

12A: 9-404 et al

LEGISLATIVE HISTORY CHECKLIST

(Filing fees collected by Secretary of State-increased)

22A:4-1; 56:3-13.3 et al;
12A:9-404 et al; 14A:5-2 & 14A:5-3;

NJSA _____

LAWS 1982

CHAPTER 52

Bill No. A1552

Sponsor(s) Gormiey

Date Introduced May 24, 1982

Committee: Assembly _____

Senate _____

Amended during passage Yes ~~NOX~~

Amendments denoted by asterisks.

Date of Passage: Assembly June 17, 1982

Senate June 24, 1982

Date of approval June 30, 1982

Following statements are attached if available:

Sponsor statement Yes ~~NOX~~

(Below) Also attached Assembly amendments (adopted 6-17-82) with statement.

Committee Statement: Assembly YesX No

Senate YesX No

Fiscal Note YesX No

Veto Message YesX No

Message on signing XXYesX No

Following were printed:

Reports ~~YesX~~ No

Hearings ~~YesX~~ No

Sponsor's statement:

This bill increases certain commercial filing fees collected by the Secretary of State and represents the first increase in these fees since 1971.

6/22/81 1983

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[OFFICIAL COPY REPRINT]
ASSEMBLY, No. 1552

STATE OF NEW JERSEY

INTRODUCED MAY 24, 1982

By Assemblyman GORMLEY

AN ACT concerning certain commercial filing fees and amending sections 12A:9-404, 12A:9-405, 12A:9-406, 12A:9-407, 14A:15-2, 14A:15-3 and 22A:4-1 of the New Jersey Statutes, and P. L. 1966, c. 263 and P. L. 1971, c. 171.

1 BE IT ENACTED *by the Senate and General Assembly of the State*
2 *of New Jersey:*

1 1. N. J. S. 12A:9-404 is amended to read as follows:

2 12A:9-404. (1) If a financing statement covering consumer goods
3 is filed on or after the effective date of this act, then within 1 month
4 or within 10 days following written demand by the debtor after
5 there is no outstanding secured obligation and no commitment
6 to make advances, incur obligations or otherwise give value, the
7 secured party must file with each filing officer with whom the
8-9 financing statement was filed, a termination statement to the effect
10 that he no longer claims a security interest under the financing
11 statement, which shall be identified by file number. In other cases
12 whenever there is no outstanding secured obligation and no com-
13 mitment to make advances, incur obligations or otherwise give
14 value, the secured party must on written demand by the debtor
15 send the debtor, for each filing officer with whom the financing
16 statement was filed, a termination statement to the effect that he
17 no longer claims a security interest under the financing statement,
18 which shall be identified by the filing officer's file number. A termi-
19 nation statement signed by a person other than the secured party
20 of record must be accompanied by a separate written statement of
21 assignment signed by the secured party of record and complying

EXPLANATION—Matter enclosed in bold-faced brackets [thus] in the above bill is not enacted and is intended to be omitted in the law.

Matter printed in italics *thus* is new matter.

Matter enclosed in asterisks or stars has been adopted as follows:

*—Assembly amendments adopted June 17, 1982.

22 with subsection (2) of 12A:9-405, including payment of the re-
23 quired fee. If the affected secured party fails to file such a termina-
24 tion statement as required by this subsection, or to send such a
25 termination statement within 10 days after proper demand therefor
26 he shall be liable to the debtor for \$100.00, and in addition for any
27 loss caused to the debtor by such failure.

28 (2) On presentation to the filing officer of such a termination
29 statement he must note it in the index and attach it to the original
30 financing statement.

31 If he has received the termination statement in duplicate, he
32 shall return one copy of the termination statement to the secured
33 party stamped to show the time of receipt thereof. If the filing
34 officer has a microfilm or other photographic record of the financing
35 statement, and of any related continuation statement, statement of
36 assignment and statement of release, he may remove the originals
37 from the files at any time after receipt of the termination state-
38 ment, or if he has no such record, he may remove them from the
39 files at any time after 1 year after receipt of the termination
40 statement.

41 (3) The uniform fee for filing, attaching and indexing a termina-
42 tion statement including sending or delivering the financing state-
43 ment shall be ~~[\$5.00]~~ \$10.00.

1 2. N. J. S. 12A:9-405 is amended to read as follows:

2 12A:9-405. (1) A financing statement may disclose an assignment
3 of a security interest in the collateral described in the financing
4 statement by indication in the financing statement of the name and
5 address of the assignee or by an assignment itself or a copy
6 thereof on the face or back of the Statement. On presentation to
7 the filing officer of such a financing statement the filing officer shall
8 mark the same as provided in 12A:9-403(4). The uniform fee for
9 filing, indexing and furnishing filing data for a financing statement
10 so indicating an assignment shall be ~~[\$5.00]~~ \$10.00.

11 (2) A secured party may assign of record all or a part of his
12 rights under a financing statement by the filing in the place where
13 the original financing statement was filed of a separate written
14 statement of assignment signed by the secured party of record and
15 setting forth the name of the secured party of record and the
16 debtor, the file number and the date of filing of the financing
17 statement and the name and address of the assignee and containing
18 a description of the collateral assigned. A copy of the assignment
19 is sufficient as a separate statement if it complies with the pre-
20 ceding sentence. On presentation to the filing officer of such a
21 separate statement, the filing officer shall mark such separate

22 statement with the date and hour of filing. He shall note the
 23 assignment on the index of the financing statement, or in the case
 24 of a fixture filing, or a filing covering timber to be cut, or covering
 25 minerals or the like (including oil and gas) or accounts subject to
 26 subsection (5) of 12A:9-103, he shall index the assignment under
 27 the name of the assignor as grantor and, to the extent that the law
 28 of this State provides for indexing the assignment of a mortgage
 29 under the name of the assignee, he shall index the assignment of
 30 the financing statement under the name of the assignee. The uni-
 31 form fee for filing, indexing and furnishing filing data about such a
 32 separate statement of assignment shall be ~~【\$5.00】~~ \$10.00. Notwith-
 33 standing the provisions of this subsection, an assignment of record
 34 of a security interest in a fixture contained in a mortgage effective
 35 as a fixture filing (subsection (6) of 12A:9-402) may be made only
 36 by an assignment of the mortgage in the manner provided by the
 37 law of this State other than this act.

38 (3) After the disclosure or filing of an assignment under this
 39 section, the assignee is the secured party of record.

1 3. N. J. S. 12A:9-406 is amended to read as follows:

2 12A:9-406. A secured party of record may by his signed state-
 3 ment release all or a part of any collateral described in a filed
 4 financing statement. The statement of release is sufficient if it
 5 contains a description of the collateral being released, the name
 6 and address of the debtor, the name and address of the secured
 7 party, and the file number of the financing statement. A statement
 8 of release signed by a person other than the secured party of
 9 record must be accompanied by a separate written statement of
 10 assignment signed by the secured party of record and complying
 11 with subsection (2) of 12A:9-405, including payment of the re-
 12 quired fee. Upon presentation of such a statement of release to the
 13 filing officer he shall mark the statement with the hour and date of
 14 filing and shall note the same upon the index of the filing of the
 15 financing statement. The uniform fee for filing and noting such a
 16 statement of release shall be ~~【\$5.00】~~ \$10.00.

1 4. N. J. S. 12A:9-407 is amended to read as follows:

2 12A:9-407. Information from filing officer.

3 (1) If the person filing any financing statement, amendment,
 4 termination statement, statement of assignment, or statement of
 5 release, furnishes the filing officer a copy thereof, the filing officer
 6 shall upon request note upon the copy the file number and date and
 7 hour of the filing of the original and deliver or send the copy to such
 8 person.

9 (2) Upon request of any person, the Secretary of State may issue

10 his certificate showing whether there is on file on the date and hour
 11 stated therein, any presently effective financing statement naming
 12 a particular debtor and any statement of assignment thereof and if
 13 there is, giving the date and hour of filing of each statement and the
 14 names and addresses of each secured party therein. The uniform
 15 fee for such a certificate shall be ~~[\$10.00]~~ \$15.00. Upon request the
 16 filing officer shall furnish a copy of any filed financing statement,
 17 continuation statement, termination statement, statement of assign-
 18 ment, or statement of release for a fee of \$1.00 per page.

1 5. N. J. S. 14A:15-2 is amended to read as follows:

2 14A:15-2. Filing fees of the Secretary of State.

3 On filing any certificate or other papers relative to corporations
 4 in the office of the Secretary of State, there shall be paid to the
 5 Secretary of State for the use of the State, filing fees as follows,
 6 in addition to any applicable license fee:

7 (1) Certificate of incorporation and amendments thereto:

8 (a) for filing the original certificate of incorpora-
 9 tion ~~[\$35.00]~~ \$50.00

10 (b) for filing a certificate of amendment of the certifi-
 11 cate of incorporation, including any number of
 12 amendments ~~[\$35.00]~~ \$50.00

13 (c) for filing a certificate of abandonment of one or
 14 more amendments of the certificate of incorpora-
 15 tion ~~[\$20.00]~~ \$50.00

16 (d) for filing a certificate of merger or a certificate
 17 of consolidation ~~[\$35.00]~~ \$50.00

18 (e) for filing a certificate of abandonment of a
 19 merger or consolidation ~~[\$20.00]~~ \$50.00

20 (2) Restated certificate of incorporation:

21 For filing a restated certificate of incorporation,
 22 including any amendments of the certificate of
 23 incorporation concurrently adopted ... ~~[\$35.00]~~ \$50.00

24 (3) Dissolution of corporation:

25 (a) for filing a certificate of dissolution ... ~~[\$25.00]~~ \$35.00

26 (b) for filing an affidavit of the publication and of
 27 the mailing of a notice to creditors \$10.00

28 (c) for filing a certificate of revocation of dissolution
 29 proceedings ~~[\$25.00]~~ \$35.00

30 (4) Admission and withdrawal of foreign corporation:

31 (a) for filing an application for a certificate of
 32 authority to transact business in this State and
 33 issuing a certificate of authority ~~[\$165.00]~~ \$175.00

34	(b) for filing an application for an amended certificate of authority to transact business in this State and issuing an amended certificate of authority	.....	[\$30.00]	\$50.00
35				
36				
37				
38	(c) for filing an application for withdrawal from this State and issuing a certificate of withdrawal	.....	[\$30.00]	\$50.00
39				
40				
41	(d) for filing a certificate of change of post-office address to which process may be mailed by the Secretary of State	.....	[\$10.00]	\$25.00
42				
43				
44	(e) for filing a certificate, order or decree with respect to the dissolution of a foreign corporation, the termination of its existence, or the cancellation of its authority, and issuing a certificate of withdrawal	.....	[\$30.00]	\$50.00
45				
46				
47				
48				
49	(5) Registered office and registered agent:			
50	(a) for filing a certificate of change of address of registered office, or change of registered agent	.....	[\$5.00]	
51				
52				
53	[if both are changed], or both	.....		\$10.00
54	(b) for filing a certificate of change of address of registered agent, where such certificate effects a change in the address of the registered office of one or more corporations, for each corporation named in the certificate	.....	[\$5.00]	\$10.00
55				
56				
57				
58				
59	(c) for filing an affidavit of resignation of a registered agent	.....	[\$5.00]	\$10.00
60				
61	(6) Annual report:			
62	For each such report required to be filed	.....		\$15.00
63	(7) Tax clearance certificate from the Director of the Division of Taxation:			
64				
65	For each such certificate required to be filed	.....	[\$10.00]	\$15.00
66				
1	6. N. J. S. 14A:15-3 is amended to read as follows:			
2	14A:15-3. The Secretary of State shall also charge and collect			
3	for:			
4	(1) filing an application to reserve a specified corporate name and issuing a certificate of reservation	.....	[\$20.00]	\$25.00
5				
6				
7	if application is for the first name available for corporate use among not more than three specified names	.....		\$25.00
8				
9				

10	(2) filing a notice of transfer of a reserved corporate		
11	name	[\$10.00]	\$25.00
12	(3) filing an application by a foreign corporation to		
13	register its corporate name	[\$35.00]	\$50.00
14	(4) filing an application by a foreign corporation to		
15	renew the registration of its corporate		
16	name	[\$35.00]	\$50.00
17	(5) filing a statement of cancellation of shares	[\$25.00]	\$50.00
18	(6) filing a statement of reduction of stated		
19	capital	[\$25.00]	\$50.00
20	(7) filing a certificate as to the acquisition of the		
21	shares or a class of shares of a domestic cor-		
22	poration	[\$30.00]	\$50.00
23	(8) issuing a certificate of standing, including regis-		
24	tered agent and registered office	[\$10.00]	\$15.00
25	(9) issuing a certificate of standing, same as above,		
26	but including incorporators, officers and directors,		
27	and authorized shares	[\$20.00]	\$25.00
28	(10) issuing a certificate of standing, listing charter		
29	documents	[\$20.00]	\$25.00
30	(11) issuing a certificate of availability of corporate		
31	name (one to three names)		\$10.00
32	(12) filing a certificate of registration of fictitious		
33	name	[\$25.00]	\$30.00
34	(13) filing a certificate of renewal of registration of fic-		
35	titious name	[\$25.00]	\$30.00
36	(14) filing a certificate of correction, in addition to any		
37	applicable license fee		\$10.00
38	(15) all other certificates issued or papers filed, but not		
39	otherwise provided for	[\$10.00]	\$15.00
40	(16) corporate *[information searches or lookups]*		
41	<i>*status reports*</i> —per name	*[\$1.00]*	*\$2.00*

1 7. N. J. S. 22A:4-1 is amended to read as follows:

2 22A:4-1. For services herein enumerated the Secretary of State
3 shall receive the following fees:

4 For recording all deeds, mortgages, bills of sale, and all other
5 documents in the office of the Secretary of State: When written
6 in whole, when written and printed or typewritten in whole or in
7 part, per page \$1.00.

8 For official copies and abstracts of instruments and documents
9 in the office of the Secretary of State or from the records and files
10 thereof, per page \$1.00.

11 For the seal to commissions of sheriffs, surrogates and clerks

- 12 of any court (commissions issued by the Governor), no charge.
- 13 For the seal to every certificate, exemplification or other paper,
14 ~~[\$1.00]~~ \$5.00.
- 15 For every order, warrant or certificate under the Governor's
16 hand and seal, countersigned by the Secretary of State, ~~[\$2.00]~~
17 \$5.00.
- 18 For a commission for a sheriff, surrogate or clerk of any court,
19 no charge.
- 20 For every other commission, no charge.
- 21 For drawing a certificate to pass under the great seal, or any
22 other seal, and engrossing the same, for each sheet, ~~[\$1.00]~~ \$5.00.
- 23 For every commission granted to a notary public for a 5-year
24 term or a foreign commissioner of deeds for a 3-year term a fee
25 of ~~[\$15.00]~~ \$25.00.
- 26 For filing the seal of a foreign commissioner of deeds the Secre-
27 tary of State shall receive a fee of ~~[\$1.00]~~ \$5.00
- 28 For issuing every railroad police commission ~~[\$5.00]~~ \$10.00.
- 29 For issuing every pilot license (R. S. 12:8-6) ~~[\$5.00]~~ \$10.00.
- 30 For filing and recording all certificates and amended certificates
31 of associations and corporations not for profit and of societies,
32 clubs, churches, religious societies and congregations, required to
33 be filed in the office of the Secretary of State, \$5.00.
- 34 No fee shall be charged by the Secretary of State for filing and
35 recording the certificate of incorporation of an association formed
36 for the purpose of acquiring, caring for and maintaining historic
37 lands, sites and buildings in this State, as and for a State Park.
- 38 For accepting service of process in actions against corporations,
39 to be taxed as part of the taxable costs if the plaintiff prevails,
40 \$10.00.
- 41 For recording conditional sales contracts or agreements affect-
42 ing equipment, rolling stock, motor vehicles and other vehicles of
43 railroads, street railroads and transportation companies, \$5.00 for
44 first page of document, plus recording fee of \$1.00 per page.
- 45 For entering a satisfaction of an above-mentioned contract or
46 agreement, \$5.00 for first page of document, plus recording fee
47 of \$1.00 per page.
- 48 For filing a certified copy of an order of change of name, ~~[\$15.00]~~
49 \$20.00.
- 50 For filing any paper or document for which no other fee is fixed,
51 \$5.00.
- 52 Except as otherwise provided by law, all fees for the services
53 of the Governor for licenses, and seals to exemplifications, com-
54 missions, certificates or other papers shall be collected by the

55 Secretary of State and he shall account therefor to the Director
 56 of the Division of Budget and Accounting and pay over the same
 57 to the treasurer in the same manner as he accounts for and pays
 58 over other fees collected by him for the use of the State, plus re-
 59 cording fees.

1 8. Section 3 of P. L. 1966, c. 263 (C. 56:3-13.3) is amended to
 2 read as follows:

3 3. Application for registration.

4 Subject to the limitations set forth in this act, any person who
 5 adopts and uses a mark in this State may file in the office of the
 6 Secretary of State, on a form to be furnished by the Secretary of
 7 State, an application for registration of that mark setting forth,
 8 but not limited to, the following information:

9 (a) the name and business address of the person applying for
 10 such registration; and, if a corporation the state of incorporation;

11 (b) the goods or services in connection with which the mark is
 12 used and the mode or manner in which the mark is used in connec-
 13 tion with such goods or services and the class in which such goods
 14 or services fall;

15 (c) the date when the mark was first used anywhere and the
 16 date when it was first used in this State by the applicant or his
 17 predecessor in business; and

18 (d) a statement that the applicant is the owner of the mark and
 19 that no other person has the right to use such mark in this State
 20 either in the identical form thereof or in such near resemblance
 21 thereto as might be calculated to deceive or to be mistaken therefor.

22 The application shall be signed and verified by the applicant or
 23 by a member of the firm or an officer of the corporation or associa-
 24 tion applying.

25 The application shall be accompanied by a specimen or facsimile
 26 of such mark in triplicate.

27 The application for registration shall be accompanied by a filing
 28 fee of ~~[\$20.00]~~ \$25.00 payable to the Secretary of State.

1 9. Section 5 of P. L. 1966, c. 263 (C. 56:3-13.5) is amended to
 2 read as follows:

3 5. Duration and renewal.

4 Registration of a mark hereunder shall be effective for a term
 5 of 10 years from the date of registration and, upon application filed
 6 within 6 months prior to the expiration of such term, on a form to
 7 be furnished by the Secretary of State, which includes a statement
 8 that the mark is still in use in this State, the registration may be
 9 renewed for a like term. A renewal fee of ~~[\$20.00]~~ \$25.00, payable

10 to the Secretary of State, shall accompany the application for re-
11 newal of the registration.

12 A mark registration may be renewed for successive periods of
13 10 years in like manner.

14 The Secretary of State shall notify registrants of marks here-
15 under of the necessity of renewal within the year next preceding
16 the expiration of the 10 years from the date of registration, by
17 writing to the last known address of the registrants.

18 Any registration in force on the date on which this act shall
19 become effective shall expire 10 years from the date of the registra-
20 tion or of the last renewal thereof or 1 year after the effective date
21 of this act, whichever is later, and may be renewed by filing an
22 application with the Secretary of State on a form furnished by him
23 and paying the aforementioned renewal fee therefor within 6
24 months prior to the expiration of the registration.

25 The Secretary of State shall within 6 months after the effective
26 date of this act notify all registrants of marks under previous acts
27 of the date of expiration of such registrations unless renewed in
28 accordance with the provisions of this act, by writing to the last
29 known address of the registrants.

1 10. Section 6 of P. L. 1966, c. 263 (C. 56:3-13.6) is amended to
2 read as follows:

3 **6. Assignment.**

4 Any mark and its registration hereunder shall be assignable with
5 the good will of the business in which the mark is used, or with that
6 part of the good will of the business connected with the use of
7 and symbolized by the mark. Assignment shall be by instruments
8 in writing duly executed and may be recorded with the Secretary
9 of State upon the payment of a fee of **[\$10.00]** \$15.00, payable to
10 the Secretary of State who, upon recording of the assignment, shall
11 issue in the name of the assignee a new certificate for the remainder
12 of the term of the registration or of the last renewal thereof. An
13 assignment of any registration under this act shall be void as
14 against any subsequent purchaser for valuable consideration with-
15 out notice, unless it is recorded with the Secretary of State within 3
16 months after the date thereof or prior to such subsequent purchase.

1 11. Section 5 of P. L. 1971, c. 171 (C. 56:3-13.7a) is amended
2 to read as follows:

3 5. Upon request of any person, the Secretary of State shall issue
4 upon the payment of a fee of **[\$10.00]** \$15.00 a certificate of avail-
5 ability of a mark (one to three marks).

1 12. This act shall take effect 45 days after the date of enactment.

Sponsor -- Gormley

ste
will

Assembly Floor Amendments

to

Assembly Bill No. 1552

Amend:

ADOPTED

Page

JUN 17 1982
Sec. Line

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~~41~~

Amend as follows:

"(16) corporate status reports -- per
name [\$1.00] \$2.00"

*After "corporate" omit "information searches
or lookups" and insert "status reports"
omit "\$1.00" and insert "\$2.00"*

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STATEMENT

The legislation as initially drafted failed to raise this fee. As it now costs the Department of State \$1.63 to process each information search or lookup (more properly called a "status report"), it is necessary to raise this fee to \$2.00 to avoid an annual loss of approximately \$23,000 in processing these requests. This increase would raise an additional estimated \$35,000 annually for the Treasury.