fraud Compensation Fund established in Section 1502.5.

37 (j) A corporation shall certify that the information it provides
38 pursuant to subdivisions (a) and (b) is true and correct. No claim
39 may be made against the state for inaccurate information contained
40 in the statements.

1 SEC. 4. Section 2117 of the Corporations Code is amended to
2 read:

3 2117. (a) Every foreign corporation (other than a foreign
4 association) qualified to transact intrastate business shall file,
5 within 90 days after the filing of its original statement and
6 designation of foreign corporation and annually thereafter during
7 the applicable filing period, on a form prescribed by the Secretary
8 of State, a statement containing the following:

9 (1) The name of the corporation as registered in California and
10 the California Secretary of State's file number.

11 (2) The names and complete business or residence addresses of
12 its chief executive officer, secretary, and chief financial officer.

13 (3) The street address of its principal executive office.

14 (4) The mailing address of the corporation, if different from the
15 street address of its principal executive office.

16 (5) The street address of its principal business office in this
17 state, if any.

18 ~~(6) A valid electronic mail address, if available.~~

19 ~~(7) If applicable, a statement that~~

20 ~~(6) If the corporation chooses to receive renewal notices and~~
21 ~~any other notifications from the Secretary of State by electronic~~
22 ~~mail instead of by United States mail, *the corporation shall include*~~
23 ~~*a valid electronic mail address for the corporation or for the*~~
24 ~~*corporation's designee to receive those notices.*~~

25 ~~(8)~~

26 (7) A statement of the general type of business that constitutes
27 the principal business activity of the corporation (for example,
28 manufacturer of aircraft; wholesale liquor distributor; or retail
29 department store).

30 (b) The statement required by subdivision (a) shall also
31 designate, as the agent of the corporation for the purpose of service
32 of process, a natural person residing in this state or a corporation
33 that has complied with Section 1505 and whose capacity to act as
34 the agent has not terminated. If a natural person is designated, the
35 statement shall set forth the person's complete business or
36 residence street address. If a corporate agent is designated, no
37 address for it shall be set forth.

38 (c) The statement required by subdivision (a) shall be available
39 and open to the public for inspection. The Secretary of State shall

1 provide access to all information contained in the statement by
2 means of an online database.

3 (d) In addition to any other fees required, a foreign corporation
4 shall pay a five-dollar (\$5) disclosure fee upon filing the statement
5 required by subdivision (a). One-half of the fee shall be utilized
6 to further the provisions of this section, including the development
7 and maintenance of the online database required by subdivision
8 (d), and one-half shall be deposited into the Victims of Corporate
9 Fraud Compensation Fund established in Section 1502.5.

10 (e) Whenever any of the information required by subdivision
11 (a) is changed, the corporation may file a current statement
12 containing all the information required by subdivisions (a) and
13 (b). In order to change its agent for service of process or the address
14 of the agent, the corporation shall file a current statement
15 containing all the information required by subdivisions (a) and
16 (b). Whenever any statement is filed pursuant to this section, it
17 supersedes any previously filed statement and the statement in the
18 filing pursuant to Section 2105.

19 (f) Subdivisions (c), (d), (f), and (g) of Section 1502 apply to
20 statements filed pursuant to this section, except that “articles” shall
21 mean the filing pursuant to Section 2105, and “corporation” shall
22 mean a foreign corporation.

23 SEC. 5. Section 2204 of the Corporations Code is amended to
24 read:

25 2204. (a) Upon the failure of a corporation to file the statement
26 required by Section 1502, the Secretary of State shall provide a
27 notice of that delinquency to the corporation. The notice shall also
28 contain information concerning the application of this section,
29 advise the corporation of the penalty imposed by Section 19141
30 of the Revenue and Taxation Code for failure to timely file the
31 required statement after notice of the delinquency has been
32 provided by the Secretary of State, and shall advise the corporation
33 of its right to request relief from the Secretary of State because of
34 reasonable cause or unusual circumstances that justify the failure
35 to file. If, within 60 days of providing notice of the delinquency,
36 a statement pursuant to Section 1502 has not been filed by the
37 corporation, the Secretary of State shall certify the name of the
38 corporation to the Franchise Tax Board.

1 (b) Upon certification pursuant to subdivision (a), the Franchise
2 Tax Board shall assess against the corporation the penalty provided
3 in Section 19141 of the Revenue and Taxation Code.

4 (c) The penalty herein provided shall not apply to a corporation
5 that on or prior to the date of certification pursuant to subdivision
6 (a) has dissolved or has been merged into another corporation.

7 (d) The penalty herein provided shall not apply and the Secretary
8 of State need not provide a notice of the delinquency to a
9 corporation if the corporate powers, rights, and privileges have
10 been suspended by the Franchise Tax Board pursuant to Section
11 23301, 23301.5, or 23775 of the Revenue and Taxation Code on
12 or prior to, and remain suspended on, the last day of the filing
13 period pursuant to Section 1502. The Secretary of State need not
14 provide notice of the filing requirement pursuant to Section 1502
15 to a corporation if the corporate powers, rights, and privileges have
16 been so suspended by the Franchise Tax Board on or prior to, and
17 remain suspended on, the day the Secretary of State prepares the
18 notice for sending.

19 (e) If, after certification pursuant to subdivision (a), the Secretary
20 of State finds (1) the required statement was filed before the
21 expiration of the 60-day period after providing notice of the
22 delinquency, or (2) the failure to provide notice of delinquency
23 was due to an error of the Secretary of State, the Secretary of State
24 shall promptly decertify the name of the corporation to the
25 Franchise Tax Board. The Franchise Tax Board shall then promptly
26 abate any penalty assessed against the corporation pursuant to
27 Section 19141 of the Revenue and Taxation Code.

28 (f) If the Secretary of State determines that the failure of a
29 corporation to file the statement required by Section 1502 is
30 excusable because of reasonable cause or unusual circumstances
31 that justify the failure, the Secretary of State may waive the penalty
32 imposed by this section and by Section 19141 of the Revenue and
33 Taxation Code, in which case the Secretary of State shall not certify
34 the name of the corporation to the Franchise Tax Board, or if
35 already certified, the Secretary of State shall promptly decertify
36 the name of the corporation.

37 SEC. 6. Section 2205 of the Corporations Code is amended to
38 read:

39 2205. (a) A corporation that (1) fails to file a statement
40 pursuant to Section 1502 for an applicable filing period, (2) has

1 not filed a statement pursuant to Section 1502 during the preceding
2 24 months, and (3) was certified for penalty pursuant to Section
3 2204 for the same filing period, is subject to suspension pursuant
4 to this section rather than to penalty pursuant to Section 2204.

5 (b) When subdivision (a) is applicable, the Secretary of State
6 shall provide a notice to the corporation informing the corporation
7 that its corporate powers, rights, and privileges will be suspended
8 after 60 days if it fails to file a statement pursuant to Section 1502.

9 (c) After the expiration of the 60-day period without any
10 statement filed pursuant to Section 1502, the Secretary of State
11 shall notify the Franchise Tax Board of the suspension and provide
12 a notice of the suspension to the corporation, and thereupon, the
13 corporate powers, rights, and privileges of the corporation are
14 suspended, except for the purpose of filing an application for
15 exempt status or amending the articles of incorporation as
16 necessary either to perfect that application or to set forth a new
17 name.

18 (d) A statement pursuant to Section 1502 may be filed
19 notwithstanding suspension of the corporate powers, rights, and
20 privileges pursuant to this section or Section 23301, 23301.5, or
21 23775 of the Revenue and Taxation Code. Upon the filing of a
22 statement pursuant to Section 1502 by a corporation that has
23 suffered suspension pursuant to this section, the Secretary of State
24 shall certify that fact to the Franchise Tax Board and the
25 corporation may thereupon be relieved from suspension unless the
26 corporation is held in suspension by the Franchise Tax Board by
27 reason of Section 23301, 23301.5, or 23775 of the Revenue and
28 Taxation Code.

29 SEC. 7. Section 6210 of the Corporations Code is amended to
30 read:

31 6210. (a) Every corporation shall, within 90 days after the
32 filing of its original articles and biennially thereafter during the
33 applicable filing period, file, on a form prescribed by the Secretary
34 of State, a statement containing: (1) the name of the corporation
35 and the Secretary of State's file number; (2) the names and
36 complete business or residence addresses of its chief executive
37 officer, secretary, and chief financial officer; (3) the street address
38 of its principal office in this state, if any; (4) the mailing address
39 of the corporation, if different from the street address of its
40 principal executive office or if the corporation has no principal

1 office address in this state; ~~(5) a valid electronic mail address, if~~
2 ~~available; and (6) if applicable, a statement that the~~ *and (5) if the*
3 corporation chooses to receive renewal notices and any other
4 notifications from the Secretary of State by electronic mail instead
5 of by United States mail, *the corporation shall include a valid*
6 *electronic mail address for the corporation or for the corporation's*
7 *designee to receive those notices.*

8 (b) The statement required by subdivision (a) shall also
9 designate, as the agent of the corporation for the purpose of service
10 of process, a natural person residing in this state or any domestic
11 or foreign or foreign business corporation that has complied with
12 Section 1505 and whose capacity to act as an agent has not
13 terminated. If a natural person is designated, the statement shall
14 set forth the person's complete business or residence street address.
15 If a corporate agent is designated, no address for it shall be set
16 forth.

17 (c) For the purposes of this section, the applicable filing period
18 for a corporation shall be the calendar month during which its
19 original articles were filed and the immediately preceding five
20 calendar months. The Secretary of State shall provide a notice to
21 each corporation to comply with this section approximately three
22 months prior to the close of the applicable filing period. The notice
23 shall state the due date for compliance and shall be sent to the last
24 address of the corporation according to the records of the Secretary
25 of State or to the last electronic mail address according to the
26 records of the Secretary of State if the corporation has elected to
27 receive notices from the Secretary of State by electronic mail.
28 Neither the failure of the Secretary of State to send the notice nor
29 the failure of the corporation to receive it is an excuse for failure
30 to comply with this section.

31 (d) Whenever any of the information required by subdivision
32 (a) is changed, the corporation may file a current statement
33 containing all the information required by subdivisions (a) and
34 (b). In order to change its agent for service of process or the address
35 of the agent, the corporation must file a current statement
36 containing all the information required by subdivisions (a) and
37 (b). Whenever any statement is filed pursuant to this section, it
38 supersedes any previously filed statement and the statement in the
39 articles as to the agent for service of process and the address of
40 the agent.

1 (e) The Secretary of State may destroy or otherwise dispose of
2 any statement filed pursuant to this section after it has been
3 superseded by the filing of a new statement.

4 (f) This section shall not be construed to place any person
5 dealing with the corporation on notice of, or under any duty to
6 inquire about, the existence or content of a statement filed pursuant
7 to this section.

8 SEC. 8. Section 6810 of the Corporations Code is amended to
9 read:

10 6810. (a) Upon the failure of a corporation to file the statement
11 required by Section 6210, the Secretary of State shall provide a
12 notice of that delinquency to the corporation. The notice shall also
13 contain information concerning the application of this section, and
14 advise the corporation of the penalty imposed by Section 19141
15 of the Revenue and Taxation Code for failure to timely file the
16 required statement after notice of delinquency has been provided
17 by the Secretary of State. If, within 60 days after providing the
18 notice of delinquency, a statement pursuant to Section 6210 has
19 not been filed by the corporation, the Secretary of State shall certify
20 the name of the corporation to the Franchise Tax Board.

21 (b) Upon certification pursuant to subdivision (a), the Franchise
22 Tax Board shall assess against the corporation a penalty of fifty
23 dollars (\$50) pursuant to Section 19141 of the Revenue and
24 Taxation Code.

25 (c) The penalty herein provided shall not apply to a corporation
26 that on or prior to the date of certification pursuant to subdivision
27 (a) has dissolved or has been merged into another corporation.

28 (d) The penalty herein provided shall not apply and the Secretary
29 of State need not provide a notice of the delinquency to a
30 corporation the corporate powers, rights, and privileges of which
31 have been suspended by the Franchise Tax Board pursuant to
32 Section 23301, 23301.5, or 23775 of the Revenue and Taxation
33 Code on or prior to, and remain suspended on, the last day of the
34 filing period pursuant to Section 6210. The Secretary of State need
35 not provide notice of the filing requirement pursuant to Section
36 6210 to a corporation the corporate powers, rights, and privileges
37 of which have been so suspended by the Franchise Tax Board on
38 or prior to, and remain suspended on, the day the Secretary of State
39 prepares the notice for sending.

1 (e) If, after certification pursuant to subdivision (a), the Secretary
2 of State finds the required statement was filed before the expiration
3 of the 60-day period after providing notice of the delinquency, the
4 Secretary of State shall promptly decertify the name of the
5 corporation to the Franchise Tax Board. The Franchise Tax Board
6 shall then promptly abate any penalty assessed against the
7 corporation pursuant to Section 19141 of the Revenue and Taxation
8 Code.

9 (f) If the Secretary of State determines that the failure of a
10 corporation to file a statement required by Section 6210 is
11 excusable because of reasonable cause or unusual circumstances
12 that justify the failure, the Secretary of State may waive the penalty
13 imposed by this section and by Section 19141 of the Revenue and
14 Taxation Code, in which case the Secretary of State shall not certify
15 the name of the corporation to the Franchise Tax Board, or if
16 already certified, the Secretary of State shall promptly decertify
17 the name of the corporation.

18 SEC. 9. Section 8210 of the Corporations Code is amended to
19 read:

20 8210. (a) Every corporation shall, within 90 days after the
21 filing of its original articles and biennially thereafter during the
22 applicable filing period, file, on a form prescribed by the Secretary
23 of State, a statement containing: (1) the name of the corporation
24 and the Secretary of State's file number; (2) the names and
25 complete business or residence addresses of its chief executive
26 officer, secretary, and chief financial officer; (3) the street address
27 of its principal office in this state, if any; (4) the mailing address
28 of the corporation, if different from the street address of its
29 principal executive office or if the corporation has no principal
30 office address in this state; ~~(5) a valid electronic mail address, if~~
31 ~~available; and (6) if applicable, a statement that the~~ *and (5) if the*
32 *corporation chooses to receive renewal notices and any other*
33 *notifications from the Secretary of State by electronic mail instead*
34 *of by United States mail, the corporation shall include a valid*
35 *electronic mail address for the corporation or for the corporation's*
36 *designee to receive those notices.*

37 (b) The statement required by subdivision (a) shall also
38 designate, as the agent of the corporation for the purpose of service
39 of process, a natural person residing in this state or any domestic
40 or foreign or foreign business corporation that has complied with

1 Section 1505 and whose capacity to act as an agent has not
2 terminated. If a natural person is designated, the statement shall
3 set forth the person's complete business or residence street address.
4 If a corporate agent is designated, no address for it shall be set
5 forth.

6 (c) For the purposes of this section, the applicable filing period
7 for a corporation shall be the calendar month during which its
8 original articles were filed and the immediately preceding five
9 calendar months. The Secretary of State shall provide a notice to
10 each corporation to comply with this section approximately three
11 months prior to the close of the applicable filing period. The notice
12 shall state the due date for compliance and shall be sent to the last
13 address of the corporation according to the records of the Secretary
14 of State or to the last electronic mail address according to the
15 records of the Secretary of State if the corporation has elected to
16 receive notices from the Secretary of State by electronic mail.
17 Neither the failure of the Secretary of State to send the notice nor
18 the failure of the corporation to receive it is an excuse for failure
19 to comply with this section.

20 (d) Whenever any of the information required by subdivision
21 (a) is changed, the corporation may file a current statement
22 containing all the information required by subdivisions (a) and
23 (b). In order to change its agent for service of process or the address
24 of the agent, the corporation must file a current statement
25 containing all the information required by subdivisions (a) and
26 (b). Whenever any statement is filed pursuant to this section, it
27 supersedes any previously filed statement and the statement in the
28 articles as to the agent for service of process and the address of
29 the agent.

30 (e) The Secretary of State may destroy or otherwise dispose of
31 any statement filed pursuant to this section after it has been
32 superseded by the filing of a new statement.

33 (f) This section shall not be construed to place any person
34 dealing with the corporation on notice of, or under any duty to
35 inquire about, the existence or content of a statement filed pursuant
36 to this section.

37 SEC. 10. Section 8810 of the Corporations Code is amended
38 to read:

39 8810. (a) Upon the failure of a corporation to file the statement
40 required by Section 8210, the Secretary of State shall provide a

1 notice of such delinquency to the corporation. The notice shall
2 also contain information concerning the application of this section,
3 and advise the corporation of the penalty imposed by Section 19141
4 of the Revenue and Taxation Code for failure to timely file the
5 required statement after notice of delinquency has been provided
6 by the Secretary of State. If, within 60 days after providing notice
7 of the delinquency, a statement pursuant to Section 8210 has not
8 been filed by the corporation, the Secretary of State shall certify
9 the name of the corporation to the Franchise Tax Board.

10 (b) Upon certification pursuant to subdivision (a), the Franchise
11 Tax Board shall assess against the corporation a penalty of fifty
12 dollars (\$50) pursuant to Section 19141 of the Revenue and
13 Taxation Code.

14 (c) The penalty herein provided shall not apply to a corporation
15 which on or prior to the date of certification pursuant to subdivision
16 (a) has dissolved or has been merged into another corporation.

17 (d) The penalty herein provided shall not apply and the Secretary
18 of State need not provide a notice of the delinquency to a
19 corporation the corporate powers, rights, and privileges of which
20 have been suspended by the Franchise Tax Board pursuant to
21 Section 23301, 23301.5, or 23775 of the Revenue and Taxation
22 Code on or prior to, and remain suspended on, the last day of the
23 filing period pursuant to Section 8210. The Secretary of State need
24 not provide notice of the filing requirement pursuant to Section
25 8210, to a corporation the corporate powers, rights, and privileges
26 of which have been so suspended by the Franchise Tax Board on
27 or prior to, and remain suspended on, the day the Secretary of State
28 prepares the notice for sending.

29 (e) If, after certification pursuant to subdivision (a) the Secretary
30 of State finds the required statement was filed before the expiration
31 of the 60-day period after mailing of the notice of delinquency,
32 the Secretary of State shall promptly decertify the name of the
33 corporation to the Franchise Tax Board. The Franchise Tax Board
34 shall then promptly abate any penalty assessed against the
35 corporation pursuant to Section 19141 of the Revenue and Taxation
36 Code.

37 (f) If the Secretary of State determines that the failure of a
38 corporation to file a statement required by Section 8210 is
39 excusable because of reasonable cause or unusual circumstances
40 which justify the failure, the Secretary of State may waive the

1 penalty imposed by this section and by Section 19141 of the
2 Revenue and Taxation Code, in which case the Secretary of State
3 shall not certify the name of the corporation to the Franchise Tax
4 Board, or if already certified, the Secretary of State shall promptly
5 decertify the name of the corporation.

6 SEC. 11. Section 12570 of the Corporations Code is amended
7 to read:

8 12570. (a) Every corporation shall, within 90 days after the
9 filing of its original articles and annually thereafter during the
10 applicable filing period in each year, file, on a form prescribed by
11 the Secretary of State, a statement containing: (1) the name of the
12 corporation and the Secretary of State's file number; (2) the names
13 and complete business or residence addresses of its chief executive
14 officer or general manager, secretary, and chief financial officer;
15 (3) the street address of its principal office in this state, if any; (4)
16 the mailing address of the corporation, if different from the street
17 address of its principal office in this state; ~~(5) a valid electronic~~
18 ~~mail address, if available; and (6) if applicable, a statement that~~
19 ~~and (5) if the corporation chooses to receive renewal notices and~~
20 ~~any other notifications from the Secretary of State by electronic~~
21 ~~mail instead of by United States mail, the corporation shall include~~
22 ~~a valid electronic mail address for the corporation or for the~~
23 ~~corporation's designee to receive those notices.~~

24 (b) The statement required by subdivision (a) shall also
25 designate, as the agent of the corporation for the purpose of service
26 of process, a natural person residing in this state or any domestic
27 or foreign corporation which has complied with Section 1505 and
28 whose capacity to act as such agent has not terminated. If a natural
29 person is designated, the statement shall set forth the person's
30 complete business or residence address. If a corporate agent is
31 designated, no address for it shall be set forth.

32 (c) For the purposes of this section, the applicable filing period
33 for a corporation shall be the calendar month during which its
34 original articles were filed and the immediately preceding five
35 calendar months. The Secretary of State shall provide a notice to
36 each corporation to comply with this section approximately three
37 months prior to the close of the applicable filing period. The notice
38 shall state the due date for compliance and shall be sent to the last
39 address of the corporation according to the records of the Secretary
40 of State or to the last electronic mail address according to the

1 records of the Secretary of State if the corporation has elected to
2 receive notices from the Secretary of State by electronic mail.
3 Neither the failure of the Secretary of State to send the notice nor
4 the failure of the corporation to receive it is an excuse for failure
5 to comply with this section.

6 (d) Whenever any of the information required by subdivision
7 (a) is changed, the corporation may file a current statement
8 containing all the information required by subdivisions (a) and
9 (b). In order to change its agent for service of process or the address
10 of the agent, the corporation must file a current statement
11 containing all the information required by subdivisions (a) and
12 (b). Whenever any statement is filed pursuant to this section, it
13 supersedes any previously filed statement and the statement in the
14 articles as to the agent for service of process and the address of
15 the agent.

16 (e) The Secretary of State may destroy or otherwise dispose of
17 any statement filed pursuant to this section after it has been
18 superseded by the filing of a new statement.

19 (f) This section shall not be construed to place any person
20 dealing with the corporation on notice of, or under any duty to
21 inquire about, the existence or content of a statement filed pursuant
22 to this section.

23 SEC. 12. Section 12670 of the Corporations Code is amended
24 to read:

25 12670. (a) Upon the failure of a corporation to file the
26 statement required by Section 12570, the Secretary of State shall
27 provide a notice of that delinquency to the corporation. The notice
28 shall also contain information concerning the application of this
29 section, and shall advise the corporation of the penalty imposed
30 by Section 19141 of the Revenue and Taxation Code for failure
31 to timely file the required statement after notice of delinquency
32 has been provided by the Secretary of State. If, within 60 days
33 after providing notice of the delinquency, a statement pursuant to
34 Section 12570 has not been filed by the corporation, the Secretary
35 of State shall certify the name of the corporation to the Franchise
36 Tax Board.

37 (b) Upon certification pursuant to subdivision (a), the Franchise
38 Tax Board shall assess against the corporation a penalty of fifty
39 dollars (\$50) pursuant to Section 19141 of the Revenue and
40 Taxation Code.

1 (c) The penalty herein provided shall not apply to a corporation
2 which on or prior to the date of certification pursuant to subdivision
3 (a) has dissolved or has been merged into another corporation.

4 (d) The penalty herein provided shall not apply and the Secretary
5 of State need not provide a notice of the delinquency to a
6 corporation the corporate powers, rights, and privileges of which
7 have been suspended by the Franchise Tax Board pursuant to
8 Section 23301, 23301.5, or 23775 of the Revenue and Taxation
9 Code on or prior to, and remain suspended on, the last day of the
10 filing period pursuant to Section 12570. The Secretary of State
11 need not provide notice of the filing requirement pursuant to
12 Section 12570, to a corporation the corporate powers, rights, and
13 privileges of which have been so suspended by the Franchise Tax
14 Board on or prior to, and remain suspended on, the day the
15 Secretary of State prepares the notice for sending.

16 (e) If, after certification pursuant to subdivision (a) the Secretary
17 of State finds the required statement was filed before the expiration
18 of the 60-day period after providing notice of the delinquency, the
19 Secretary of State shall promptly decertify the name of the
20 corporation to the Franchise Tax Board. The Franchise Tax Board
21 shall then promptly abate any penalty assessed against the
22 corporation pursuant to Section 19141 of the Revenue and Taxation
23 Code.

24 (f) If the Secretary of State determines that the failure of a
25 corporation to file a statement required by Section 12570 is
26 excusable because of reasonable cause or unusual circumstances
27 which justify the failure, the Secretary of State may waive the
28 penalty imposed by this section and by Section 19141 of the
29 Revenue and Taxation Code, in which case the Secretary of State
30 shall not certify the name of the corporation to the Franchise Tax
31 Board, or if already certified, the Secretary of State shall promptly
32 decertify the name of the corporation.

33 SEC. 13. Section 17060 of the Corporations Code is amended
34 to read:

35 17060. (a) Every limited liability company and every foreign
36 limited liability company registered to transact intrastate business
37 in this state shall file within 90 days after the filing of its original
38 articles of organization and biennially thereafter during the
39 applicable filing period, on a form prescribed by the Secretary of
40 State, a statement containing:

1 (1) The name of the limited liability company and the Secretary
2 of State's file number and, in the case of a foreign limited liability
3 company, the state under the laws of which it is organized.

4 (2) The name and address of the agent for service of process
5 required to be maintained pursuant to subdivision (b) of Section
6 17057. If a corporate agent is designated, only the name of the
7 agent shall be set forth.

8 (3) The street address of its principal executive office and, in
9 the case of a domestic limited liability company, of the office
10 required to be maintained pursuant to Section 17057.

11 (4) The mailing address of the limited liability company, if
12 different from the street address of its principal executive office.

13 (5) The name and complete business or residence addresses of
14 any manager or managers and the chief executive officer, if any,
15 appointed or elected in accordance with the articles of organization
16 or operating agreement or, if no manager has been so elected or
17 appointed, the name and business or residence address of each
18 member.

19 ~~(6) A valid electronic mail address, if available.~~

20 ~~(7) If applicable, a statement that the corporation~~

21 (6) *If the limited liability company chooses to receive renewal*
22 *notices and any other notifications from the Secretary of State by*
23 *electronic mail instead of by United States mail, the limited liability*
24 *company shall include a valid electronic mail address for the*
25 *limited liability company or for the limited liability company's*
26 *designee to receive those notices.*

27 ~~(8)~~

28 (7) The general type of business that constitutes the principal
29 business activity of the limited liability company (for example,
30 manufacturer of aircraft; wholesale liquor distributor; or retail
31 department store).

32 (b) If there has been no change in the information in the last
33 filed statement of the limited liability company on file in the
34 Secretary of State's office, the limited liability company may, in
35 lieu of filing the statement required by subdivision (a), advise the
36 Secretary of State, on a form prescribed by the Secretary of State,
37 that no changes in the required information have occurred during
38 the applicable filing period.

39 (c) For the purposes of this section, the applicable filing period
40 for a limited liability company shall be the calendar month during

1 which its original articles of organization were filed or, in the case
2 of a foreign limited liability company, the month during which its
3 application for registration was filed, and the immediately
4 preceding five calendar months. The Secretary of State shall
5 provide a notice to each limited liability company to comply with
6 this section approximately three months prior to the close of the
7 applicable filing period. The notice shall state the due date for
8 compliance and shall be sent to the last address of the limited
9 liability company according to the records of the Secretary of State
10 or to the last electronic mail address according to the records of
11 the Secretary of State if the limited liability company has elected
12 to receive notices from the Secretary of State by electronic mail.
13 The failure of the limited liability company to receive the form
14 shall not exempt the limited liability company from complying
15 with this section.

16 (d) Whenever any of the information required by subdivision
17 (a) changes, other than the name and address of the agent for
18 service of process, the limited liability company may file a current
19 statement containing all the information required by subdivision
20 (a). When changing its agent for service of process or when the
21 address of the agent changes, the limited liability company shall
22 file a current statement containing all the information required by
23 subdivision (a). Whenever any statement is filed pursuant to this
24 section changing the name and address of the agent for service of
25 process, that statement supersedes any previously filed statement
26 pursuant to this section, the statement in the original articles of
27 organization, and the statement in any restated articles of
28 organization that have been filed, or in the case of a foreign limited
29 liability company, in the application for registration. Whenever
30 restated articles of organization are filed, the statement therein, if
31 any, of the name and address of the agent for service of process
32 supersedes any previously filed statement pursuant to this section.

33 (e) The Secretary of State may destroy or otherwise dispose of
34 any statement filed pursuant to this section after it has been
35 superseded by the filing of a new statement.

36 (f) This section shall not be construed to place any person
37 dealing with the limited liability company on notice of, or under
38 any duty to inquire about, the existence or content of a statement
39 filed pursuant to this section.

1 SEC. 14. Section 17651 of the Corporations Code is amended
2 to read:

3 17651. (a) Every limited liability company that neglects, fails,
4 or refuses to keep or cause to be kept or maintained the documents,
5 books, and records required by Section 17058 to be kept or
6 maintained shall be subject to a penalty of twenty-five dollars
7 (\$25) for each day that the failure or refusal continues, beginning
8 30 days after receipt of written request by any member that the
9 duty be performed, up to a maximum of one thousand five hundred
10 dollars (\$1,500). The penalty shall be paid to the member or
11 members jointly making the request for performance of the duty
12 and damaged by the neglect, failure, or refusal, if suit therefor is
13 commenced within 90 days after the written request is made; but
14 the maximum daily penalty because of failure to comply with any
15 number of separate requests made on any one day or for the same
16 act shall be two hundred fifty dollars (\$250).

17 (b) Upon the failure of a limited liability company, or a foreign
18 limited liability company registered to transact intrastate business
19 in this state, to file the statement required by Section 17060, the
20 Secretary of State shall provide a notice of that delinquency to the
21 limited liability company or foreign limited liability company. The
22 notice shall also contain information concerning the application
23 of this section, advise the limited liability company or foreign
24 limited liability company of the penalty imposed by this
25 subdivision for failure to timely file the required statement after
26 notice of delinquency has been provided by the Secretary of State,
27 and shall advise the limited liability company or foreign limited
28 liability company of its right to request relief from the Secretary
29 of State because of reasonable cause or unusual circumstances that
30 justify the failure to file. If, within 60 days after providing notice
31 of the delinquency, a statement pursuant to Section 17060 has not
32 been filed by the limited liability company or foreign limited
33 liability company, the limited liability company or foreign limited
34 liability company shall be subject to a penalty of two hundred fifty
35 dollars (\$250).

36 SEC. 15. Section 17653 of the Corporations Code is amended
37 to read:

38 17653. (a) Upon the failure of a limited liability company to
39 file the statement required by Section 17060, the Secretary of State
40 shall provide a notice of the delinquency to the limited liability

1 company. The notice shall also contain information concerning
2 the application of this section, advise the limited liability company
3 of the penalty imposed by Section 19141 of the Revenue and
4 Taxation Code for failure to timely file the required statement after
5 notice of the delinquency has been provided by the Secretary of
6 State, and shall advise the limited liability company of its right to
7 request relief from the Secretary of State because of reasonable
8 cause or unusual circumstances that justify such failure to file. If,
9 within 60 days after providing notice of the delinquency, a
10 statement pursuant to Section 17060 has not been filed by the
11 limited liability company, the Secretary of State shall certify the
12 name of the limited liability company to the Franchise Tax Board.

13 (b) Upon certification pursuant to subdivision (a), the Franchise
14 Tax Board shall assess against the limited liability company the
15 penalty provided in Section 19141 of the Revenue and Taxation
16 Code.

17 (c) The penalty provided by Section 19141 shall not apply to a
18 limited liability company that on or prior to the date of certification
19 pursuant to subdivision (a) has dissolved or has been merged into
20 another limited liability company or other business entity.

21 (d) The penalty herein provided shall not apply and the Secretary
22 of State need not provide notice of the delinquency to a limited
23 liability company the powers, rights, and privileges of which have
24 been suspended by the Franchise Tax Board pursuant to Section
25 23301, 23301.5 or 23775 of the Revenue and Taxation Code on
26 or prior to, and remain suspended on, the last day of the filing
27 period pursuant to Section 17060. The Secretary of State need not
28 provide notice of the filing requirement pursuant to Section 17060
29 to a limited liability company the powers, rights, and privileges
30 of which have been so suspended by the Franchise Tax Board on
31 or prior to, and remain suspended on, the day the Secretary of State
32 prepares the notice for sending.

33 (e) If, after certification pursuant to subdivision (a) the Secretary
34 of State finds (1) the required statement was filed or the required
35 fee was paid before the expiration of the 60-day period after
36 providing notice of the delinquency, or (2) the failure to provide
37 notice of delinquency was due to an error of the Secretary of State,
38 the Secretary of State shall promptly decertify the name of the
39 limited liability company to the Franchise Tax Board. The
40 Franchise Tax Board shall then promptly abate any penalty

1 assessed against the limited liability company pursuant to Section
2 19141 of the Revenue and Taxation Code.

3 (f) If the Secretary of State determines that the failure of a
4 limited liability company to file the statement required by Section
5 17060 is excusable because of reasonable cause or unusual
6 circumstances that justify such failure, the Secretary of State may
7 waive the penalty imposed by this section and by Section 19141
8 of the Revenue and Taxation Code, in which case the Secretary
9 of State shall not certify the name of the limited liability company
10 to the Franchise Tax Board, or if already certified, the Secretary
11 of State shall promptly decertify the name of the limited liability
12 company.

13 SEC. 16. Section 17654 of the Corporations Code is amended
14 to read:

15 17654. (a) A limited liability company that (1) fails to file a
16 statement pursuant to Section 17060 for an applicable filing period,
17 (2) has not filed a statement pursuant to Section 17060 during the
18 preceding 24 months, and (3) was certified for penalty pursuant
19 to Section 17653 for the same filing period, shall be subject to
20 suspension pursuant to this section rather than to penalty pursuant
21 to Section 17653.

22 (b) When subdivision (a) is applicable, the Secretary of State
23 shall notify the limited liability company that its powers, rights,
24 and privileges will be suspended after 60 days if it fails to file a
25 statement pursuant to Section 17060.

26 (c) After the expiration of the 60-day period without any
27 statement filed pursuant to Section 17060, the Secretary of State
28 shall notify the Franchise Tax Board of the suspension, and mail
29 a notice of the suspension to the limited liability company and
30 thereupon, except for the purpose of amending the articles of
31 organization to set forth a new name, the powers, rights, and
32 privileges of the limited liability company are suspended.

33 (d) A statement pursuant to Section 17060 may be filed
34 notwithstanding suspension of the powers, rights, and privileges
35 pursuant to this section or Section 23301 or 23301.5 of the Revenue
36 and Taxation Code. Upon the filing of a statement pursuant to
37 Section 17060 by a limited liability company that has suffered
38 suspension pursuant to this section, the Secretary of State shall
39 certify that fact to the Franchise Tax Board and the limited liability
40 company may thereupon be relieved from suspension unless the

1 limited liability company is held in suspension by the Franchise
2 Tax Board by reason of Section 23301 or 23301.5 of the Revenue
3 and Taxation Code.

4 SEC. 17. Section 14101.6 of the Financial Code is amended
5 to read:

6 14101.6. (a) Every credit union shall, within 90 days after the
7 filing of its original articles and annually thereafter during the
8 applicable filing period in each year, file, in a form prescribed by
9 the Secretary of State, a statement containing: (1) the name of the
10 credit union and the Secretary of State's file number; (2) the names
11 and complete business or residence addresses of its chief executive
12 officers, secretary and chief financial officer; (3) the street address
13 of its principal office, if any; ~~(4) a valid electronic mail address,~~
14 ~~if available;~~ (5) if applicable, a statement that the credit *(4) if the*
15 *credit* union chooses to receive renewal notices and any other
16 notifications from the Secretary of State by electronic mail instead
17 of by United States mail; ~~and (6), the credit union shall include a~~
18 ~~valid electronic mail address for the credit union or for the credit~~
19 ~~union's designee to receive those notices; and (5) the mailing~~
20 address of the credit union, if different from the street address of
21 its principal office.

22 (b) The statement required by subdivision (a) shall also
23 designate, as the agent of the credit union for the purpose of service
24 of process, a natural person residing in this state or any domestic
25 or foreign business corporation that has complied with Section
26 1505 of the Corporations Code and whose capacity to act as an
27 agent has not terminated. If a natural person is designated, the
28 statement shall set forth that person's complete business or
29 residence street address. If a corporate agent is designated, no
30 address for it shall be set forth.

31 (c) For the purposes of this section, the applicable filing period
32 for a credit union shall be the calendar month during which its
33 original articles were filed and the immediately preceding five
34 calendar months. The Secretary of State shall provide a notice to
35 each credit union to comply with this section approximately three
36 months prior to the close of the applicable filing period. The notice
37 shall state the due date for compliance and shall be sent to the last
38 address of the credit union according to the records of the Secretary
39 of State if the credit union has elected to receive notices from the
40 Secretary of State by electronic mail. Neither the failure of the

1 Secretary of State to provide the notice nor the failure of the credit
2 union to receive it is an excuse for failure to comply with this
3 section.

4 (d) Whenever any of the information required by subdivision
5 (a) is changed, the credit union may file a current statement
6 containing all the information required thereby. In order to change
7 its agent for service of process or the address of the agent, the
8 corporation must file a current statement containing all the
9 information required by subdivisions (a) and (b). Whenever any
10 statement is filed pursuant to this section, it supersedes any
11 previously filed statement and the statement in the articles as to
12 the agent for service of process and the address of the agent.

13 (e) An agent designated for service of process pursuant to
14 subdivision (b) may file a signed and acknowledged written
15 statement of resignation as such agent. Thereupon the authority
16 of the agent to act in such capacity shall cease and the Secretary
17 of State forthwith shall notify the credit union of the filing of the
18 statement of resignation.

19 (f) If a natural person who has been designated agent for service
20 of process pursuant to subdivision (b) dies or resigns or no longer
21 resides in the state, or if the corporate agent for such purpose
22 resigns, dissolves, withdraws from the state, forfeits its right to
23 transact intrastate business, has its corporate rights, powers, and
24 privileges suspended or ceases to exist, the credit union shall
25 forthwith file a new statement designating a new agent conforming
26 to the requirements of subdivision (a).

27 (g) Under regulations adopted by the Secretary of State, the
28 resignation of an agency may be effective if the agent disclaims
29 having been properly appointed as the agent.

30 (h) The Secretary of State may destroy or otherwise dispose of
31 any statement filed pursuant to this section after it has been
32 superseded by the filing of a new statement.

33 (i) This section shall not be construed to place any person
34 dealing with the credit union on notice of or in any duty to inquire
35 about the existence or content of the statement filed pursuant to
36 this section.

37 SEC. 18. Section 12186 of the Government Code is amended
38 to read:

39 12186. The fees for corporate filings are the following:

- 1 (a) Issuing a certificate of reservation of corporate name: Ten
2 dollars (\$10).
- 3 (b) Registering a corporate name for the calendar year pursuant
4 to Section 2101 of the Corporations Code: Fifty dollars (\$50).
- 5 (c) Filing articles of incorporation providing for shares: One
6 hundred dollars (\$100).
- 7 (d) Filing articles of incorporation not providing for shares:
8 Thirty dollars (\$30).
- 9 (e) Filing the statement and designation upon the qualification
10 of a foreign, nonprofit, nonstock corporation, and of a foreign
11 corporation organized for educational, religious, scientific, or
12 charitable purposes, and not issuing shares: Thirty dollars (\$30).
- 13 (f) Filing the statement and designation upon the qualification
14 of any other foreign corporation not provided for in subdivision
15 (e): One hundred dollars (\$100).
- 16 (g) Filing the statement of information for every corporation
17 pursuant to Sections 1502, 6210, 8210, 9660, and 12570 of the
18 Corporations Code and Section 14101.6 of the Financial Code:
19 Twenty dollars (\$20).
- 20 (h) Filing the statement of information for every foreign
21 corporation (other than a foreign association) qualified to transact
22 intrastate business pursuant to Section 2117 of the Corporations
23 Code: Twenty dollars (\$20).
- 24 (i) Filing changes to any statement of information subject to
25 subdivisions (g) and (h): No fee.
- 26 (j) Filing the statement pursuant to Section 1502.1 or 2117.1 of
27 the Corporations Code: No fee.
- 28 (k) Filing for the merger of one corporation solely with one or
29 more other corporations: One hundred dollars (\$100).
- 30 (l) Filing for the merger of one or more corporations with one
31 or more other types of business entities: One hundred fifty dollars
32 (\$150).
- 33 (m) Filing a certificate of amendment changing the status of a
34 nonprofit corporation into a stock corporation: Seventy dollars
35 (\$70).
- 36 (n) Filing a certificate of election to dissolve a corporation, a
37 certificate of dissolution of a corporation, or a certificate of
38 surrender, or of change of address: No fee.

- 1 (o) Filing a statement of address by a foreign lending institution
2 on or before June 30 of each year pursuant to Section 2104 of the
3 Corporations Code: Fifty dollars (\$50).
- 4 (p) Filing any other instrument by or on behalf of a corporation,
5 unless another fee is specified by law: Thirty dollars (\$30).
- 6 SEC. 19. Section 12190 of the Government Code is amended
7 to read:
8 12190. The limited liability company filing fees are the
9 following:
- 10 (a) Issuing a certificate of reservation of limited liability
11 company name: Ten dollars (\$10).
- 12 (b) Filing articles of organization of a limited liability company:
13 Seventy dollars (\$70).
- 14 (c) Filing an application for registration as a foreign limited
15 liability company: Seventy dollars (\$70).
- 16 (d) Filing a certificate of amendment to the articles of
17 organization of a limited liability company: Thirty dollars (\$30).
- 18 (e) Filing restated articles of organization of a limited liability
19 company: Thirty dollars (\$30).
- 20 (f) Filing an amendment to the application for registration as a
21 foreign limited liability company: Thirty dollars (\$30).
- 22 (g) Filing a certificate of correction for a limited liability
23 company: Thirty dollars (\$30).
- 24 (h) Filing a certificate of continuation for a limited liability
25 company after a certificate of dissolution has been filed: Thirty
26 dollars (\$30).
- 27 (i) Filing a certificate of merger for a merger of a limited liability
28 company with one or more other limited liability companies:
29 Seventy dollars (\$70).
- 30 (j) Filing a certificate of merger for a merger of one or more
31 limited liability companies with one or more other business entities:
32 One hundred fifty dollars (\$150).
- 33 (k) Filing the statement of information of a limited liability
34 company or of a foreign limited liability company pursuant to
35 Section 17060 of the Corporations Code: Twenty dollars (\$20).
- 36 (l) Filing changes to any statement of information: No fee.
- 37 (m) Filing a certificate of dissolution or a certificate of
38 cancellation of articles of organization for purposes of the
39 dissolution of a limited liability company: No fee.

1 (n) Filing a certificate of cancellation for purposes of the
2 cancellation of registration of a foreign limited liability company:
3 No fee.

4 (o) Filing any instrument by or on behalf of a limited liability
5 company, unless another fee is specified by law or the law specifies
6 that no fee is to be charged: Thirty dollars (\$30).

7
8 _____

9 **CORRECTIONS:**

10 **Text—Page 16.**

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