WEST VIRGINIA LEGISLATURE

REGULAR SESSION, 1965

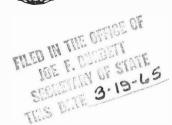
ENROLLED

HOUSE BILL No. 651

(By Mr. Speaker) Mr. White)

PASSED March 12, 1965

In Effect Winely clays Juan Passage



House Bill No. 651

(By Mr. Speaker, Mr. White)

[Passed March 12, 1965; in effect ninety days from passage.]

AN ACT to amend article one, chapter thirty-one of the code of West Virginia, one thousand nine hundred thirty-one, as amended, by adding thereto a new section, designated section eighty-two-a, requiring proof of payment of or non-liability for all business and occupation, transportation privilege and license taxes and any employment security payments before a certificate of dissolution, withdrawal or consolidation or merger of a corporation may be issued by the secretary of state; relating to expiration of domestic corporations; providing that domestic corporations shall not expire on the date of expiration or thereafter until a certificate of expiration has been issued by the secretary

of state; and providing that such certificate of expiration shall not be issued until proof of the payment or of non-liability for the aforementioned taxes and payments has been furnished.

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Be it enacted by the Legislature of West Virginia:

That article one, chapter thirty-one of the code of West Virginia, one thousand nine hundred thirty-one, as amended, be amended by adding thereto a new section, designated section eighty-two-a, to read as follows:

Section 82-a. Prerequisite for Issuance of Certificate 2 of Dissolution, Withdrawal or Consolidation or Merger 3 of Corporation; Certificate of Expiration Required.—(a) 4 Supplementing the provisions of section ten-c, article twelve-a and section fifteen, article thirteen, chapter 5 eleven of this code and section eighty-four of this article, the secretary of state shall withhold the issuance of any 7 8 certificate of dissolution or withdrawal, or certificate of consolidation or merger in the case where the new or 10 surviving corporation will be a foreign corporation which 11 has not qualified to do business or hold property in this state, until the receipt of a notice from the tax commis-

- sioner, state auditor and department of employment se-14 curity to the effect that all business and occupation, transportation privilege and license taxes and any employment 15 16 security payments levied or assessed against the corporation seeking to withdraw, dissolve, consolidate or merge 17 18 have been paid or provided for, if any such corporation 19 is a taxpayer under this code, or until the secretary of 20 state receives a notice from the tax commissioner, auditor 21 or department of employment security, as the case may 22 be, stating that the corporation in question is not subject 23 to pay the taxes or make the payments.
- 24 (b) A domestic corporation chartered for a limited period of time and thus having a specific date of expira-26 tion, and a domestic corporation having perpetual exist-27 ence which amends its charter so as to establish a specific date of expiration, shall not expire on the stated date of 28 29 expiration or thereafter but shall continue in existence with like effect as if such expiration date had not arrived, 30 31 unless and until the secretary of state issues a certificate 32 of expiration in accordance with the provisions of this 33 section. Under no circumstances shall such certificate

34 of expiration be issued until the notice specified in subsection (a) of this section has been received from the 35 tax commissioner, auditor and department of employment 36 37 security, stating that the taxes and payments specified in subsection (a) of this section and levied or assessed 38 39 against the corporation involved have been paid or provided for, or made or that such corporation is not subject to pay such taxes or make such payments. Upon receipt 41 of such notice the secretary of state shall issue such certificate of expiration and upon issuance thereof, the corporation shall expire as of the date of the issuance of such certificate, subject to the provisions of section eighty-46 three of said article.

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

Chairman Senate Committee Originated in the House. Takes effect ninety days from passage. mon hegaly Clerk of the Senate Clerk of the House of Delegates President of the Senate Speaker House of Delegates The within approved this the 19

day of March, 1965.

Governor

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