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2002 MAR 21 P 6:40

BY THE WEST VIRGINIA
SECRETARY OF STATE

WEST VIRGINIA LEGISLATURE

SECOND REGULAR SESSION, 2002



ENROLLED

House Bill No. 4558

(By Delegates Kominar, Proudfoot, Fletcher,
Stalnaker, Boggs and Browning)



Passed March 8, 2002

In Effect Ninety Days from Passage

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OFFICE WEST VIRGINIA
SECRETARY OF STATE

E N R O L L E D

H. B. 4558

(BY DELEGATES KOMINAR, PROUDFOOT, FLETCHER,
STALNAKER, BOGGS AND BROWNING)

[Passed March 8, 2002; in effect ninety days from passage.]

AN ACT to amend and reenact section three, article twelve-c, chapter eleven of the code of West Virginia, one thousand nine hundred thirty-one, as amended; to amend and reenact section two hundred two, article two, chapter thirty-one-b of said code; to amend and reenact section one thousand two, article ten of said chapter; to amend and reenact section eight, article one-a, chapter thirty-eight of said code; to amend and reenact section five hundred twenty-five, article nine, chapter forty-six of said code; to amend and reenact sections thirty-one and thirty-three, article three, chapter fifty-six of said code; and to amend and reenact section two, article one, chapter fifty-nine of said code, all relating to fees for articles of organization for limited liability companies and certificate of authority for foreign limited liability companies; deleting bond requirements by a plaintiff against a nonresident prior to filing a complaint and summons in circuit court; providing for the deposit of certain fees; and removing certain contradictory language.

Be it enacted by the Legislature of West Virginia:

That section three, article twelve-c, chapter eleven of the code of West Virginia, one thousand nine hundred thirty-one, as amended, be amended and reenacted; that section two hundred two, article two, chapter thirty-one-b of said code be amended and reenacted; that section one thousand two, article ten of said chapter be amended and reenacted; that section eight, article one-a, chapter thirty-eight of said code be amended and reenacted; that section five hundred twenty-five, article nine, chapter forty-six of said code be amended and reenacted; that sections thirty-one and thirty-three, article three, chapter fifty-six of said code be amended and reenacted; and that section two, article one, chapter fifty-nine of said code be amended and reenacted, all to read as follows:

CHAPTER 11. TAXATION.

ARTICLE 12C. CORPORATE LICENSE TAX.

§11-12C-3. Payment and collection of tax; deposit of money; return required.

1 (a) *Payment and collection of tax.* — When application is
2 made to the secretary of state for a certificate of incorporation
3 or authority to do business in this state, the applicant shall pay
4 all taxes and fees due under this article; and the secretary of
5 state shall collect the corporate license tax for the first year
6 before issuing the certificate. Thereafter, on or before the first
7 day of the license tax year next following the date of the
8 certificate, and on or before the first day of each succeeding
9 license tax year, the corporation shall pay and the tax commis-
10 sioner shall collect the tax for a full license tax year together
11 with the statutory attorney fee: *Provided*, That if the application
12 is made on or after the first day of the second month preceding
13 the beginning of the next license tax year, and before the first
14 day of the license tax year, the secretary of state shall collect
15 the tax for the full year beginning on the first day of the next
16 license tax year in addition to the initial tax, together with the
17 statutory attorney fee.

18 (b) *Deposit of money.* — The first year license tax received
19 by the secretary of state pursuant to the provisions of this article
20 shall be deposited by the secretary of state as follows: One-half
21 shall be deposited in the state general revenue fund and one-half
22 shall be deposited in the services fees and collections account
23 established by section two, article one, chapter fifty-nine of this
24 code. The license tax received by the tax commissioner every
25 year after the initial registration shall be deposited into the state
26 general revenue fund.

27 (c) *Returns.* — Payment of the tax and statutory attorney
28 fee required under the provisions of this section shall be
29 accompanied by a return on forms provided by the tax commis-
30 sioner for that purpose. The tax commissioner shall upon
31 completion of processing the return, forward it to the secretary
32 of state, together with a list of all corporations which have paid
33 the tax. The return shall contain: (1) The address of the corpora-
34 tion's principal office; (2) the names and mailing addresses of
35 its officers and directors; (3) the name and mailing address of
36 the person on whom notice of process may be served; (4) the
37 name and address of the corporation's parent corporation and
38 of each subsidiary of the corporation licensed to do business in
39 this state; and (5) any other information the tax commissioner
40 considers appropriate. Notwithstanding any other provision of
41 law to the contrary, the secretary of state shall, upon request of
42 any person, disclose: (A) The address of the corporation's
43 principal office; (B) the names and addresses of its officers and
44 directors; (C) the name and mailing address of the person on
45 whom notice of process may be served; and (D) the name and
46 address of each subsidiary of the corporation and the corpora-
47 tion's parent corporation.

**CHAPTER 31B. UNIFORM LIMITED
LIABILITY COMPANY ACT.**

ARTICLE 2. ORGANIZATION.

§31B-2-202. Organization.

1 (a) One or more persons may organize a limited liability
2 company, consisting of one or more members, by delivering
3 articles of organization to the office of the secretary of state for
4 filing, together with the fee prescribed by section two, article
5 one, chapter fifty-nine of this code.

6 (b) Unless a delayed effective date is specified, the exis-
7 tence of a limited liability company begins when the articles of
8 organization are filed.

9 (c) The filing of the articles of organization by the secretary
10 of state is conclusive proof that the organizers satisfied all
11 conditions precedent to the creation of a limited liability
12 company.

ARTICLE 10. FOREIGN LIMITED LIABILITY COMPANIES.

§31B-10-1002. Application for certificate of authority.

1 (a) A foreign limited liability company may apply for a
2 certificate of authority to transact business in this state by
3 delivering an application to the secretary of state for filing,
4 together with the fee prescribed by section two, article one,
5 chapter fifty-nine of this code.

6 The application shall set forth:

7 (1) The name of the foreign company or, if its name is
8 unavailable for use in this state, a name that satisfies the
9 requirements of section 10-1005 of this article;

10 (2) The name of the state or country under whose law it is
11 organized;

12 (3) The street address of its principal office;

13 (4) The name and address of each member having authority
14 to execute instruments on behalf of the limited liability com-
15 pany;

16 (5) The address of its initial designated office in this state;

17 (6) The name and street address of its initial agent for
18 service of process in this state;

19 (7) Whether the duration of the company is for a specified
20 term and, if so, the period specified;

21 (8) Whether the company is manager-managed, and, if so,
22 the name and address of each initial manager; and

23 (9) Whether the members of the company are to be liable
24 for its debts and obligations under a provision similar to section
25 3-303(c).

26 (b) A foreign limited liability company shall deliver with
27 the completed application a certificate of existence or a record
28 of similar import authenticated by the secretary of state or other
29 official having custody of company records in the state or
30 country under whose law it is organized.

CHAPTER 38. LIENS.

ARTICLE 1A. TRUSTEES OF SECURITY TRUSTS.

§38-1A-8. How service of process or notice made.

1 Service of process or notice shall be made by mailing or
2 delivering to the office of the secretary of state three copies of
3 the process or notice, with a notation on the process or notice of
4 the residence address of the trustee upon whom service is being
5 had, as stated in the security trust; if the address of the trustee
6 is not stated in the security trust, the notation shall state the
7 address of the beneficiary of the trust as given in the security

8 trust; and service of the process or notice is complete upon the
9 receipt in the office of the secretary of state of the notice or
10 process bearing the notation and accompanied by the fee
11 required by section two, article one, chapter fifty-nine of this
12 code, which shall be taxed as costs in the suit, action or
13 proceeding. The secretary of state shall keep one copy of all
14 process and notices, with a record of the day and hour of service
15 of the process or notice.

CHAPTER 46. UNIFORM COMMERCIAL CODE.

ARTICLE 9. SECURED TRANSACTIONS; SALES OF ACCOUNTS AND CHATTEL PAPER.

§46-9-525. Fees.

1 (a) *Initial financing statement or other record: general rule.*

2 — Except as otherwise provided in subsection (e) of this
3 section, the fee for filing and indexing a record under this part,
4 other than an initial financing statement of the kind described
5 in subsection (b) of this section, is the amount specified in
6 subsection (c) of this section, if applicable, plus:

7 (1) Ten dollars if the record is communicated in writing and
8 consists of one or two pages; and

9 (2) Ten dollars if the record is communicated in writing and
10 consists of more than two pages; and

11 (3) Ten dollars if the record is communicated by another
12 medium authorized by filing-office rule.

13 (b) *Initial financing statement: Public-finance and manu-*
14 *factured housing transactions.* -- Except as otherwise provided
15 in subsection (e) of this section, the fee for filing and indexing
16 an initial financing statement of the following kind is the
17 amount specified in subsection (c) of this section, if applicable,
18 plus:

19 (1) Ten dollars if the financing statement indicates that it is
20 filed in connection with a public-finance transaction;

21 (2) Ten dollars if the financing statement indicates that it is
22 filed in connection with a manufactured-home transaction.

23 (c) *Number of names.* — The number of names required to
24 be indexed does not affect the amount of the fee in subsections
25 (a) and (b) of this section.

26 (d) *Response to information request.* — The fee for re-
27 sponding to a request for information from the filing office,
28 including for issuing a certificate showing whether there is on
29 file any financing statement naming a particular debtor, is:

30 (1) Five dollars if the request is communicated in writing;

31 (2) Five dollars if the request is communicated by another
32 medium authorized by filing-office rule; and

33 (3) Fifty cents per page for each active lien.

34 (e) *Record of mortgage.* — This section does not require a
35 fee with respect to a record of a mortgage which is effective as
36 a financing statement filed as a fixture filing or as a financing
37 statement covering as-extracted collateral or timber to be cut
38 under section 9-502(c) of this article. However, the recording
39 and satisfaction fees that otherwise would be applicable to the
40 record of the mortgage apply.

41 (f) *Deposit of funds.* — All fees and moneys collected by
42 the secretary of state pursuant to the provisions of this article
43 shall be deposited by the secretary of state as follows: One-half
44 shall be deposited in the state fund, general revenue, and one-
45 half shall be deposited in the service fees and collections
46 account established by section two, article one, chapter fifty-
47 nine of this code for the operation of the office of the secretary

48 of state. Any balance remaining on the thirtieth day of June,
49 two thousand one, in the existing special revenue account
50 entitled "uniform commercial code" as established by chapter
51 two hundred four, acts of the Legislature, regular session one
52 thousand nine hundred eighty-nine, shall be transferred to the
53 service fees and collections account established by section two,
54 article one, chapter fifty-nine of this code for the operation of
55 the office of the secretary of state. The secretary of state shall
56 dedicate sufficient resources from that fund or other funds to
57 provide the services required in this article, unless otherwise
58 provided by appropriation or other action by the Legislature.

CHAPTER 56. PLEADING AND PRACTICE.

ARTICLE 3. WRITS, PROCESS AND ORDER OF PUBLICATION.

§56-3-31. Actions by or against nonresident operators of motor vehicles involved in highway accidents; appointment of secretary of state, insurance company, as agents; service of process.

1 (a) Every nonresident, for the privilege of operating a motor
2 vehicle on a public street, road or highway of this state, either
3 personally or through an agent, appoints the secretary of state,
4 or his or her successor in office, to be his or her agent or
5 attorney-in-fact upon whom may be served all lawful process
6 in any action or proceeding against him or her in any court of
7 record in this state arising out of any accident or collision
8 occurring in the state of West Virginia in which the nonresident
9 was involved: *Provided*, That in the event process against a
10 nonresident defendant cannot be effected through the secretary
11 of state, as provided by this section, for the purpose only of
12 service of process, the nonresident motorist shall be considered
13 to have appointed as his or her agent or attorney-in-fact any
14 insurance company which has a contract of automobile or
15 liability insurance with the nonresident defendant.

16 (b) For purposes of service of process as provided in this
17 section, every insurance company shall be considered the agent
18 or attorney-in-fact of every nonresident motorist insured by that
19 company if the insured nonresident motorist is involved in any
20 accident or collision in this state and service of process cannot
21 be effected upon the nonresident through the office of the
22 secretary of state. Upon receipt of process as provided in this
23 section, the insurance company may, within thirty days, file an
24 answer or other pleading or take any action allowed by law on
25 behalf of the defendant.

26 (c) A nonresident operating a motor vehicle in this state,
27 either personally or through an agent, is considered to acknowl-
28 edge the appointment of the secretary of state, or, as the case
29 may be, his or her automobile insurance company, as his or her
30 agent or attorney-in-fact, or the agent or attorney-in-fact of his
31 or her administrator, administratrix, executor or executrix in the
32 event the nonresident dies, and furthermore is considered to
33 agree that any process against him or her or against his or her
34 administrator, administratrix, executor or executrix, which is
35 served in the manner provided in this section, shall be of the
36 same legal force and validity as though the nonresident or his
37 or her administrator, administratrix, executor or executrix were
38 personally served with a summons and complaint within this
39 state.

40 Any action or proceeding may be instituted, continued or
41 maintained on behalf of or against the administrator,
42 administratrix, executor or executrix of any nonresident who
43 dies during or subsequent to an accident or collision resulting
44 from the operation of a motor vehicle in this state by the
45 nonresident or his or her duly authorized agent.

46 (d) At the time of filing a complaint against a nonresident
47 motorist who has been involved in an accident or collision in
48 the state of West Virginia and before a summons is issued on

49 the complaint, the plaintiff, or someone for him or her, shall
50 execute a bond in the sum of one hundred dollars before the
51 clerk of the court in which the action is filed, with surety to be
52 approved by the clerk, conditioned that on failure of the
53 plaintiff to prevail in the action he or she will reimburse the
54 defendant, or cause the defendant to be reimbursed, the
55 necessary expense incurred in the defense of the action in this
56 state. Upon the issue of a summons the clerk shall certify
57 thereon that the bond has been given and approved.

58 (e) Service of process upon a nonresident defendant shall be
59 made by leaving the original and two copies of both the
60 summons and complaint, together with the bond certificate of
61 the clerk, and the fee required by section two, article one,
62 chapter fifty-nine of this code with the secretary of state, or in
63 his or her office, and the service shall be sufficient upon the
64 nonresident defendant or, if a natural person, his or her adminis-
65 trator, administratrix, executor or executrix: *Provided*, That
66 notice of service and a copy of the summons and complaint
67 shall be sent by registered or certified mail, return receipt
68 requested, by the secretary of state to the nonresident defendant.
69 The return receipt signed by the defendant or his or her duly
70 authorized agent shall be attached to the original summons and
71 complaint and filed in the office of the clerk of the court from
72 which process is issued. In the event the registered or certified
73 mail sent by the secretary of state is refused or unclaimed by
74 the addressee or if the addressee has moved without any
75 forwarding address, the registered or certified mail returned to
76 the secretary of state, or to his or her office, showing on the
77 mail the stamp of the post-office department that delivery has
78 been refused or not claimed or that the addressee has moved
79 without any forwarding address, shall be appended to the
80 original summons and complaint and filed in the clerk's office
81 of the court from which process issued. The court may order
82 any reasonable continuances to afford the defendant opportu-
83 nity to defend the action.

84 (f) The fee remitted to the secretary of state at the time of
85 service, shall be taxed in the costs of the proceeding. The
86 secretary of state shall keep a record in his or her office of all
87 service of process and the day and hour of service of process.

88 (g) In the event service of process upon a nonresident
89 defendant cannot be effected through the secretary of state as
90 provided by this section, service may be made upon the
91 defendant's insurance company. The plaintiff shall file with the
92 clerk of the circuit court an affidavit alleging that the defendant
93 is not a resident of this state; that process directed to the
94 secretary of state was sent by registered or certified mail, return
95 receipt requested; that the registered or certified mail was
96 returned to the office of the secretary of state showing the
97 stamp of the post-office department that delivery was refused
98 or that the notice was unclaimed or that the defendant addressee
99 moved without any forwarding address; and that the secretary
100 of state has complied with the provisions of subsection (e) of
101 this section. Upon receipt of process the insurance company
102 may, within thirty days, file an answer or other pleading and
103 take any action allowed by law in the name of the defendant.

104 (h) The following words and phrases, when used in this
105 article, for the purpose of this article and unless a different
106 intent on the part of the Legislature is apparent from the
107 context, have the following meanings:

108 (1) "Duly authorized agent" means and includes, among
109 others, a person who operates a motor vehicle in this state for
110 a nonresident as defined in this section and chapter, in pursuit
111 of business, pleasure or otherwise, or who comes into this state
112 and operates a motor vehicle for, or with the knowledge or
113 acquiescence of, a nonresident; and includes, among others, a
114 member of the family of the nonresident or a person who, at the
115 residence, place of business or post office of the nonresident,

116 usually receives and acknowledges receipt for mail addressed
117 to the nonresident.

118 (2) "Motor vehicle" means and includes any self-propelled
119 vehicle, including a motorcycle, tractor and trailer, not operated
120 exclusively upon stationary tracks.

121 (3) "Nonresident" means any person who is not a resident
122 of this state or a resident who has moved from the state subse-
123 quent to an accident or collision, and among others includes a
124 nonresident firm, partnership, corporation or voluntary associa-
125 tion, or a firm, partnership, corporation or voluntary association
126 that has moved from the state subsequent to an accident or
127 collision.

128 (4) "Nonresident plaintiff or plaintiffs" means a nonresident
129 who institutes an action in a court in this state having jurisdic-
130 tion against a nonresident in pursuance of the provisions of this
131 article.

132 (5) "Nonresident defendant or defendants" means a
133 nonresident motorist who, either personally or through his or
134 her agent, operated a motor vehicle on a public street, highway
135 or road in this state and was involved in an accident or collision
136 which has given rise to a civil action filed in any court in this
137 state.

138 (6) "Street", "road" or "highway" means the entire width
139 between property lines of every way or place of whatever
140 nature when any part of the street, road or highway is open to
141 the use of the public, as a matter of right, for purposes of
142 vehicular traffic.

143 (7) "Insurance company" means any firm, corporation,
144 partnership or other organization which issues automobile
145 insurance.

146 (i) The provision for service of process in this section is
147 cumulative and nothing contained in this section shall be
148 construed as a bar to the plaintiff in any action from having
149 process in the action served in any other mode and manner
150 provided by law.

**§56-3-33. Actions by or against nonresident persons having
certain contracts with this state; authorizing
secretary of state to receive process; bond and
fees; service of process; definitions; retroactive
application.**

1 (a) The engaging by a nonresident, or by his or her duly
2 authorized agent, in any one or more of the acts specified in
3 subdivisions (1) through (7) of this subsection shall be deemed
4 equivalent to an appointment by such nonresident of the
5 secretary of state, or his or her successor in office, to be his or
6 her true and lawful attorney upon whom may be served all
7 lawful process in any action or proceeding against him or her,
8 in any circuit court in this state, including an action or proceed-
9 ing brought by a nonresident plaintiff or plaintiffs, for a cause
10 of action arising from or growing out of such act or acts, and
11 the engaging in such act or acts shall be a signification of such
12 nonresident's agreement that any such process against him or
13 her, which is served in the manner hereinafter provided, shall
14 be of the same legal force and validity as though such nonresi-
15 dent were personally served with a summons and complaint
16 within this state:

17 (1) Transacting any business in this state;

18 (2) Contracting to supply services or things in this state;

19 (3) Causing tortious injury by an act or omission in this
20 state;

21 (4) Causing tortious injury in this state by an act or omis-
22 sion outside this state if he or she regularly does or solicits
23 business, or engages in any other persistent course of conduct,

24 or derives substantial revenue from goods used or consumed or
25 services rendered in this state;

26 (5) Causing injury in this state to any person by breach of
27 warranty expressly or impliedly made in the sale of goods
28 outside this state when he or she might reasonably have
29 expected such person to use, consume or be affected by the
30 goods in this state: *Provided*, That he or she also regularly does
31 or solicits business, or engages in any other persistent course of
32 conduct, or derives substantial revenue from goods used or
33 consumed or services rendered in this state;

34 (6) Having an interest in, using or possessing real property
35 in this state; or

36 (7) Contracting to insure any person, property or risk
37 located within this state at the time of contracting.

38 (b) When jurisdiction over a nonresident is based solely
39 upon the provisions of this section, only a cause of action
40 arising from or growing out of one or more of the acts specified
41 in subdivisions (1) through (7), subsection (a) of this section
42 may be asserted against him or her.

43 (c) Service shall be made by leaving the original and two
44 copies of both the summons and the complaint, and the fee
45 required by section two, article one, chapter fifty-nine of this
46 code with the secretary of state, or in his or her office, and such
47 service shall be sufficient upon such nonresident: *Provided*,
48 That notice of such service and a copy of the summons and
49 complaint shall forthwith be sent by registered or certified mail,
50 return receipt requested, by the secretary of state to the defen-
51 dant at his or her nonresident address and the defendant's return
52 receipt signed by himself or herself or his or her duly autho-
53 rized agent or the registered or certified mail so sent by the
54 secretary of state which is refused by the addressee and which

55 registered or certified mail is returned to the secretary of state,
56 or to his or her office, showing thereon the stamp of the post-
57 office department that delivery has been refused, shall be
58 appended to the original summons and complaint and filed
59 therewith in the clerk's office of the court from which process
60 issued. If any defendant served with summons and complaint
61 fails to appear and defend within thirty days of service, judg-
62 ment by default may be rendered against him or her at any time
63 thereafter. The court may order such continuances as may be
64 reasonable to afford the defendant opportunity to defend the
65 action or proceeding.

66 (d) The fee remitted to the secretary of state at the time of
67 service shall be taxed in the costs of the action or proceeding.
68 The secretary of state shall keep a record in his or her office of
69 all such process and the day and hour of service thereof.

70 (e) The following words and phrases, when used in this
71 section, shall for the purpose of this section and unless a
72 different intent be apparent from the context, have the following
73 meanings:

74 (1) "Duly authorized agent" means and includes among
75 others a person who, at the direction of or with the knowledge
76 or acquiescence of a nonresident, engages in such act or acts
77 and includes among others a member of the family of such
78 nonresident or a person who, at the residence, place of business
79 or post office of such nonresident, usually receives and receipts
80 for mail addressed to such nonresident.

81 (2) "Nonresident" means any person, other than voluntary
82 unincorporated associations, who is not a resident of this state
83 or a resident who has moved from this state subsequent to
84 engaging in such act or acts, and among others includes a
85 nonresident firm, partnership or corporation or a firm, partner-

86 ship or corporation which has moved from this state subsequent
87 to any of said such act or acts.

88 (3) "Nonresident plaintiff or plaintiffs" means a nonresident
89 of this state who institutes an action or proceeding in a circuit
90 court in this state having jurisdiction against a nonresident of
91 this state pursuant to the provisions of this section.

92 (f) The provision for service of process herein is cumulative
93 and nothing herein contained shall be construed as a bar to the
94 plaintiff in any action or proceeding from having process in
95 such action served in any other mode or manner provided by the
96 law of this state or by the law of the place in which the service
97 is made for service in that place in an action in any of its courts
98 of general jurisdiction.

99 (g) This section shall not be retroactive and the provisions
100 hereof shall not be available to a plaintiff in a cause of action
101 arising from or growing out of any of said acts occurring prior
102 to the effective date of this section.

**CHAPTER 59. FEES, ALLOWANCES AND COSTS;
NEWSPAPERS; LEGAL ADVERTISEMENTS.**

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 her
3 office the following fees to be paid by the person to whom the
4 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, amendment,
7 change of name, registration of trade name, merger, consolida-
8 tion, conversion, renewal, dissolution, termination, cancellation,

9 withdrawal revocation and reinstatement of business entities
10 organized within the state, as follows:

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

13 (B) Articles of incorporation of nonprofit
14 corporation 25.00

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

17 (D) Agreement of a general partnership 50.00

18 (E) Certificate of a limited partnership 100.00

19 (F) Agreement of a voluntary association 50.00

20 (G) Articles of organization of a business trust 50.00

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

24 (I) Amendment or correction, including change of name, of
25 articles of organization of business trust, limited liability
26 partnership, limited liability company or professional limited
27 liability company or of certificate of limited partnership or
28 agreement of voluntary association 25.00

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

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

37 (L) Articles of merger of two corporations, limited partner-
38 ships, limited liability partnerships, limited liability companies
39 or professional limited liability companies, voluntary associa-
40 tions or business trusts. 25.00

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

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

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

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

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

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

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

63	(A) Certificate of authority of for-profit	
64	corporation	\$100.00
65	(B) Certificate of authority of nonprofit	
66	corporation	50.00
67	(C) Certificate of authority of foreign limited liability	
68	companies	150.00
69	(D) Certificate of exemption from certificate of	
70	authority	25.00
71	(E) Registration of a general partnership	50.00
72	(F) Registration of a limited partnership	150.00
73	(G) Registration of a limited liability partnership for two-	
74	year term	500.00
75	(H) Registration of a voluntary association	50.00
76	(I) Registration of a trust or business trust	50.00
77	(J) Amendment or correction of certificate of authority of	
78	a foreign corporation, including change of name or increase of	
79	capital stock, in addition to any applicable license tax .	25.00
80	(K) Amendment or correction of certificate of limited	
81	partnership, limited liability partnership, limited liability	
82	company or professional limited liability company, voluntary	
83	association or business trust	25.00
84	(L) Registration of trade name, otherwise designated as a	
85	true name, fictitious name or D.B.A. (doing business as) name	
86	for any foreign business entity as permitted by law . . .	25.00
87	(M) Amendment and restatement of certificate of authority	
88	or of registration of a corporation, limited partnership, limited	

89 liability partnership, limited liability company or professional
90 limited liability company, voluntary association or business
91 trust 25.00

92 (N) Articles of merger of two corporations, limited partner-
93 ships, limited liability partnerships, limited liability companies
94 or professional limited liability companies, voluntary associa-
95 tions or business trusts 25.00

96 (O) Plus for each additional party to the merger in excess
97 of two 5.00

98 (P) Statement of conversion, when permitted, from one
99 business entity into another business entity, in addition to the
100 cost of filing the appropriate articles or certificate to organize
101 the surviving entity 25.00

102 (Q) Certificate of withdrawal or cancellation of a
103 corporation, limited partnership, limited liability partnership,
104 limited liability company, voluntary association or business
105 trust 25.00

106 (3) For receiving, filing and recording a change of the
107 principal or designated office, change of the agent of process
108 and/or change of officers, directors, partners, members or
109 managers, as the case may be, of a corporation, limited partner-
110 ship, limited liability partnership, limited liability company or
111 other business entity as provided by law 15.00

112 (4) For receiving, filing and preserving a reservation of a
113 name for each one hundred twenty days or for any other period
114 in excess of seven days prescribed by law for a corporation,
115 limited partnership, limited liability partnership or limited
116 liability company 15.00

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

119 (A) Certificate of good standing of a domestic or foreign
120 corporation \$10.00

121 (B) Certificate of existence of a domestic limited liability
122 company, and certificate of authorization foreign limited
123 liability company 10.00

124 (C) Certificate of existence of any business entity,
125 trademark or service mark registered with the secretary
126 of state 10.00

127 (D) Certified copy of corporate charter or comparable
128 organizing documents for other business entities 15.00

129 (E) Plus, for each additional amendment, restatement or
130 other additional document 5.00

131 (F) Certificate of registration of the name of a foreign
132 corporation, limited liability company, limited partnership or
133 limited liability partnership 25.00

134 (G) And for the annual renewal of the name
135 registration 10.00

136 (H) Any other certificate not specified in this
137 subdivision 10.00

138 (6) For issuing a certificate other than those relating to
139 business entities, as provided in this subsection, as follows:

140 (A) Certificate or apostille relating to the authority of
141 certain public officers, including the membership of boards and
142 commissions \$10.00

143 (B) Plus, for each additional certificate pertaining to the
144 same transaction 5.00

145 (C) Any other certificate not specified in this
146 subdivision 10.00

147 (D) For acceptance, indexing and recordation of service of
148 process any corporation, limited partnership, limited liability
149 partnership, limited liability company, voluntary association,
150 business trust, insurance company, person or other entity as
151 permitted by law 15.00

152 (E) For shipping and handling expenses for execution of
153 service of process by certified mail upon any defendant within
154 the United States, which fee is to be deposited to the special
155 revenue account established in this section for the operation of
156 the office of the secretary of state. 5.00

157 (F) For shipping and handling expenses for execution of
158 service of process upon any defendant outside the United States
159 by registered mail, which fee is to be deposited to the special
160 revenue account established in this section for the operation of
161 the office of the secretary of state. 15.00

162 (7) For a search of records of the office conducted by
163 employees of or at the expense of the secretary of state upon
164 request, as follows:

165 (A) For any search of archival records maintained at
166 sites other than the office of the secretary of state, no less
167 than \$10.00

168 (B) For searches of archival records maintained at sites
169 other than the office of the secretary of state which require
170 more than one hour, for each hour or fraction of an hour
171 consumed in making such search 10.00

172 (C) For any search of records maintained on site for the
173 purpose of obtaining copies of documents or printouts of
174 data 5.00

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

179 (E) The cost of the search is in addition to the cost of any
 180 copies or printouts prepared or any certificate issued pursuant
 181 to or based on the search.

182 (F) For recording any paper for which no specific fee is
 183 prescribed 5.00

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

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

188 (B) For each sheet after the first50

189 (C) For sending the copies or lists by fax
 190 transmission 5.00

191 (D) For producing and providing photocopies of lists,
 192 reports, guidelines and other documents produced in multiple
 193 copies for general public use, a publication price to be estab-
 194 lished by the secretary of state at a rate approximating 2.00 plus
 195 .10 per page and rounded to the nearest dollar.

196 (E) For electronic copies of records obtained in data format
 197 on disk, the cost of the record in the least expensive available
 198 printed format, plus, for each required disk, which shall be
 199 provided by the secretary of state 5.00

200 (b) The secretary of state may propose legislative rules for
 201 promulgation for charges for on-line electronic access to
 202 database information or other information maintained by the
 203 secretary of state.

204 (c) For any other work or service not enumerated in this
205 subsection, the fee prescribed elsewhere in this code or a rule
206 promulgated under the authority of this code.

207 (d) The records maintained by the secretary of state are
208 prepared and indexed at the expense of the state and those
209 records shall not be obtained for commercial resale without the
210 written agreement of the state to a contract including reimburse-
211 ment to the state for each instance of resale.

212 (e) The secretary of state may provide printed or electronic
213 information free of charge as he or she considers necessary and
214 efficient for the purpose of informing the general public or the
215 news media.

216 (f) There is hereby continued in the state treasury a special
217 revenue account to be known as the "service fees and collec-
218 tions" account. Expenditures from the account shall be used for
219 the operation of the office of the secretary of state and are not
220 authorized from collections, but are to be made only in accor-
221 dance with appropriation by the Legislature and in accordance
222 with the provisions of article three, chapter twelve of this code
223 and upon the fulfillment of the provisions set forth in article
224 two, chapter five-a of this code. Notwithstanding any other
225 provision of this code, one half of all the fees and service
226 charges established in the following sections and for the
227 following purposes shall be deposited by the secretary of state
228 or other collecting agency to that special revenue account and
229 used for the operation of the office of the secretary of state;

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

233 (2) The fees received for the sale of the state register, code
234 of state rules and other copies established by rule and autho-
235 rized by section seven, article two, chapter twenty-nine-a of this
236 code;

237 (3) The registration fees, late fees and legal settlements
238 charged for registration and enforcement of the charitable
239 organizations and professional solicitations established in
240 sections five, nine and fifteen-b, article nineteen, chapter
241 twenty-nine of this code;

242 (4) The annual attorney-in-fact fee for limited liability
243 companies as designated in section one hundred eight, article
244 one, chapter thirty-one-b of this code and established in section
245 two hundred eleven, article two of said chapter;

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

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

252 (7) The fees for the application and record maintenance of
253 all notaries public established by section one hundred seven,
254 article one, chapter twenty-nine-c of this code;

255 (8) The fees for the application and record maintenance of
256 commissioners for West Virginia as established by section
257 twelve, article four, chapter twenty-nine of this code;

258 (9) The fees for registering credit service organizations as
259 established by section five, article six-c, chapter forty-six-a of
260 this code;

261 (10) The fees for registering and renewing a West Virginia
262 limited liability partnership as established by section one,
263 article ten, chapter forty-seven-b of this code;

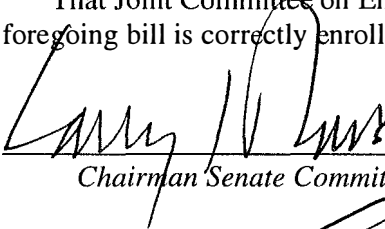
264 (11) The filing fees for the registration and renewal of
265 trademarks and service marks established in section seventeen,
266 article two, chapter forty-seven of this code;

267 (12) All fees for services, the sale of photocopies and data
268 maintained at the expense of the secretary of state as provided
269 in this section; and

270 (13) All registration, license and other fees collected by the
271 secretary of state not specified in this section.

272 (g) Any balance in the service fees and collections account
273 established by this section which exceeds five hundred thou-
274 sand dollars as of the thirtieth day of June, two thousand three,
275 and each year thereafter, shall be expired to the state fund,
276 general revenue fund.

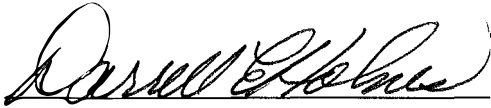
That Joint Committee on Enrolled Bills hereby certifies that the foregoing bill is correctly enrolled.


Chairman Senate Committee


Chairman House Committee

Originating in the House.

In effect ninety days from passage.



Clerk of the Senate


Clerk of the House of Delegates


President of the Senate


Speaker of the House of Delegates

The within is approved this the 21st
day of March, 2002.


Governor

PRESENTED BY:

CONTINUED

Date

3/15/02

Time

5:20 pm

A handwritten signature in black ink, appearing to be a stylized name or set of initials, written over the 'Time' field.