

SENATE BILL 942

C1

1r3045
CF HB 647

By: **Senator Peters**

Introduced and read first time: February 12, 2021

Assigned to: Rules

A BILL ENTITLED

1 AN ACT concerning

2 **Corporations and Associations – Fees for Processing Articles of Dissolution,**
3 **Certificates of Cancellation, and Other Documents – Repeal**

4 FOR the purpose of repealing certain fees charged by the State Department of Assessments
5 and Taxation for processing articles of dissolution, certificates of cancellation, and
6 certain other documents filed by certain business entities with the Department; and
7 generally relating to fees charged to business entities by the State Department of
8 Assessments and Taxation.

9 BY repealing and reenacting, without amendments,
10 Article – Corporations and Associations
11 Section 1–203(a)
12 Annotated Code of Maryland
13 (2014 Replacement Volume and 2020 Supplement)

14 BY repealing and reenacting, with amendments,
15 Article – Corporations and Associations
16 Section 1–203(b)(1), (2), and (4)
17 Annotated Code of Maryland
18 (2014 Replacement Volume and 2020 Supplement)

19 BY adding to
20 Article – Corporations and Associations
21 Section 1–203(b)(14)
22 Annotated Code of Maryland
23 (2014 Replacement Volume and 2020 Supplement)

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

26 **Article – Corporations and Associations**

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW.

[Brackets] indicate matter deleted from existing law.



1 1-203.

2 (a) In addition to any organization and capitalization fee required under § 1-204
3 of this subtitle, subject to subsection (c) of this section, the Department shall collect the fees
4 specified in subsection (b) of this section.

5 (b) (1) Except as provided in paragraph (10) of this subsection, for each of the
6 following documents, the nonrefundable processing fee is \$100:

- 7 Document
- 8 Articles of incorporation
- 9 Articles of amendment
- 10 Articles of extension
- 11 Articles of restatement of charter
- 12 Articles of amendment and restatement
- 13 Articles supplementary
- 14 Articles of share exchange
- 15 Articles of consolidation or merger
- 16 [Articles of dissolution]
- 17 Articles of revival for stock corporation
- 18 Articles of revival for nonstock corporation
- 19 Articles of conversion

20 (2) For each of the following documents, the nonrefundable processing fee
21 is as indicated:

- 22 (i) Notice of change of address of principal office.....\$25
- 23 (ii) Notice of change of name or address of resident agent.....\$25,
24 up to a maximum of \$30,000 for a bulk filing
- 25 (iii) Certificate of correction.....\$25
- 26 (iv) [Any] **EXCEPT AS PROVIDED IN PARAGRAPH (14) OF THIS**
27 **SUBSECTION, ANY** other documents.....\$25

28 (4) For each of the following documents recorded or filed the nonrefundable
29 processing fee is \$100:

30 (i) Certificate of limited partnership, certificate of limited liability
31 partnership, articles of organization of a limited liability company, certificate of trust of a
32 business trust, including certificates of amendment [and certificates of cancellation],
33 certificates of reinstatement, and articles of reinstatement; and

34 (ii) Any statement filed by a partnership under Title 9A of this
35 article.

1 **(14) THERE IS NO PROCESSING FEE FOR DOCUMENTS FILED TO**
2 **DISSOLVE, CANCEL, OR TERMINATE AN ENTITY UNDER THIS SUBSECTION.**

3 SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall take effect July
4 1, 2021.