

SENATE BILL 726

C1

9lr2037

By: **Senators Madaleno, Frosh, Pinsky, Raskin, and Rosapepe**

Introduced and read first time: February 6, 2009

Assigned to: Judicial Proceedings

A BILL ENTITLED

1 AN ACT concerning

2 **Corporations and Associations – Address and Principal Office – Definitions**

3 FOR the purpose of altering the definition of “address” for business entities; requiring
4 entities to specify a certain location in the address; altering the definition of
5 “principal office” to include a certain “address”; altering the scope of the
6 definition of “principal office” to include all entities; and generally relating to
7 the definitions of “address” and “principal office” used by entities.

8 BY repealing and reenacting, with amendments,
9 Article – Corporations and Associations
10 Section 1–101(b) and (r)
11 Annotated Code of Maryland
12 (2007 Replacement Volume and 2008 Supplement)

13 SECTION 1. BE IT ENACTED BY THE GENERAL ASSEMBLY OF
14 MARYLAND, That the Laws of Maryland read as follows:

15 **Article – Corporations and Associations**

16 1–101.

17 (b) “Address” means [the post office address, and includes] **A SINGLE**
18 **PHYSICAL LOCATION, INCLUDING A** street and number, [if any,] county or
19 municipal area, and state and, if outside the United States, country, **WHERE AN**
20 **ENTITY REGULARLY CONDUCTS BUSINESS AND AT WHICH THE ENTITY, OR AN**
21 **EMPLOYEE OF THE ENTITY, IS PHYSICALLY PRESENT.**

22 (r) “Principal office” means:

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW.

[Brackets] indicate matter deleted from existing law.



1 (1) The [place] **ADDRESS** in this State filed or recorded with the
2 Department as the principal office of [a corporation or domestic limited partnership]
3 **AN ENTITY**; or

4 (2) If there is no principal office designated, the main office of the
5 [corporation or domestic limited partnership] **ENTITY** in this State for the transaction
6 of business.

7 SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall take effect
8 October 1, 2009.