

PCS for HB 1149

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1 A bill to be entitled
 2 An act relating to business entity filing fees;
 3 amending ss. 607.0122, 608.452, 617.0122, 620.1109,
 4 F.S.; combining certain individual fees into one
 5 initial filing fee, revising fees, and requiring the
 6 imposition of a late charge under certain
 7 circumstances for a corporation for profit, a limited
 8 liability company, a corporation not for profit, a
 9 domestic limited partnership, and a foreign limited
 10 partnership, respectively; amending s. 620.81055,
 11 F.S.; revising fees and requiring the imposition of a
 12 late charge under certain circumstances for a limited
 13 liability partnership; repealing s. 607.193, F.S.,
 14 relating to supplemental corporate fees; providing an
 15 effective date.

17 Be It Enacted by the Legislature of the State of Florida:

19 Section 1. Section 607.0122, Florida Statutes, is amended
 20 to read:

21 607.0122 Fees for filing documents and issuing
 22 certificates.—The Department of State shall collect the
 23 following fees when the documents described in this section are
 24 delivered to the department for filing:

25 (1) Initial filing, \$70, including:

26 (a) Articles of incorporation or application for
 27 certificate of authority to transact business in this state by a
 28 foreign corporation, and

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- 29 | (b) Designation of and acceptance by registered agent: ~~+~~
- 30 | ~~\$35.~~
- 31 | (2) Application for registered name: \$35 ~~\$87.50.~~
- 32 | (3) Application for renewal of registered name: \$35
- 33 | ~~\$87.50.~~
- 34 | (4) Corporation's statement of change of registered agent
- 35 | or registered office or both if not included on the annual
- 36 | report: \$35.
- 37 | ~~(5) Designation of and acceptance by registered agent:~~
- 38 | ~~\$35.~~
- 39 | (5)~~(6)~~ Agent's statement of resignation from active
- 40 | corporation: \$85 ~~\$87.50.~~
- 41 | (6)~~(7)~~ Agent's statement of resignation from an inactive
- 42 | corporation: \$35.
- 43 | (7)~~(8)~~ Amendment of articles of incorporation: \$35.
- 44 | (8)~~(9)~~ Restatement of articles of incorporation with
- 45 | amendment of articles: \$35.
- 46 | (9)~~(10)~~ Articles of merger or share exchange for each
- 47 | party thereto: \$35.
- 48 | (10)~~(11)~~ Articles of dissolution: \$35.
- 49 | (11)~~(12)~~ Articles of revocation of dissolution: \$35.
- 50 | (12)~~(13)~~ Application for reinstatement following
- 51 | administrative dissolution: \$400 ~~\$600.~~
- 52 | ~~(14) Application for certificate of authority to transact~~
- 53 | ~~business in this state by a foreign corporation: \$35.~~
- 54 | (13)~~(15)~~ Application for amended certificate of authority:
- 55 | \$35.
- 56 | (14)~~(16)~~ Application for certificate of withdrawal by a

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57 foreign corporation: \$35.
 58 ~~(15)-(17)~~ Annual report: \$150 ~~\$61.25~~.
 59 ~~(16)-(18)~~ Articles of correction: \$35.
 60 ~~(17)-(19)~~ Application for certificate of status: \$8.75.
 61 ~~(18)-(20)~~ Certificate of domestication of a foreign
 62 corporation: \$50.
 63 ~~(19)-(21)~~ Certified copy of document: \$8.75 ~~\$52.50~~.
 64 ~~(20)-(22)~~ Serving as agent for substitute service of
 65 process: \$35 ~~\$87.50~~.
 66 ~~(23)~~ ~~Supplemental corporate fee: \$88.75.~~
 67 ~~(21)-(24)~~ Any other document required or permitted to be
 68 filed by this act: \$35.
 69 (22) A late charge of \$400 if the annual report fee is
 70 remitted after May 1 except in circumstances in which a business
 71 entity was administratively dissolved or its certificate of
 72 authority was revoked due to its failure to file an annual
 73 report and the entity subsequently applied for reinstatement and
 74 paid the applicable reinstatement fee.
 75 Section 2. Section 607.193, Florida Statutes, is repealed.
 76 Section 3. Section 608.452, Florida Statutes, is amended
 77 to read:
 78 608.452 Fees of the Department of State.—The fees of the
 79 Department of State under this chapter are as follows:
 80 (1) For furnishing a certified copy, \$8.75 ~~\$30~~.
 81 (2) For initial filing, \$70, including:
 82 (a) Original articles of organization or a foreign limited
 83 liability company's application for a certificate of authority
 84 to transact business, and

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- 85 (b) A certificate designating a registered agent.
- 86 (3)~~(2)~~ For filing ~~original articles of organization,~~
- 87 articles of revocation of dissolution, \$35 ~~or a foreign limited~~
- 88 ~~liability company's application for a certificate of authority~~
- 89 ~~to transact business, \$100.~~
- 90 (4)~~(3)~~ For filing a certificate of merger of limited
- 91 liability companies or other business entities, \$35 ~~\$25~~ per
- 92 constituent party to the merger, unless a specific fee is
- 93 required for a party in other applicable law.
- 94 (5)~~(4)~~ For filing an annual report, \$150 ~~\$50~~.
- 95 (6)~~(5)~~ For filing an application for reinstatement after
- 96 an administrative or judicial dissolution or a revocation of
- 97 authority to transact business, \$400 ~~\$100~~.
- 98 (7)~~(6)~~ For filing a certificate ~~designating a registered~~
- 99 ~~agent or~~ changing a registered agent, \$35 ~~\$25~~.
- 100 (8)~~(7)~~ For filing a registered agent's statement of
- 101 resignation from an active limited liability company, \$85.
- 102 (9)~~(8)~~ For filing a registered agent's statement of
- 103 resignation from a dissolved limited liability company, \$35 ~~\$25~~.
- 104 (10)~~(9)~~ For filing a certificate of conversion of a
- 105 limited liability company, \$35 ~~\$25~~.
- 106 (11)~~(10)~~ For filing any other limited liability company
- 107 document, \$35 ~~\$25~~.
- 108 (12)~~(11)~~ For furnishing a certificate of status, \$8.75 ~~\$5~~.
- 109 (13) A late charge of \$400 if the annual report fee is
- 110 remitted after May 1 except in circumstances in which a business
- 111 entity was administratively dissolved or its certificate of
- 112 authority was revoked due to its failure to file an annual

113 report and the entity subsequently applied for reinstatement and
 114 paid the applicable reinstatement fee.

115 Section 4. Section 617.0122, Florida Statutes, is amended
 116 to read:

117 617.0122 Fees for filing documents and issuing
 118 certificates.—The Department of State shall collect the
 119 following fees on documents delivered to the department for
 120 filing:

121 (1) Initial filing, \$70, including:

122 (a) Articles of incorporation or application for
 123 certificate of authority to transact business in this state by a
 124 foreign corporation, and

125 (b) Designation of and acceptance by registered agent÷
 126 \$35.

127 (2) Application for registered name: \$35 ~~\$87.50~~.

128 (3) Application for renewal of registered name: \$35
 129 ~~\$87.50~~.

130 (4) Corporation's statement of change of registered agent
 131 or registered office or both if not included on the annual
 132 report: \$35.

133 ~~(5) Designation of and acceptance by registered agent:~~
 134 ~~\$35.~~

135 ~~(5)~~(6) Agent's statement of resignation from active
 136 corporation: \$85 ~~\$87.50~~.

137 ~~(6)~~(7) Agent's statement of resignation from inactive
 138 corporation: \$35.

139 ~~(7)~~(8) Amendment of articles of incorporation: \$35.

140 ~~(8)~~(9) Restatement of articles of incorporation with

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141 amendment of articles: \$35.
 142 ~~(9)-(10)~~ Articles of merger for each party thereto: \$35.
 143 ~~(10)-(11)~~ Articles of dissolution: \$35.
 144 ~~(11)-(12)~~ Articles of revocation of dissolution: \$35.
 145 ~~(12)-(13)~~ Application for reinstatement following
 146 administrative dissolution: \$400 ~~\$175~~.
 147 ~~(14)~~ ~~Application for certificate of authority to transact~~
 148 ~~business in this state by a foreign corporation: \$35.~~
 149 ~~(13)-(15)~~ Application for amended certificate of authority:
 150 \$35.
 151 ~~(14)-(16)~~ Application for certificate of withdrawal by a
 152 foreign corporation: \$35.
 153 ~~(15)-(17)~~ Annual report: \$150 ~~\$61.25~~.
 154 ~~(16)-(18)~~ Articles of correction: \$35.
 155 ~~(17)-(19)~~ Application for certificate of status: \$8.75.
 156 ~~(18)-(20)~~ Certified copy of document: \$8.75 ~~\$52.50~~.
 157 ~~(19)-(21)~~ Serving as agent for substitute service of
 158 process: \$35 ~~\$87.50~~.
 159 ~~(20)-(22)~~ Certificate of conversion of a limited
 160 agricultural association to a domestic corporation: \$35.
 161 ~~(21)-(23)~~ Any other document required or permitted to be
 162 filed by this chapter: \$35.
 163 (22) A late charge of \$400 if the annual report fee is
 164 remitted after May 1 except in circumstances in which a business
 165 entity was administratively dissolved or its certificate of
 166 authority was revoked due to its failure to file an annual
 167 report and the entity subsequently applied for reinstatement and
 168 paid the applicable reinstatement fee.

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 170 Any citizen support organization that is required by rule of the
 171 Department of Environmental Protection to be formed as a
 172 nonprofit organization and is under contract with the department
 173 is exempt from any fees required for incorporation as a
 174 nonprofit organization, and the Secretary of State may not
 175 assess any such fees if the citizen support organization is
 176 certified by the Department of Environmental Protection to the
 177 Secretary of State as being under contract with the Department
 178 of Environmental Protection.

179 Section 5. Section 620.1109, Florida Statutes, is amended
 180 to read:

181 620.1109 Department of State; fees. ~~In addition to the~~
 182 ~~supplemental corporate fee of \$88.75 imposed pursuant to s.~~
 183 ~~607.193,~~ The fees of the Department of State under this act are
 184 as follows:

185 (1) For furnishing a certified copy, \$8.75 ~~\$52.50~~ for the
 186 first 15 pages plus ~~\$1.00~~ for each additional page.

187 (2) For initial filing, \$70, including:

188 (a) An original certificate of limited partnership or an
 189 original application for registration as a foreign limited
 190 partnership, and

191 (b) Designating a registered agent, \$965.

192 ~~(3) For filing an original application for registration as~~
 193 ~~a foreign limited partnership, \$965.~~

194 ~~(3)-(4)~~ For filing certificate of conversion, \$35 ~~\$52.50~~.

195 ~~(4)-(5)~~ For filing certificate of merger, \$35 ~~\$52.50~~ for
 196 each party thereto.

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197 (5)~~(6)~~ For filing a reinstatement, \$400 ~~\$500~~ for each
 198 ~~calendar year or part thereof the limited partnership was~~
 199 ~~administratively dissolved or foreign limited partnership was~~
 200 ~~revoked in the records of the Department of State.~~

201 (6)~~(7)~~ For filing an annual report, \$150 ~~\$411.25~~.

202 (7)~~(8)~~ For filing a certificate:

203 ~~(a) Designating a registered agent, \$35;~~

204 (a)~~(b)~~ Changing a registered agent or registered office
 205 address, \$35;

206 (b)~~(c)~~ Resigning as a registered agent from an active
 207 limited partnership, \$85 ~~\$87.50; or~~

208 (c) Resigning as a registered agent from an inactive
 209 limited partnership, \$35; or

210 (d) Of amendment or restatement of the certificate of
 211 limited partnership, \$35. ~~\$52.50;~~

212 (8)~~(9)~~ For filing a statement of termination, \$35 ~~\$52.50~~.

213 (9)~~(10)~~ For filing a notice of cancellation for foreign
 214 limited partnership, \$35 ~~\$52.50~~.

215 (10)~~(11)~~ For furnishing a certificate of status or
 216 authorization, \$8.75.

217 (11)~~(12)~~ For filing a certificate of dissolution, \$35
 218 ~~\$52.50~~.

219 (12)~~(13)~~ For filing a certificate of revocation of
 220 dissolution, \$35 ~~\$52.50~~.

221 (13)~~(14)~~ For filing any other domestic or foreign limited
 222 partnership document, \$35 ~~\$52.50~~.

223 (14) A late charge of \$400 if the annual report fee is
 224 remitted after May 1 except in circumstances in which a business

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225 entity was administratively dissolved or its certificate of
 226 authority was revoked due to its failure to file an annual
 227 report and the entity subsequently applied for reinstatement and
 228 paid the applicable reinstatement fee.

229 Section 6. Subsection (1) of section 620.81055, Florida
 230 Statutes, is amended to read:

231 620.81055 Fees for filing documents and issuing
 232 certificates; powers of the Department of State.—

233 (1) The Department of State shall collect the following
 234 fees when documents authorized by this act are delivered to the
 235 Department of State for filing:

- 236 (a) Partnership registration statement: \$70 ~~\$50~~.
- 237 (b) Statement of partnership authority: \$35 ~~\$25~~.
- 238 (c) Statement of denial: \$35 ~~\$25~~.
- 239 (d) Statement of dissociation: \$35 ~~\$25~~.
- 240 (e) Statement of dissolution: \$35 ~~\$25~~.
- 241 (f) Statement of qualification: \$35 ~~\$25~~.
- 242 (g) Statement of foreign qualification: \$35 ~~\$25~~.
- 243 (h) Limited liability partnership annual report: \$150 ~~\$25~~.
- 244 (i) Certificate of merger for each party thereto: \$35 ~~\$25~~.
- 245 (j) Amendment to any statement or registration: \$35 ~~\$25~~.
- 246 (k) Cancellation of any statement or registration: \$35
 247 ~~\$25~~.
- 248 (l) Certified copy of any recording or part thereof: \$8.75
 249 ~~\$52.50~~.
- 250 (m) Certificate of status: \$8.75.
- 251 (n) Certificate of conversion: \$35 ~~\$25~~.
- 252 (o) Any other document required or permitted to be filed

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253 | by this act: \$35 ~~\$25~~.

254 | (p) A late charge of \$400 if the annual report fee is
 255 | remitted after May 1 except in circumstances in which a limited
 256 | liability partnership's statement of qualification was revoked
 257 | due to its failure to file an annual report and the entity
 258 | subsequently applied for reinstatement and paid the applicable
 259 | reinstatement fee.

260 | Section 7. This act shall take effect July 1, 2014.