

1 SB110
2 208838-1
3 By Senator Gudger
4 RFD: Governmental Affairs
5 First Read: 02-FEB-21
6 PFD: 01/28/2021

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8 SYNOPSIS: Under existing law, the fee owed to the
9 Secretary of State for a Certificate of Existence
10 for a business entity is \$25.

11 This bill would allow the Secretary of State
12 to waive the \$25 Certificate of Existence fee if a
13 state of emergency declared in this or any state or
14 by the federal government renders substantial
15 compliance with certain provisions of law
16 impossible or unreasonable.

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18 A BILL
19 TO BE ENTITLED
20 AN ACT

21
22 Relating to business entities; to amend Section
23 10A-1-4.31, Code of Alabama 1975, as last amended by Act
24 2020-73, 2020 Regular Session; to allow the Secretary of State
25 to waive the Certificate of Existence fee for business
26 entities under certain circumstances.

27 BE IT ENACTED BY THE LEGISLATURE OF ALABAMA:

1 Section 1. Section 10A-1-4.31, Code of Alabama 1975,
2 as last amended by Act 2020-73, 2020 Regular Session, is
3 amended to read as follows:

4 "§10A-1-4.31.

5 "(a) (1) The Secretary of State shall collect the
6 following fees when a filing instrument described in this
7 title is delivered to the Secretary of State for filing:

8 "~~(1)~~ a. Certificate of formation for all entities:
9 Two hundred dollars (\$200) ~~₹.~~

10 "~~(2)~~ b. Amendment to a certificate of formation and a
11 restated certificate of formation: One hundred dollars
12 (\$100) ~~₹.~~

13 "~~(3)~~ c. Name reservations and notice of transfer of
14 name reservation: Twenty-five dollars (\$25) ~~₹.~~

15 "~~(4)~~ d. Certificates, articles, or statements of
16 dissolution or cancellation: One hundred dollars (\$100) ~~₹.~~

17 "~~(5)~~ e. Foreign entity registration including a
18 statement of foreign limited liability partnership: One
19 hundred fifty dollars (\$150) ~~₹.~~

20 "~~(6)~~ f. Certificate of existence: Twenty-five dollars
21 (\$25) ~~₹.~~

22 "~~(7)~~ g. Certificates, articles, or statements of
23 merger, conversion, and share exchange: One hundred dollars
24 (\$100) ~~₹ and.~~

25 "~~(8)~~ h. Any other filing instrument required or
26 permitted to be delivered to the Secretary of State for filing
27 pursuant to this title: One hundred dollars (\$100).

1 "(2) If a state of emergency declared in this or any
2 other state or by the federal government renders substantial
3 compliance with this article impossible or unreasonable, the
4 Secretary of State may waive the Certificate of Existence fee
5 of twenty-five dollars (\$25).

6 "(b) The judge of probate shall collect the
7 following fees when a filing instrument described in this
8 title is delivered to the judge of probate for filing:

9 "(1) Certified copy of statements of authority,
10 denial, and cancellation thereof, permitted to be filed with
11 the judge of probate: One hundred dollars (\$100)~~7.~~

12 "(2) Certified copy of certificates, articles, or
13 statements of merger and conversion filed pursuant to this
14 chapter, Chapter 2A, Chapter 5A, Chapter 8A, Chapter 9A, or
15 Chapter 10: Five dollars (\$5)~~7~~~~and.~~

16 "(3) Any other filing instrument required or
17 permitted to be delivered to the judge of probate for filing
18 pursuant to this title: One hundred dollars (\$100).

19 "(c) There is hereby established in the State
20 Treasury a fund to be known and designated as the Secretary of
21 State Entity Fund. All funds, fees, charges, costs, and
22 collections accruing to or collected by the Secretary of State
23 under the foregoing provisions of this section or any other
24 fees collected by the Secretary of State relating to entities
25 shall be deposited into the State Treasury to the credit of
26 the Secretary of State Entity Fund except as so provided in
27 subsection (e).

1 "(d) Except as set forth in ~~subsection~~ subdivision
2 (e) (1), all funds now or hereafter deposited in the State
3 Treasury to the credit of the Secretary of State Entity Fund
4 shall not be expended for any purpose whatsoever unless the
5 same shall have been allotted and budgeted in accordance with
6 the provisions of Article 4 of Chapter 4 of Title 41, and only
7 in the amounts and for the purposes provided by the
8 Legislature in the general appropriation bill or this section.

9 "(e) (1) From the two hundred dollar (\$200) fee
10 collected by the Secretary of State for the filing of a
11 certificate of formation in final irrevocable full payment of
12 immediately available funds, the Secretary of State shall pay
13 the sum of one hundred dollars (\$100) to the county treasurer
14 for the county in which the office of the initial registered
15 agent for that entity is located, which sum shall constitute
16 the entire fee due to that county for the formation of that
17 entity.

18 "(2) After the payment of the amounts set forth in
19 ~~subsection~~ subdivision (e) (1) have been paid, 70 percent of
20 the remaining funds collected by the Secretary of State in
21 final irrevocable full payment of immediately available funds
22 in relation to entities during the fiscal year shall be
23 deposited to the credit of the State General Fund.

24 "(f) The fees ~~(1) herein~~ imposed for the office of
25 the judge of probate or ~~(2)~~ required to be paid by the
26 Secretary of State to the county treasurer pursuant to
27 ~~subsection~~ subdivision (e) (1) shall be charged and paid into

1 the appropriate county treasury or to the judge of probate as
2 may be authorized or required by law.

3 "(g) The Secretary of State shall collect the
4 following fees for copying and certifying the copy of any
5 filing instrument relating to a domestic or foreign entity:

6 "(1) Two dollars (\$2) a page for copying;~~and.~~

7 "(2) Ten dollars (\$10) for the certificate.

8 "(h) The judge of probate shall collect the
9 following fees for copying and certifying the copy of any
10 filing instrument relating to an entity:

11 "(1) Two dollars (\$2) a page for copying;~~and.~~

12 "(2) Ten dollars (\$10) for the certificate."

13 Section 2. This act shall become effective
14 immediately upon its passage and approval by the Governor, or
15 its otherwise becoming law.