

**WEST VIRGINIA LEGISLATURE** FILED

2024 MAR 22 P 1:36

**2024 REGULAR SESSION**

OFFICE OF WEST VIRGINIA  
SECRETARY OF STATE

**Enrolled**

**Senate Bill 262**

BY SENATOR WOODRUM

[Passed March 7, 2024; in effect 90 days from  
passage (June 5, 2024)]

SB 262



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1 AN ACT to amend and reenact §31D-14-1421 of the Code of West Virginia, 1931, as amended,  
2 relating to clarifying the procedure for administrative dissolution of corporations by the  
3 Secretary of State; and requiring Secretary of State to provide notice to corporations  
4 subject to administrative dissolution.

*Be it enacted by the Legislature of West Virginia:*

**ARTICLE 14. DISSOLUTION.**

**§31D-14-1421. Procedure for and effect of administrative dissolution.**

1 (a) If the Secretary of State determines that one or more grounds exist under §31D-14-  
2 1420 of this code for dissolving a corporation, the Secretary of State shall notify the corporation  
3 by certified mail with written notice of the determination pursuant to §31D-5-504 of this code.

4 (b) If the corporation does not correct each ground for dissolution or demonstrate to the  
5 reasonable satisfaction of the Secretary of State that each ground determined by the Secretary  
6 of State does not exist within 60 days after service of the notice is perfected under §31D-5-504 of  
7 this code, the Secretary of State shall administratively dissolve the corporation by signing and  
8 filing a certificate of dissolution that recites the ground or grounds for dissolution and its effective  
9 date.

10 (c) A corporation administratively dissolved continues its corporate existence but may not  
11 carry on any business except that necessary to wind up and liquidate its business and affairs  
12 under §31D-14-1405 of this code and notify claimants pursuant to §31D-14-1406 and §31D-14-  
13 1407 of this code.

14 (d) The administrative dissolution of a corporation does not terminate the authority of its  
15 registered agent.



The Clerk of the Senate and the Clerk of the House of Delegates hereby certify that the foregoing bill is correctly enrolled.

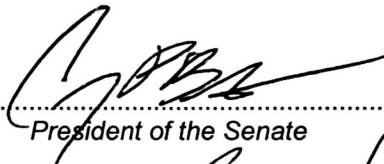
  
Clerk of the Senate

  
Clerk of the House of Delegates

Originated in the Senate.

In effect 90 days from passage.

FILED  
2024 MAR 22 P 1:36  
OFFICE OF WEST VIRGINIA  
SECRETARY OF STATE

  
President of the Senate

  
Speaker of the House of Delegates

The within is approved this the 22nd  
Day of March, 2024.

  
Governor





PRESENTED TO THE GOVERNOR

MAR 12 2024

Time 3:48pm