

May 26, 2017

The Honorable Thomas V. Mike Miller, Jr.
President of the Senate
H-107 State House
Annapolis, MD 21401

Dear Mr. President:

In accordance with Article II, Section 17 of the Maryland Constitution, I have vetoed Senate Bill 481 – *Corporations – Maryland General Corporation Law – Miscellaneous Provisions*.

This bill provides that certain individuals, under specific circumstances, are deemed to have consented to the appointment of the resident agent of a Maryland corporation or a Maryland real estate investment trust or, if there is no resident agent, the State Department of Assessments and Taxation, as an agent on which service of process may be made in certain actions or proceedings.

This bill also requires the Department to collect an additional fee for processing a certified list of specified charter documents or certificates of business entities on an expedited basis, and alters various other provisions of the Corporations and Associations Article concerning the execution of documents, the certification of beneficial owners of stock, the forfeiture of a corporate charter, the consolidation or conversion of a nonstock corporation, and resident agents of corporations, limited partnerships, and statutory trusts. In addition, this bill establishes jurisdictional rules for adjudicating internal corporate claims and prohibits a Maryland corporation with capital stock from imposing liability on a stockholder under certain circumstances.

House Bill 744, which was passed by the General Assembly and signed by me, accomplishes the same purpose. Therefore, it is not necessary for me to sign Senate Bill 481.

Sincerely,

Lawrence J. Hogan, Jr.
Governor