

WEST VIRGINIA LEGISLATURE

2021 REGULAR SESSION

ENROLLED House Bill 2874

OFFICE WEST VIRGINIA
SECRETARY OF STATE

2021 APR 28 P 4: 27

FILED

BY DELEGATES YOUNG, WAMSLEY, COOPER, DOYLE,
LONGANACRE, STEELE, J. KELLY, MCGEEHAN, WORRELL,
KIMBLE AND ZUKOFF

[Passed April 7, 2021; in effect ninety days from passage.]

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1 AN ACT to amend and reenact §59-1-2 and §59-1-2a of the Code of West Virginia, 1931, as
2 amended, relating to providing waiver of initial business registration fees and certain
3 annual business fees to businesses owned by active-duty military members and the
4 spouses of active-duty military members or veterans.

Be it enacted by the Legislature of West Virginia:

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 Secretary of State shall charge
2 for services rendered in his or her office the following fees to be paid by the person to whom the
3 service is rendered at the time it is done:

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

8 (A) Articles of incorporation of for-profit corporation, \$100;

9 (B) Articles of incorporation of nonprofit corporation, \$25;

10 (C) Articles of organization of limited liability company, \$100;

11 (D) Agreement of a general partnership, \$50;

12 (E) Certificate of a limited partnership, \$100;

13 (F) Agreement of a voluntary association, \$50;

14 (G) Articles of organization of a business trust, \$50;

15 (H) Amendment or correction of articles of incorporation, including change of name or
16 increase of capital stock, in addition to any applicable license tax, \$25;

17 (I) Amendment or correction, including change of name, of articles of organization of
18 business trust, limited liability partnership, limited liability company, or professional limited liability
19 company; or of certificate of limited partnership; or of agreement of voluntary association, \$25;

20 (J) Amendment and restatement of articles of incorporation, certificate of limited
21 partnership, agreement of voluntary association or articles of organization of limited liability
22 partnership, limited liability company or professional limited liability company or business trust,
23 \$25;

24 (K) Registration of trade name, otherwise designated as a true name, fictitious name or
25 D. B. A. (doing business as) name for any domestic business entity as permitted by law, \$25;

26 (L) Articles of merger of two corporations, limited partnerships, limited liability
27 partnerships, limited liability companies or professional limited liability companies, voluntary
28 associations or business trusts, \$25;

29 (M) Plus for each additional party to the merger in excess of two, \$15;

30 (N) Statement of conversion, when permitted, from one business entity into another
31 business entity, in addition to the cost of filing the appropriate documents to organize the surviving
32 entity, \$25;

33 (O) Articles of dissolution of a corporation, voluntary association or business trust, or
34 statement of dissolution of a general partnership, \$25;

35 (P) Revocation of voluntary dissolution of a corporation, voluntary association or business
36 trust, \$15;

37 (Q) Articles of termination of a limited liability company, cancellation of a limited
38 partnership or statement of withdrawal of limited liability partnership, \$25;

39 (R) Reinstatement of a limited liability company or professional limited liability company
40 after administrative dissolution, \$25.

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

45 (A) Certificate of authority of for-profit corporation, \$100;

- 46 (B) Certificate of authority of nonprofit corporation, \$50;
- 47 (C) Certificate of authority of foreign limited liability companies, \$150;
- 48 (D) Certificate of exemption from certificate of authority, \$25;
- 49 (E) Registration of a general partnership, \$50;
- 50 (F) Registration of a limited partnership, \$150;
- 51 (G) Registration of a limited liability partnership for two-year term, \$500;
- 52 (H) Registration of a voluntary association, \$50;
- 53 (I) Registration of a trust or business trust, \$50;
- 54 (J) Amendment or correction of certificate of authority of a foreign corporation, including
55 change of name or increase of capital stock, in addition to any applicable license tax, \$25;
- 56 (K) Amendment or correction of certificate of limited partnership, limited liability
57 partnership, limited liability company or professional limited liability company, voluntary
58 association or business trust, \$25;
- 59 (L) Registration of trade name, otherwise designated as a true name, fictitious name or D.
60 B. A. (doing business as) name for any foreign business entity as permitted by law, \$25;
- 61 (M) Amendment and restatement of certificate of authority or of registration of a
62 corporation, limited partnership, limited liability partnership, limited liability company or
63 professional limited liability company, voluntary association or business trust, \$25;
- 64 (N) Articles of merger of two corporations, limited partnerships, limited liability
65 partnerships, limited liability companies or professional limited liability companies, voluntary
66 associations or business trusts, \$25;
- 67 (O) Plus, for each additional party to the merger in excess of two, \$5;
- 68 (P) Statement of conversion, when permitted, from one business entity into another
69 business entity, in addition to the cost of filing the appropriate articles or certificate to organize
70 the surviving entity, \$25;

71 (Q) Certificate of withdrawal or cancellation of a corporation, limited partnership, limited
72 liability partnership, limited liability company, voluntary association or business, trust \$25;

73 Notwithstanding any other provision of this section to the contrary, after June 30, 2008,
74 the fees described in this subdivision that are collected for the issuance of a certificate relating to
75 the initial registration of a corporation, limited partnership, domestic limited liability company or
76 foreign limited liability company shall be deposited in the general administrative fees account
77 established by this section.

78 (3) For receiving, filing and recording a change of the principal or designated office,
79 change of the agent of process and/or change of officers, directors, partners, members or
80 managers, as the case may be, of a corporation, limited partnership, limited liability partnership,
81 limited liability company or other business entity as provided by law, \$15.

82 (4) For receiving, filing and preserving a reservation of a name for each 120 days or for
83 any other period in excess of seven days prescribed by law for a corporation, limited partnership,
84 limited liability partnership or limited liability company, \$15;

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

86 (A) Certificate of good standing of a domestic or foreign corporation, \$10;

87 (B) Certificate of existence of a domestic limited liability company and certificate of
88 authorization foreign limited liability company, \$10;

89 (C) Certificate of existence of any business entity, trademark or service mark registered
90 with the Secretary of State, \$10;

91 (D) Certified copy of corporate charter or comparable organizing documents for other
92 business entities, \$15;

93 (E) Plus, for each additional amendment, restatement or other additional document, \$5;

94 (F) Certificate of registration of the name of a foreign corporation, limited liability company,
95 limited partnership or limited liability partnership, \$25;

96 (G) And for the annual renewal of the name registration, \$10;

97 (H) Any other certificate not specified in this subdivision, \$10.

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

100 (A) Certificate or apostille relating to the authority of certain public officers, including the
101 membership of boards and commissions, \$10;

102 (B) Plus, for each additional certificate pertaining to the same transaction, \$5;

103 (C) Any other certificate not specified in this subdivision, \$10;

104 (D) For acceptance, indexing and recordation of service of process for any corporation,
105 limited partnership, limited liability partnership, limited liability company, voluntary association,
106 business trust, insurance company, person or other entity as permitted by law, \$15;

107 (E) For shipping and handling expenses for execution of service of process by certified
108 mail upon any defendant within the United States, which fee is to be deposited to the special
109 revenue account established in this section for the operation of the office of the Secretary of State,
110 \$5;

111 (F) For shipping and handling expenses for execution of service of process upon any
112 defendant outside the United States by registered mail, which fee is to be deposited to the special
113 revenue account established in this section for the operation of the office of the Secretary of State,
114 \$15;

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

117 (A) For any search of archival records maintained at sites other than the office of the
118 Secretary of State no less than, \$10;

119 (B) For searches of archival records maintained at sites other than the office of the
120 Secretary of State which require more than one hour, for each hour or fraction of an hour
121 consumed in making a search, \$10;

122 (C) For any search of records maintained on site for the purpose of obtaining copies of
123 documents or printouts of data, \$5;

124 (D) For any search of records maintained in electronic format which requires special
125 programming to be performed by the state information services agency or other vendor any actual
126 cost, but not less than, \$25;

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

129 (F) For recording any paper for which no specific fee is prescribed, \$5.

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

132 (A) For a copy of any paper or printout of electronic data, if one sheet, \$1;

133 (B) For each sheet after the first, 50 cents;

134 (C) For sending the copies or lists by fax transmission, \$5;

135 (D) For producing and providing photocopies of lists, reports, guidelines and other
136 documents produced in multiple copies for general public use, a publication price to be
137 established by the Secretary of State at a rate approximating \$2 plus 10 cents per page and
138 rounded to the nearest dollar;

139 (E) For electronic copies of records obtained in data format on disk, the cost of the record
140 in the least expensive available printed format, plus, for each required disk, which shall be
141 provided by the Secretary of State, \$5.

142 (b) The Secretary of State may propose rules for legislative approval, in accordance with
143 the provisions of §29A-3-1 *et seq.* of this code, for charges for online electronic access to
144 database information or other information maintained by the Secretary of State.

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

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

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

154 (f) There is hereby continued in the State Treasury a special revenue account to be known
155 as the Service Fees and Collections Account. Expenditures from the account shall be used for
156 the operation of the office of the Secretary of State and are not authorized from collections, but
157 are to be made only in accordance with appropriation by the Legislature and in accordance with
158 the provisions of §12-3-1 *et seq.* of this code and upon the fulfillment of the provisions set forth in
159 §5A-2-1 *et seq.* of this code. Notwithstanding any other provision of this code to the contrary,
160 except as provided in subsection (h) of this section and §59-1-2a of this code, one half of all the
161 fees and service charges established in the following sections and for the following purposes shall
162 be deposited by the Secretary of State or other collecting agency to that special revenue account
163 and used for the operation of the office of the Secretary of State:

164 (1) The annual attorney-in-fact fee for corporations and limited partnerships established in
165 §11-12C-5 of this code;

166 (2) The fees received for the sale of the State Register, Code of State Rules and other
167 copies established by rule and authorized by §29A-2-7 of this code;

168 (3) The registration fees, late fees and legal settlements charged for registration and
169 enforcement of the charitable organizations and professional solicitations established in §29-19-
170 5, §29-19-9, and §29-19-15b this code;

171 (4) The annual attorney-in-fact fee for limited liability companies as designated in §31B-1-
172 108 of this code and the annual report fee established in §31B-2-211 of this code: *Provided, That*

173 after June 30, 2008, the annual report fees designated in §31B-1-108 of this code shall upon
174 collection, be deposited in the General Administrative Fees Account described in subsection (h)
175 of this section;

176 (5) The filing fees and search and copying fees for uniform commercial code transactions
177 established by §46-9-525 of this code;

178 (6) The annual attorney-in-fact fee for licensed insurers established in §33-4-12 of this
179 code;

180 (7) The fees for the application and record maintenance of all notaries public established
181 by §39-4-20 of this code;

182 (8) The fees for registering credit service organizations as established by §46A-6C-5 of
183 this code;

184 (9) The fees for registering and renewing a West Virginia limited liability partnership as
185 established by §47B-10-1 of this code;

186 (10) The filing fees for the registration and renewal of trademarks and service marks
187 established in §47-2-17 of this code;

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

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

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

195 (h)(1) Effective July 1, 2008, there is hereby created in the State Treasury a special
196 revenue account to be known as the General Administrative Fees Account. Expenditures from
197 the account shall be used for the operation of the office of the Secretary of State and are not
198 authorized from collections, but are to be made only in accordance with appropriation by the

199 Legislature and in accordance with the provisions of §12-3-1 *et seq.* of this code and upon the
200 fulfillment of the provisions set forth in §11B-2-1 *et seq.* of this code: *Provided*, That for the fiscal
201 year ending June 30, 2009, expenditures are authorized from collections rather than pursuant to
202 an appropriation by the Legislature. Any balance in the account at the end of each fiscal year
203 shall not revert to the General Revenue Fund, but shall remain in the fund and be expended as
204 provided by this subsection.

205 (2) After June 30, 2008, all the fees and service charges established in §59-1-2a of this
206 code for the following purposes shall be collected and deposited by the Secretary of State or other
207 collecting agency in the general administrative fees account and used for the operation of the
208 office of the Secretary of State:

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

211 (B) The fees for the issuance of a certificate relating to the initial registration of a
212 corporation, limited partnership, domestic limited liability company or foreign limited liability
213 company described in subdivision (a)(2) of this section; and

214 (C) The fees for the purchase of data and updates related to the state's Business
215 Organizations Database described in §59-1-2a of this code.

216 (i) There is continued in the office of the Secretary of State a noninterest-bearing, escrow
217 account to be known as the Prepaid Fees and Services Account. This account shall be for the
218 purpose of allowing customers of the Secretary of State to prepay for services, with payment to
219 be held in escrow until services are rendered. Payments deposited in the account shall remain in
220 the account until services are rendered by the Secretary of State and at that time the fees will be
221 reallocated to the appropriate general or special revenue accounts. There shall be no fee charged
222 by the Secretary of State to the customer for the use of this account and the customer may request
223 the return of any moneys maintained in the account at any time without penalty. The assets of the

224 prepaid fees and services account do not constitute public funds of the state and are available
225 solely for carrying out the purposes of this section.

226 (j) A veteran-owned business, as defined in §59-1-2a(a)(13), commenced on or after July
227 1, 2015, or an active-duty member business, as defined in §59-1-2a(a)(13), commenced on or
228 after July 1, 2021, is exempt from paying the fees prescribed in paragraphs (a)(1)(A), (a)(1)(B),
229 (a)(1)(C), (a)(1)(D), (a)(1)(E), (a)(1)(F), and(a)(1)(G) of this section.

230 (k) Notwithstanding any other provisions of this article, after July 1, 2017, the Secretary of
231 State may offer a fee for expedited services which shall not exceed, \$500.

232 (l) The fees provided for in this section shall remain in effect until such time as the
233 Legislature has approved rules promulgated by the Secretary of State, in accordance with the
234 provisions of §29A-3-1 *et seq.* of this code, establishing a schedule of fees for services.

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

7 (2) "Business activity" means all activities engaged in or caused to be engaged in with the
8 object of gain or economic benefit, direct or indirect, but does not mean any of the activities of
9 foreign corporations enumerated in §31D-15-1501(b) of this code, except for the activity of
10 conducting affairs in interstate commerce when activity occurs in this state, nor does it mean any
11 of the activities of foreign limited liability companies enumerated in §31B-10-1003(a) of this code,
12 except for the activity of conducting affairs in interstate commerce when activity occurs in this
13 state.

14 (3) "Corporation" means a "domestic corporation", a "foreign corporation", or a "nonprofit
15 corporation".

16 (4) "Deliver or delivery" means any method of delivery used in conventional commercial
17 practice, including, but not limited to, delivery by hand, mail, commercial delivery, and electronic
18 transmission.

19 (5) "Domestic corporation" means a corporation for profit, which is not a foreign
20 corporation, incorporated under or subject to Chapter 31D of this code.

21 (6) "Domestic limited liability company" means a limited liability company, which is not a
22 foreign limited liability company, under or subject to chapter 31B of this code.

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

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

27 (9) "Limited partnership" means a partnership as defined by §47-9-1 of this code.

28 (10) "Nonprofit corporation" means a nonprofit corporation as defined by §31E-1-150 of
29 this code.

30 (11) "Registration fee" means the fee for the issuance of a certificate relating to the initial
31 registration of a corporation, limited partnership, domestic limited liability company or foreign
32 limited liability company described in §59-1-2(a)(2) of this code. The term "initial registration" also
33 means the date upon which the registration fee is paid.

34 (12) "Veteran" means any person who has served as an active member of the armed
35 forces of the United States, the National Guard, or a reserve component as described in 38 U. S.
36 C. §101. Notwithstanding any provision in this code to the contrary, a veteran must be honorably
37 discharged or under honorable conditions as described in 38 U. S. C. §101.

38 (13) "Veteran-owned business" or "Active-duty member-owned business" mean a
39 business that meets the following criteria:

40 (A) Is at least 51 percent unconditionally owned by one or more veterans, active-duty
41 members of any branch of the United States military or their respective spouses; or

42 (B) In the case of a publicly owned business, at least 51 percent of the stock is
43 unconditionally owned by one or more veterans, active-duty members of any branch of the United
44 States military or their respective spouses.

45 (b) *Required payment of annual report fee and filing of annual report.* — After June 30,
46 2008, no corporation, limited partnership, domestic limited liability company, or foreign limited
47 liability company may engage in any business activity in this state without paying the annual report
48 fee and filing the annual report as required by this section.

49 (c) *Annual report fee.* — After June 30, 2008, each corporation, limited partnership,
50 domestic limited liability company, and foreign limited liability company engaged in or authorized
51 to do business in this state shall pay an annual report fee of \$25 for the services of the Secretary
52 of State as attorney-in-fact for the corporation, limited partnership, domestic limited liability
53 company, or foreign limited liability company and for such other administrative services as may
54 be imposed by law upon the Secretary of State. The fee is due and payable each year after the
55 initial registration of the corporation, limited partnership, domestic limited liability company, or
56 foreign limited liability company with the annual report described in subsection (d) of this section
57 on or before the dates specified in subsection (e) of this section. The fee is due and payable each
58 year with the annual report from corporations, limited partnerships, domestic limited liability
59 companies, and foreign limited liability companies that paid the registration fee prior to July 1,
60 2008, on or before the dates specified in subsection (e) of this section. The annual report fees
61 received by the Secretary of State pursuant to this subsection shall be deposited by the Secretary
62 of State in the general administrative fees account established by §59-1-2 of this code.

63 (d) *Annual report.* —

64 (1) After June 30, 2008, each corporation, limited partnership, domestic limited liability
65 company, and foreign limited liability company engaged in or authorized to do business in this

66 state shall file an annual report. The report is due each year after the initial registration of the
67 corporation, limited partnership, domestic limited liability company, or foreign limited liability
68 company with the annual report fee described in subsection (c) of this section on or before the
69 dates specified in subsection (e) of this section. The report is due each year from corporations,
70 limited partnerships, domestic limited liability companies, and foreign limited liability companies
71 that paid the registration fee prior to July 1, 2008, on or before the dates specified in subsection
72 (e) of this section.

73 (2)(A) The annual report shall be filed with the Secretary of State on forms provided by
74 the Secretary of State for that purpose. The annual report shall, in the case of corporations,
75 contain: (i) The address of the corporation's principal office; (ii) the names and mailing addresses
76 of its officers and directors; (iii) the name and mailing address of the person on whom notice of
77 process may be served; (iv) the name and address of the corporation's parent corporation and of
78 each subsidiary of the corporation licensed to do business in this state; (v) in the case of limited
79 partnerships, domestic limited liability companies, and foreign limited liability companies, similar
80 information with respect to their principal or controlling interests as determined by the Secretary
81 of State or otherwise required by law to be reported to the Secretary of State; (vi) the county or
82 county code in which the principal office address or mailing address of the company is located;
83 (vii) business class code; and (viii) any other information the Secretary of State considers
84 appropriate.

85 (B) Notwithstanding any other provision of law to the contrary, the Secretary of State shall,
86 upon request of any person, disclose, with respect to corporations: (i) The address of the
87 corporation's principal office; (ii) the names and addresses of its officers and directors; (iii) the
88 name and mailing address of the person on whom notice of process may be served; (iv) the name
89 and address of each subsidiary of the corporation and the corporation's parent corporation; (v)
90 the county or county code in which the principal office address or mailing address of the company
91 is located; and (vi) the business class code. The Secretary of State shall provide similar

92 information with respect to information in its possession relating to limited partnerships, domestic
93 limited liability companies, and foreign limited liability companies, similar information with respect
94 to their principal or controlling interests.

95 (e) *Annual reports and fees due July 1.* — Each domestic and foreign corporation, limited
96 partnership, limited liability company, and foreign limited liability company shall file with the
97 Secretary of State the annual report and pay the annual report fee by July 1 of each year.

98 (f) *Deposit of fees.* — The annual report fees received by the Secretary of State pursuant
99 to this section shall be deposited by the Secretary of State in the general administrative fees
100 account established by §59-1-2 of this code.

101 (g)(1) *Duty to pay.* — It shall be the duty of each corporation, limited partnership, limited
102 liability company, and foreign limited liability company required to pay the annual report fees
103 imposed under this article to remit them with a properly completed annual report to the Secretary
104 of State, and if it fails to do so it shall be subject to the late fees prescribed in subsection (h) of
105 this section and dissolution or revocation, pursuant to this code: *Provided*, That before dissolution
106 or revocation for failure to pay fees may occur, the Secretary of State shall notify the entity by
107 certified mail, return receipt requested, of its failure to pay, all late fees or bad check fees
108 associated with the failure to pay, and the date upon which dissolution or revocation will occur if
109 all fees are not paid in full. The certified mail required by this subdivision shall be postmarked at
110 least 30 days before the dissolution or revocation date listed in the notice.

111 (2) *Bad check fee.* — If any corporation, limited partnership, limited liability company, or
112 foreign limited liability company submits payment by check or money order for the annual report
113 fee imposed under this article and the check or money order is rejected because there are
114 insufficient funds in the account or the account is closed, the Secretary of State shall assess a
115 bad check fee to the corporation, limited partnership, limited liability company, or foreign limited
116 liability company that is equivalent to the service charge paid by the Secretary of State due to the

117 rejected check or money order. The bad check fee assessed under this subdivision shall be
118 deposited into the account or accounts from which the Secretary of State paid the service charge.

119 (h) *Late fees.* —

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

122 (A) *Administrative late fee.* — The Secretary of State shall assess upon each corporation,
123 limited partnership, limited liability company, and foreign limited liability company delinquent in
124 the payment of an annual report fee or the filing of an annual report an administrative late fee in
125 the amount of \$50.

126 (B) *Administrative late fees for nonprofit corporations.* — The Secretary of State shall
127 assess each nonprofit corporation delinquent in the payment of an annual report fee or the filing
128 of an annual report an administrative late fee in the amount of \$25.

129 (2) The Secretary of State shall deposit the first \$25,000 of fees collected under this
130 subsection into the General Administrative Fees Account established in §59-1-2(h) of this code
131 and shall deposit any additional fees collected under this section into the General Revenue Fund
132 of the state.

133 (i) *Reports to Tax Commissioner; suspension, cancellation or withholding of business*
134 *registration certificate.* —

135 (1) The Secretary of State shall, within 20 days after the close of each month, make a
136 report to the Tax Commissioner for the preceding month, in which he or she shall set out the
137 name of every business entity to which he or she issued a certificate to conduct business in the
138 State of West Virginia during that month. The report shall set out the names and addresses of all
139 corporations, limited partnerships, limited liability companies, and foreign limited liability
140 companies to which he or she issued certificates of change of name or of change of location of
141 principal office, dissolution, withdrawal, or merger. If the Secretary of State fails to make the

142 report, it shall be the duty of the Tax Commissioner to report such failure to the Governor. A writ
143 of mandamus shall lie for correction of such failure.

144 (2) Notwithstanding any other provisions of this code to the contrary, upon receipt of notice
145 from the Secretary of State that a corporation, limited partnership, limited liability company, and
146 foreign limited liability company is more than 30 days delinquent in the payment of annual report
147 fees or in the filing of an annual report required by this section, the Tax Commissioner may
148 suspend, cancel or withhold a business registration certificate issued to or applied for by the
149 delinquent corporation, limited partnership, limited liability company, or foreign limited liability
150 company until the same is paid and filed in the manner provided for the suspension, cancellation
151 or withholding of business registration certificates for other reasons under §11-12-1 *et seq.* of this
152 code.

153 (j) *Purchase of data.* — The Secretary of State will provide electronically, for purchase,
154 any data maintained in the Secretary of State's Business Organizations Database. For the
155 electronic purchase of the entire Business Organizations Database, the cost is \$12,000. For the
156 purchase of the monthly updates of the Business Organizations Database, the cost is \$1,000 per
157 month. The fees received by the Secretary of State pursuant to this subsection shall be deposited
158 by the Secretary of State in the general administrative fees account established by §59-1-2 of this
159 code.

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

163 (l) *Rules.* — The Secretary of State may propose rules for legislative approval, in
164 accordance with the provisions of §29A-3-1 *et seq.* of this code, to implement this article.

165 (m) A veteran-owned business, as defined in subdivision (a)(13) of this section,
166 commenced on or after July 1, 2015, or an active-duty member-owned business, as defined in
167 subdivision (a)(13) of this section, commenced on or after July 1, 2021, is exempt from paying

168 the annual report fee, required by this section, for the first four years after its initial registration:
169 *Provided*, That a veteran-owned business or an active-duty member-owned business is not
170 exempt from any filing deadlines or other fees required by this section.

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

Deen Jeffrey
.....
Chairman, House Committee

Mark Raymond
.....
Chairman, Senate Committee

Originating in the House.

In effect ninety days from passage.

Steve Harris
.....
Clerk of the House of Delegates

Joe Linn
.....
Clerk of the Senate

Les Hankins
.....
Speaker of the House of Delegates

C.P. Bell
.....
President of the Senate

OFFICE WEST VIRGINIA
SECRETARY OF STATE

2021 APR 28 P 4: 21

FILED

The within *is approved* this the *28th*
day of *April* 2021.

James Justice
.....
Governor

PRESENTED TO THE GOVERNOR

APR 22 2021

Time 1:53 pm