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WEST VIRGINIA LEGISLATURE
EIGHTY-SECOND LEGISLATURE

OFFICE OF THE WEST VIRGINIA
SECRETARY OF STATE

REGULAR SESSION, 2015



ENROLLED

COMMITTEE SUBSTITUTE

FOR

Senate Bill No. 316

(SENATORS D. HALL, LEONHARDT, TRUMP, STOLLINGS, PLYMALE,
KIRKENDOLL AND NOHE, *ORIGINAL SPONSORS*)

[PASSED MARCH 14, 2015; IN EFFECT NINETY DAYS FROM PASSAGE.]

SB 316

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(SENATORS D. HALL, LEONHARDT, TRUMP, STOLLINGS, PLYMALE,
KIRKENDOLL AND NOHE, *ORIGINAL SPONSORS*)

[Passed March 14, 2015; in effect ninety days from passage.]

AN ACT to amend and reenact §59-1-2 and §59-1-2a of the Code of West Virginia, 1931, as amended, all relating to veteran-owned businesses; defining terms; exempting new veteran-owned businesses from certain fees paid to the Secretary of State; and exempting new veteran-owned businesses from paying annual report fees for the first four years after their initial registration.

Be it enacted by the Legislature of West Virginia:

That §59-1-2 and §59-1-2a of the Code of West Virginia, 1931, as amended, be amended and reenacted, all to read as follows:

ARTICLE 1. FEES AND ALLOWANCES.

§59-1-2. Fees to be charged by Secretary of State.

1 (a) Except as may be otherwise provided in this code, the
2 Secretary of State shall charge for services rendered in his or
3 her office the following fees to be paid by the person to
4 whom the service is rendered at the time it is done:

5 (1) For filing, recording, indexing, preserving a record of
6 and issuing a certificate relating to the formation,
7 amendment, change of name, registration of trade name,
8 merger, consolidation, conversion, renewal, dissolution,
9 termination, cancellation, withdrawal revocation and
10 reinstatement of business entities organized within the state,
11 as follows:

12 (A) Articles of incorporation of for-profit
13 corporation..... \$50.00

14 (B) Articles of incorporation of nonprofit
15 corporation..... 25.00

16 (C) Articles of organization of limited liability
17 company 100.00

18 (D) Agreement of a general partnership. 50.00

19 (E) Certificate of a limited partnership. 100.00

20 (F) Agreement of a voluntary association. 50.00

21 (G) Articles of organization of a business trust. . . . 50.00

22 (H) Amendment or correction of articles of incorporation,
23 including change of name or increase of capital stock, in
24 addition to any applicable license tax. 25.00

25 (I) Amendment or correction, including change of name,
26 of articles of organization of business trust, limited liability

27 partnership, limited liability company or professional limited
28 liability company or of certificate of limited partnership or
29 agreement of voluntary association. 25.00

30 (J) Amendment and restatement of articles of
31 incorporation, certificate of limited partnership, agreement of
32 voluntary association or articles of organization of limited
33 liability partnership, limited liability company or professional
34 limited liability company or business trust. 25.00

35 (K) Registration of trade name, otherwise designated as a
36 true name, fictitious name or D.B.A. (doing business as) name
37 for any domestic business entity as permitted by law. . . 25.00

38 (L) Articles of merger of two corporations, limited
39 partnerships, limited liability partnerships, limited liability
40 companies or professional limited liability companies,
41 voluntary associations or business trusts. 25.00

42 (M) Plus for each additional party to the merger in excess
43 of two. 15.00

44 (N) Statement of conversion, when permitted, from one
45 business entity into another business entity, in addition to the
46 cost of filing the appropriate documents to organize the
47 surviving entity. 25.00

48 (O) Articles of dissolution of a corporation, voluntary
49 association or business trust, or statement of dissolution of a
50 general partnership. 25.00

51 (P) Revocation of voluntary dissolution of a corporation,
52 voluntary association or business trust. 15.00

53 (Q) Articles of termination of a limited liability company,
54 cancellation of a limited partnership or statement of
55 withdrawal of limited liability partnership. 25.00

56 (R) Reinstatement of a limited liability company or
57 professional limited liability company after administrative
58 dissolution. 25.00

59 (2) For filing, recording, indexing, preserving a record of
60 and issuing a certificate relating to the registration,
61 amendment, change of name, merger, consolidation,
62 conversion, renewal, withdrawal or termination within this
63 state of business entities organized in other states or
64 countries, as follows:

65 (A) Certificate of authority of for-profit
66 corporation. \$100.00

67 (B) Certificate of authority of nonprofit
68 corporation. 50.00

69 (C) Certificate of authority of foreign limited liability
70 companies. 150.00

71 (D) Certificate of exemption from certificate of
72 authority 25.00

73 (E) Registration of a general partnership. 50.00

74 (F) Registration of a limited partnership. 150.00

75 (G) Registration of a limited liability partnership for
76 two-year term. 500.00

77 (H) Registration of a voluntary association. 50.00

78 (I) Registration of a trust or business trust. 50.00

79 (J) Amendment or correction of certificate of authority of a
80 foreign corporation, including change of name or increase of
81 capital stock, in addition to any applicable license tax. . 25.00

82 **(K) Amendment or correction of certificate of limited**
 83 **partnership, limited liability partnership, limited liability**
 84 **company or professional limited liability company, voluntary**
 85 **association or business trust..... 25.00**

86 **(L) Registration of trade name, otherwise designated as**
 87 **a true name, fictitious name or D.B.A. (doing business as)**
 88 **name for any foreign business entity as permitted by**
 89 **law. 25.00**

90 **(M) Amendment and restatement of certificate of**
 91 **authority or of registration of a corporation, limited**
 92 **partnership, limited liability partnership, limited liability**
 93 **company or professional limited liability company, voluntary**
 94 **association or business trust..... 25.00**

95 **(N) Articles of merger of two corporations, limited**
 96 **partnerships, limited liability partnerships, limited liability**
 97 **companies or professional limited liability companies,**
 98 **voluntary associations or business trusts. 25.00**

99 **(O) Plus for each additional party to the merger in excess**
 100 **of two..... 5.00**

101 **(P) Statement of conversion, when permitted, from one**
 102 **business entity into another business entity, in addition to the**
 103 **cost of filing the appropriate articles or certificate to organize**
 104 **the surviving entity. 25.00**

105 **(Q) Certificate of withdrawal or cancellation of a**
 106 **corporation, limited partnership, limited liability partnership,**
 107 **limited liability company, voluntary association or business**
 108 **trust. 25.00**

109 **Notwithstanding any other provision of this section to the**
 110 **contrary, after June 30, 2008, the fees described in this**

111 subdivision that are collected for the issuance of a certificate
112 relating to the initial registration of a corporation, limited
113 partnership, domestic limited liability company or foreign
114 limited liability company shall be deposited in the general
115 administrative fees account established by this section.

116 (3) For receiving, filing and recording a change of the
117 principal or designated office, change of the agent of process
118 and/or change of officers, directors, partners, members or
119 managers, as the case may be, of a corporation, limited
120 partnership, limited liability partnership, limited liability
121 company or other business entity as provided by
122 law. \$15.00

123 (4) For receiving, filing and preserving a reservation of
124 a name for each one hundred twenty days or for any other
125 period in excess of seven days prescribed by law for a
126 corporation, limited partnership, limited liability partnership
127 or limited liability company. \$15.00

128 (5) For issuing a certificate relating to a corporation or
129 other business entity, as follows:

130 (A) Certificate of good standing of a domestic or foreign
131 corporation. \$10.00

132 (B) Certificate of existence of a domestic limited liability
133 company and certificate of authorization foreign limited
134 liability company. 10.00

135 (C) Certificate of existence of any business entity,
136 trademark or service mark registered with the Secretary of
137 State 10.00

138 (D) Certified copy of corporate charter or comparable
139 organizing documents for other business entities. 15.00

- 140 (E) Plus, for each additional amendment, restatement or
141 other additional document. 5.00
- 142 (F) Certificate of registration of the name of a foreign
143 corporation, limited liability company, limited partnership or
144 limited liability partnership. 25.00
- 145 (G) And for the annual renewal of the name
146 registration 10.00
- 147 (H) Any other certificate not specified in this
148 subdivision 10.00
- 149 (6) For issuing a certificate other than those relating to
150 business entities, as provided in this subsection, as follows:
- 151 (A) Certificate or apostille relating to the authority of
152 certain public officers, including the membership of boards
153 and commissions. \$10.00
- 154 (B) Plus, for each additional certificate pertaining to the
155 same transaction.. . . . 5.00
- 156 (C) Any other certificate not specified in this
157 subdivision. 10.00
- 158 (D) For acceptance, indexing and recordation of service
159 of process any corporation, limited partnership, limited
160 liability partnership, limited liability company, voluntary
161 association, business trust, insurance company, person or
162 other entity as permitted by law. 15.00
- 163 (E) For shipping and handling expenses for execution of
164 service of process by certified mail upon any defendant

165 within the United States, which fee is to be deposited to the
166 special revenue account established in this section for the
167 operation of the office of the Secretary of State.. . . . 5.00

168 (F) For shipping and handling expenses for execution of
169 service of process upon any defendant outside the United
170 States by registered mail, which fee is to be deposited to the
171 special revenue account established in this section for the
172 operation of the office of the Secretary of State.. . . . 15.00

173 (7) For a search of records of the office conducted by
174 employees of or at the expense of the Secretary of State upon
175 request, as follows:

176 (A) For any search of archival records maintained
177 at sites other than the office of the Secretary of State no
178 less than. \$10.00

179 (B) For searches of archival records maintained at sites
180 other than the office of the Secretary of State which require
181 more than one hour, for each hour or fraction of an hour
182 consumed in making a search. 10.00

183 (C) For any search of records maintained on site
184 for the purpose of obtaining copies of documents or
185 printouts of data. 5.00

186 (D) For any search of records maintained in electronic
187 format which requires special programming to be performed
188 by the state information services agency or other vendor any
189 actual cost, but not less than.. . . . 25.00

190 (E) The cost of the search is in addition to the cost of any
191 copies or printouts prepared or any certificate issued pursuant
192 to or based on the search.

193 (F) For recording any paper for which no specific fee is
194 prescribed..... 5.00

195 (8) For producing and providing photocopies or printouts
196 of electronic data of specific records upon request, as follows:

197 (A) For a copy of any paper or printout of electronic data,
198 if one sheet..... \$1.00

199 (B) For each sheet after the first50

200 (C) For sending the copies or lists by fax
201 transmission..... 5.00

202 (D) For producing and providing photocopies of lists,
203 reports, guidelines and other documents produced in multiple
204 copies for general public use, a publication price to be
205 established by the Secretary of State at a rate approximating
206 2.00 plus .10 per page and rounded to the nearest dollar.

207 (E) For electronic copies of records obtained in data
208 format on disk, the cost of the record in the least expensive
209 available printed format, plus, for each required disk, which
210 shall be provided by the Secretary of State. 5.00

211 (b) The Secretary of State may propose rules for
212 legislative approval, in accordance with the provisions of
213 article three, chapter twenty-nine-a of this code, for charges
214 for on-line electronic access to database information or other
215 information maintained by the Secretary of State.

216 (c) For any other work or service not enumerated in this
217 section, the fee prescribed elsewhere in this code or a rule
218 promulgated under the authority of this code.

219 (d) The records maintained by the Secretary of State are
220 prepared and indexed at the expense of the state and those
221 records shall not be obtained for commercial resale without
222 the written agreement of the state to a contract including
223 reimbursement to the state for each instance of resale.

224 (e) The Secretary of State may provide printed or
225 electronic information free of charge as he or she considers
226 necessary and efficient for the purpose of informing the
227 general public or the news media.

228 (f) There is hereby continued in the State Treasury a special
229 revenue account to be known as the Service Fees and
230 Collections Account. Expenditures from the account shall be
231 used for the operation of the office of the Secretary of State and
232 are not authorized from collections, but are to be made only in
233 accordance with appropriation by the Legislature and in
234 accordance with the provisions of article three, chapter twelve
235 of this code and upon the fulfillment of the provisions set forth
236 in article two, chapter five-a of this code. Notwithstanding any
237 other provision of this code to the contrary, except as provided
238 in subsection (h) of this section and section two-a of this article,
239 one half of all the fees and service charges established in the
240 following sections and for the following purposes shall be
241 deposited by the Secretary of State or other collecting agency
242 to that special revenue account and used for the operation of the
243 office of the Secretary of State:

244 (1) The annual attorney-in-fact fee for corporations and
245 limited partnerships established in section five, article
246 twelve-c, chapter eleven of this code;

247 (2) The fees received for the sale of the State Register,
248 Code of State Rules and other copies established by rule and
249 authorized by section seven, article two, chapter
250 twenty-nine-a of this code;

251 (3) The registration fees, late fees and legal settlements
252 charged for registration and enforcement of the charitable
253 organizations and professional solicitations established in
254 sections five, nine and fifteen-b, article nineteen, chapter
255 twenty-nine of this code;

256 (4) The annual attorney-in-fact fee for limited liability
257 companies as designated in section one hundred eight, article
258 one, chapter thirty-one-b of this code and established in
259 section two hundred eleven, article two of said chapter:
260 *Provided*, That after June 30, 2008, the annual report fees
261 designated in section one hundred eight, article one, chapter
262 thirty-one-b of this code shall upon collection be deposited in
263 the general administrative fees account described in
264 subsection (h) of this section;

265 (5) The filing fees and search and copying fees for
266 uniform commercial code transactions established by section
267 five hundred twenty-five, article nine, chapter forty-six of
268 this code;

269 (6) The annual attorney-in-fact fee for licensed insurers
270 established in section twelve, article four, chapter thirty-three
271 of this code;

272 (7) The fees for the application and record maintenance
273 of all notaries public established by section twenty, article
274 four, chapter thirty-nine of this code.

275 (8) The fees for registering credit service organizations as
276 established by section five, article six-c, chapter forty-six-a
277 of this code;

278 (9) The fees for registering and renewing a West Virginia
279 limited liability partnership as established by section one,
280 article ten, chapter forty-seven-b of this code;

281 (10) The filing fees for the registration and renewal of
282 trademarks and service marks established in section
283 seventeen, article two, chapter forty-seven of this code;

284 (11) All fees for services, the sale of photocopies and data
285 maintained at the expense of the Secretary of State as
286 provided in this section; and

287 (12) All registration, license and other fees collected by
288 the Secretary of State not specified in this section.

289 (g) Any balance in the service fees and collections
290 account established by this section which exceeds \$500,000
291 as of June 30, 2003, and each year thereafter, shall be expired
292 to the state fund, General Revenue Fund.

293 (h)(1) Effective July 1, 2008, there is hereby created in
294 the State Treasury a special revenue account to be known as
295 the General Administrative Fees Account. Expenditures from
296 the account shall be used for the operation of the office of the
297 Secretary of State and are not authorized from collections, but
298 are to be made only in accordance with appropriation by the
299 Legislature and in accordance with the provisions of article
300 three, chapter twelve of this code and upon the fulfillment of
301 the provisions set forth in article two, chapter eleven-b of this
302 code: *Provided*, That for the fiscal year ending June 30, 2009,
303 expenditures are authorized from collections rather than
304 pursuant to an appropriation by the Legislature. Any balance
305 in the account at the end of each fiscal year shall not revert to
306 the General Revenue Fund, but shall remain in the fund and
307 be expended as provided by this subsection.

308 (2) After June 30, 2008, all the fees and service charges
309 established in section two-a of this article for the following
310 purposes shall be collected and deposited by the Secretary of
311 State or other collecting agency in the general administrative

312 fees account and used for the operation of the office of the
313 Secretary of State:

314 (A) The annual report fees paid to the Secretary of State
315 by corporations, limited partnerships, domestic limited
316 liability companies and foreign limited liability companies;

317 (B) The fees for the issuance of a certificate relating to
318 the initial registration of a corporation, limited partnership,
319 domestic limited liability company or foreign limited liability
320 company described in subdivision (2), subsection (a) of this
321 section; and

322 (C) The fees for the purchase of date and updates related
323 to the state's Business Organizations Database described in
324 section two-a of this article.

325 (i) There is continued in the office of the Secretary of
326 State a noninterest-bearing, escrow account to be known as
327 the Prepaid Fees and Services Account. This account shall be
328 for the purpose of allowing customers of the Secretary of
329 State to prepay for services, with payment to be held in
330 escrow until services are rendered. Payments deposited in the
331 account shall remain in the account until services are
332 rendered by the Secretary of State and at that time the fees
333 will be reallocated to the appropriate general or special
334 revenue accounts. There shall be no fee charged by the
335 Secretary of State to the customer for the use of this account
336 and the customer may request the return of any moneys
337 maintained in the account at any time without penalty. The
338 assets of the prepaid fees and services account do not
339 constitute public funds of the state and are available solely
340 for carrying out the purposes of this section.

341 (j) A veteran-owned business, as defined in paragraph
342 thirteen, subsection (a), section two-a of this article,

343 commenced on or after July 1, 2015, is exempt from paying
344 the fees prescribed in paragraphs (A), (B), (C), (D), (E), (F)
345 and (G), subdivision (1), subsection (a) of this section.

**§59-1-2a. Annual business fees to be paid to the Secretary of State; filing
of annual reports; purchase of data.**

1 (a) *Definitions.* – As used in this section:

2 (1) “Annual report fee” means the fee described in
3 subsection (c) of this section that is to be paid to the
4 Secretary of State each year by corporations, limited
5 partnerships, domestic limited liability companies and foreign
6 limited liability companies. After June 30, 2008, any
7 reference in this code to a fee paid to the Secretary of State
8 for services as a statutory attorney in fact shall mean the
9 annual report fee described in this section.

10 (2) “Business activity” means all activities engaged in or
11 caused to be engaged in with the object of gain or economic
12 benefit, direct or indirect, but does not mean any of the
13 activities of foreign corporations enumerated in subsection (b),
14 section one thousand five hundred one, article fifteen, chapter
15 thirty-one-d of this code, except for the activity of conducting
16 affairs in interstate commerce when activity occurs in this state,
17 nor does it mean any of the activities of foreign limited liability
18 companies enumerated in subsection (a), section one thousand
19 three, article ten, chapter thirty-one-b of this code, except for
20 the activity of conducting affairs in interstate commerce when
21 activity occurs in this state.

22 (3) “Corporation” means a “domestic corporation”, a
23 “foreign corporation” or a “nonprofit corporation”.

24 (4) “Deliver or delivery” means any method of delivery
25 used in conventional commercial practice, including, but not

26 limited to, delivery by hand, mail, commercial delivery and
27 electronic transmission.

28 (5) "Domestic corporation" means a corporation for profit
29 which is not a foreign corporation incorporated under or
30 subject to chapter thirty-one-d of this code.

31 (6) "Domestic limited liability company" means a limited
32 liability company which is not a foreign limited liability
33 company under or subject to chapter thirty-one-b of this code.

34 (7) "Foreign corporation" means a for-profit corporation
35 incorporated under a law other than the laws of this state.

36 (8) "Foreign limited liability company" means a limited
37 liability company organized under a law other than the laws
38 of this state.

39 (9) "Limited partnership" means a partnership as defined
40 by section one, article nine, chapter forty-seven of this code.

41 (10) "Nonprofit corporation" means a nonprofit
42 corporation as defined by section one hundred fifty, article
43 one, chapter thirty-one-e of this code.

44 (11) "Registration fee" means the fee for the issuance of
45 a certificate relating to the initial registration of a corporation,
46 limited partnership, domestic limited liability company or
47 foreign limited liability company described in subdivision
48 (2), subsection (a), section two of this article. The term
49 "initial registration" also means the date upon which the
50 registration fee is paid.

51 (12) "Veteran" means the term as defined by subsection
52 (a), section seven, article one, chapter nine-a of this code.
53 Notwithstanding anything in this code to the contrary, a

54 veteran must be honorably discharged or under honorable
55 conditions, and as described in 38 U. S. C. §101.

56 (13) "Veteran-owned business" means a business that
57 meets the following criteria:

58 (A) Is at least fifty-one percent unconditionally owned by
59 one or more veterans; or

60 (B) In the case of a publically owned business, at least
61 fifty-one percent of the stock is unconditionally owned by
62 one or more veterans.

63 (b) *Required payment of annual report fee and filing of*
64 *annual report.* – After June 30, 2008, no corporation, limited
65 partnership, domestic limited liability company or foreign
66 limited liability company may engage in any business activity
67 in this state without paying the annual report fee and filing
68 the annual report as required by this section.

69 (c) *Annual report fee.* – After June 30, 2008, each
70 corporation, limited partnership, domestic limited liability
71 company and foreign limited liability company engaged in or
72 authorized to do business in this state shall pay an annual
73 report fee of \$25 for the services of the Secretary of State as
74 attorney-in-fact for the corporation, limited partnership,
75 domestic limited liability company or foreign limited liability
76 company and for such other administrative services as may be
77 imposed by law upon the Secretary of State. The fee is due
78 and payable each year after the initial registration of the
79 corporation, limited partnership, domestic limited liability
80 company or foreign limited liability company with the annual
81 report described in subsection (d) of this section on or before
82 the dates specified in subsection (e) of this section. The fee
83 is due and payable each year with the annual report from
84 corporations, limited partnerships, domestic limited liability

85 companies and foreign limited liability companies that paid
86 the registration fee prior to July 1, 2008, on or before the
87 dates specified in subsection (e) of this section. The annual
88 report fees received by the Secretary of State pursuant to this
89 subsection shall be deposited by the Secretary of State in the
90 general administrative fees account established by section
91 two of this article.

92 (d) *Annual report.* –

93 (1) After June 30, 2008, each corporation, limited
94 partnership, domestic limited liability company and foreign
95 limited liability company engaged in or authorized to do
96 business in this state shall file an annual report. The report is
97 due each year after the initial registration of the corporation,
98 limited partnership, domestic limited liability company or
99 foreign limited liability company with the annual report fee
100 described in subsection (c) of this section on or before the
101 dates specified in subsection (e) of this section. The report is
102 due each year from corporations, limited partnerships,
103 domestic limited liability companies and foreign limited
104 liability companies that paid the registration fee prior to July
105 1, 2008, on or before the dates specified in subsection (e) of
106 this section.

107 (2) (A) The annual report shall be filed with the Secretary
108 of State on forms provided by the Secretary of State for that
109 purpose. The annual report shall, in the case of corporations,
110 contain: (i) The address of the corporation's principal office;
111 (ii) the names and mailing addresses of its officers and
112 directors; (iii) the name and mailing address of the person on
113 whom notice of process may be served; (iv) the name and
114 address of the corporation's parent corporation and of each
115 subsidiary of the corporation licensed to do business in this
116 state; (v) in the case of limited partnerships, domestic limited
117 liability companies and foreign limited liability companies,

118 similar information with respect to their principal or
119 controlling interests as determined by the Secretary of State
120 or otherwise required by law to be reported to the Secretary
121 of State; (vi) the county or county code in which the principal
122 office address or mailing address of the company is located;
123 (vii) business class code; and (viii) any other information the
124 Secretary of State considers appropriate.

125 (B) Notwithstanding any other provision of law to the
126 contrary, the Secretary of State shall, upon request of any
127 person, disclose, with respect to corporations: (i) The address
128 of the corporation's principal office; (ii) the names and
129 addresses of its officers and directors; (iii) the name and
130 mailing address of the person on whom notice of process may
131 be served; (iv) the name and address of each subsidiary of the
132 corporation and the corporation's parent corporation; (v) the
133 county or county code in which the principal office address
134 or mailing address of the company is located; and (vi) the
135 business class code. The Secretary of State shall provide
136 similar information with respect to information in its
137 possession relating to limited partnerships domestic limited
138 liability companies and foreign limited liability companies,
139 similar information with respect to their principal or
140 controlling interests.

141 (e) *Annual reports and fees due July 1.* – Each domestic
142 and foreign corporation, limited partnership, limited liability
143 company and foreign limited liability company shall file with
144 the Secretary of State the annual report and pay the annual
145 report fee by July 1 of each year.

146 (f) *Deposit of fees.* – The annual report fees received by
147 the Secretary of State pursuant to this section shall be
148 deposited by the Secretary of State in the general
149 administrative fees account established by section two of this
150 article.

151 (g) (1) *Duty to pay.* – It shall be the duty of each
152 corporation, limited partnership, limited liability company
153 and foreign limited liability company required to pay the
154 annual report fees imposed under this article, to remit them
155 with a properly completed annual report to the Secretary of
156 State, and if it fails to do so it shall be subject to the late fees
157 prescribed in subsection (h) of this article and dissolution or
158 revocation, pursuant to this code: *Provided*, That before
159 dissolution or revocation for failure to pay fees may occur,
160 the Secretary of State shall notify the entity by certified mail,
161 return receipt requested, of its failure to pay, all late fees or
162 bad check fees associated with the failure to pay and the date
163 upon which dissolution or revocation will occur if all fees are
164 not paid in full. The certified mail required by this
165 subdivision shall be postmarked at least thirty days before the
166 dissolution or revocation date listed in the notice.

167 (2) *Bad check fee.* – If any corporation, limited
168 partnership, limited liability company or foreign limited
169 liability company submits payment by check or money order
170 for the annual report fee imposed under this article and the
171 check or money order is rejected because there are
172 insufficient funds in the account or the account is closed, the
173 Secretary of State shall assess a bad check fee to the
174 corporation, limited partnership, limited liability company or
175 foreign limited liability company that is equivalent to the
176 service charge paid by the Secretary of State due to the
177 rejected check or money order. The bad check fee assessed
178 under this subdivision shall be deposited into the account or
179 accounts from which the Secretary of State paid the service
180 charge.

181 (h) *Late fees.* –

182 (1) The following late fees shall be in addition to any
183 other penalties and remedies available elsewhere in this code:

184 **(A) *Administrative late fee.*** – The Secretary of State shall
185 assess upon each corporation, limited partnership, limited
186 liability company and foreign limited liability company
187 delinquent in the payment of an annual report fee or the filing
188 of an annual report an administrative late fee in the amount of
189 \$50.

190 **(B) *Administrative late fees for nonprofit corporations.*** –
191 The Secretary of State shall assess each nonprofit corporation
192 delinquent in the payment of an annual report fee or the filing
193 of an annual report an administrative late fee in the amount of
194 \$25.

195 **(2)** The Secretary of State shall deposit the first \$25,000
196 of fees collected under this subsection into the General
197 Administrative Fees Account established in subsection (h),
198 section two of this article and shall deposit any additional
199 fees collected under this section into the General Revenue
200 Fund of the state.

201 **(i) *Reports to Tax Commissioner; suspension,***
202 ***cancellation or withholding of business registration***
203 ***certificate.*** –

204 **(1)** The Secretary of State shall, within twenty days after
205 the close of each month, make a report to the Tax
206 Commissioner for the preceding month, in which he or she
207 shall set out the name of every business entity to which he or
208 she issued a certificate to conduct business in the State of
209 West Virginia during that month. The report shall set out the
210 names and addresses of all corporations, limited partnerships,
211 limited liability companies and foreign limited liability
212 companies to which he or she issued certificates of change of
213 name or of change of location of principal office, dissolution,
214 withdrawal or merger. If the Secretary of State fails to make
215 the report, it shall be the duty of the Tax Commissioner to

216 report such failure to the Governor. A writ of mandamus
217 shall lie for correction of such failure.

218 (2) Notwithstanding any other provisions of this code to the
219 contrary, upon receipt of notice from the Secretary of State that
220 a corporation, limited partnership, limited liability company and
221 foreign limited liability company is more than thirty days
222 delinquent in the payment of annual report fees or in the filing
223 of an annual report required by this section, the Tax
224 Commissioner may suspend, cancel or withhold a business
225 registration certificate issued to or applied for by the delinquent
226 corporation, limited partnership, limited liability company or
227 foreign limited liability company until the same is paid and filed
228 in the manner provided for the suspension, cancellation or
229 withholding of business registration certificates for other
230 reasons under article twelve, chapter eleven of this code.

231 (j) *Purchase of data.* – The Secretary of State will
232 provide electronically, for purchase, any data maintained in
233 the Secretary of State’s Business Organizations Database.
234 For the electronic purchase of the entire Business
235 Organizations Database, the cost is \$12,000. For the
236 purchase of the monthly updates of the Business
237 Organizations Database, the cost is \$1,000 per month. The
238 fees received by the Secretary of State pursuant to this
239 subsection shall be deposited by the Secretary of State in the
240 general administrative fees account established by section
241 two of this article.

242 (k) The Secretary of State is authorized to collect the
243 service fee per transaction, if any, charged for an online
244 service from any customer who purchases data or conducts
245 transactions through an online service.

246 (l) *Rules.* – The Secretary of State may propose rules for
247 legislative approval, in accordance with the provisions of

248 articlethree,chaptertwenty-nine-a of this code, to implement
249 this article.

250 (m) A veteran-owned business, as defined in paragraph
251 thirteen, subsection (a) of this section, commenced on or after
252 July 1, 2015, is exempt from paying the annual report fee,
253 required by this section, for the first four years after its initial
254 registration: *Provided*, That a veteran-owned business is not
255 exempt from any filing deadlines or other fees required by
256 this section.

The Joint Committee on Enrolled Bills hereby certifies that the foregoing bill is correctly enrolled.

Mark A. Warner
.....
Chairman Senate Committee

John B. Mann
.....
Chairman House Committee

Originated in the Senate.

In effect ninety days from passage.

Mark A. Warner
.....
Clerk of the Senate

Stephane J. Horman
.....
Clerk of the House of Delegates

Michelle D. Lee
.....
President of the Senate

John B. Mann
.....
the House of Delegates

The within *is approved* this the *31st*
March
Day of, 2015.

Earl Ray Tomblin
.....
Governor

PRESENTED TO THE GOVERNOR

MAR 27 2015

Time 3:11 pm