

# 52:16A-38

## LEGISLATIVE HISTORY CHECKLIST

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**LAWS OF:** 2009                   **CHAPTER:** 177

**NJSA:** 52:16A-38 (Provides one hour and two hour service options for expedited over the counter corporate service requests)

**BILL NO:** A2882 (Substituted for S2049)

**SPONSOR(S)** Diegnan and Others

**DATE INTRODUCED:** June 5, 2008

**COMMITTEE:**           **ASSEMBLY:** Commerce and Economic Development

**SENATE:** Commerce

**AMENDED DURING PASSAGE:** No

**DATE OF PASSAGE:**           **ASSEMBLY:** September 25, 2008

**SENATE:** December 10, 2009

**DATE OF APPROVAL:** January 11, 2010

**FOLLOWING ARE ATTACHED IF AVAILABLE:**

**FINAL TEXT OF BILL** (Corrected copy of introduced bill enacted)

**S2882**

**SPONSOR'S STATEMENT:** (Begins on page 3 of original bill)       Yes

**COMMITTEE STATEMENT:**   **ASSEMBLY:**       Yes

**SENATE:**        Yes

(Audio archived recordings of the committee meetings, corresponding to the date of the committee statement, *may possibly* be found at [www.njleg.state.nj.us](http://www.njleg.state.nj.us))

**FLOOR AMENDMENT STATEMENT:**    No

**LEGISLATIVE FISCAL ESTIMATE:**    Yes

**S2049**

**SPONSOR'S STATEMENT:** (Begins on page 3 of original bill)       Yes

**COMMITTEE STATEMENT:**   **ASSEMBLY:**       No

**SENATE:**        Yes

**FLOOR AMENDMENT STATEMENT:**    No

**LEGISLATIVE FISCAL NOTE:**   No

(continued)

**VETO MESSAGE:** No

**GOVERNOR'S PRESS RELEASE ON SIGNING:** No

**FOLLOWING WERE PRINTED:**

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**REPORTS:** No

**HEARINGS:** No

**NEWSPAPER ARTICLES:** No

LAW/RWH

[Corrected Copy]

**ASSEMBLY, No. 2882**

**STATE OF NEW JERSEY**  
**213th LEGISLATURE**

INTRODUCED JUNE 5, 2008

**Sponsored by:**

**Assemblyman PATRICK J. DIEGNAN, JR.**

**District 18 (Middlesex)**

**Assemblyman JOSEPH VAS**

**District 19 (Middlesex)**

**Assemblyman MATTHEW W. MILAM**

**District 1 (Cape May, Atlantic and Cumberland)**

**Assemblywoman BONNIE WATSON COLEMAN**

**District 15 (Mercer)**

**Assemblywoman PAMELA R. LAMPITT**

**District 6 (Camden)**

**Co-Sponsored by:**

**Assemblywoman Rodriguez, Assemblymen Wisniewski, Moriarty,  
Assemblywoman Pou, Senators Adler and Sarlo**

**SYNOPSIS**

Provides one hour and two hour service options for expedited over the counter corporate service requests.

**CURRENT VERSION OF TEXT**

As introduced.

(Sponsorship Updated As Of: 12/11/2009)

1 AN ACT concerning expedited corporate filings and amending  
2 P.L.1982, c.150.

3

4 **BE IT ENACTED** by the Senate and General Assembly of the State  
5 of New Jersey:

6

7 1. Section 4 of P.L.1982, c.150 (C.52:16A-38) is amended to  
8 read as follows:

9 4. a. The Division of Commercial Recording shall provide for  
10 and establish an expedited over the counter corporate service. The  
11 processing of requests and information and documents shall be a  
12 priority same day service , with options for one hour service and  
13 two hour service effected in a fast and efficient manner.

14 b. The Division of Commercial Recording shall provide  
15 expedited over the counter corporate service for the following  
16 requests:

17 (1) Any information contained in the annual report of a  
18 corporation;

19 (2) A certificate of standing;

20 (3) A certified or uncertified copy of any document filed with  
21 the Division of Commercial Recording;

22 (4) A certificate as to the existence or nonexistence of any facts  
23 on record with the Division of Commercial Recording;

24 (5) The availability of a corporate name under N.J.S.14A:2-2;

25 (6) Filing a certificate of incorporation;

26 (7) Whether or not a corporation's certificate of incorporation or  
27 authority has been voided or revoked;

28 (8) The name and address of the registered agent of a  
29 corporation;

30 (9) The date of incorporation of a domestic corporation or the  
31 date of qualification of a foreign corporation;

32 (10) The name and address of a corporation which has filed an  
33 alternate name certificate pursuant to N.J.S.14A:2-2.1;

34 (11) A financing statement filing (UCC-1) pursuant to N.J.S.  
35 12A:9- 501 et seq.;

36 (12) A change of record filing (UCC-3) pursuant to N.J.S.12A:9-  
37 501 et seq.;

38 (13) A request for information or copies of filed financing  
39 statements (UCC-11) pursuant to N.J.S.12A:9-501 et seq.;

40 (14) Any other information contained in the documents filed  
41 with the Division of Commercial Recording, which in the discretion  
42 of the Secretary of State is readily available;

43 (15) Filing a certificate of merger;

44 (16) Filing a certificate of amendment; and

**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 underlined thus is new matter.

1 (17) Any other filing which the Secretary of State agrees to  
2 accept.

3 c. The processing of expedited over the counter corporate  
4 service requests shall include one hour and two hour service options  
5 and shall include a fee schedule, established by regulation by the  
6 State Treasurer, commensurate with the various services available  
7 pursuant to subsection b. of this section and the various time frames  
8 provided by regulation.

9 (cf: P.L.2001, c.117, s.30)

10

11 2. Section 6 of P.L.1982, c.150 (C.52:16A-40) is amended to  
12 read as follows:

13 6. The State Treasurer shall charge a **[\$15]** fee for use of  
14 telephone and expedited over the counter corporate services, which  
15 shall be in addition to the fee for the service provided by law. The  
16 statutory fee and the additional fee shall be paid by the person  
17 requesting the information and documents by the method of  
18 payment as established by the State Treasurer.

19 (cf: P.L.2002, c.34, s.39)

20

21 3. Section 7 of P.L.1982, c.150 (C.52:16A-41) is amended to  
22 read as follows:

23 7. The State Treasurer may promulgate rules and regulations  
24 necessary to establish guidelines for the use of telephone and  
25 expedited over the counter corporate services, including one hour  
26 and two hour service options, and the use of electronic data  
27 processing for direct access to the information provided under this  
28 act by persons so authorized and for the method of payment for the  
29 use of telephone and expedited over the counter corporate services.  
30 The State Treasurer shall establish fees for electronic data  
31 processing services which cover the cost of those services.

32 (cf: P.L.2002, c.34, s.40)

33

34 4. This act shall take effect immediately.

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#### STATEMENT

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39 This bill provides one hour and two hour service options for  
40 expedited over the counter corporate service requests. The one hour  
41 and two hour service options fee schedule will be established by the  
42 State Treasurer by regulation.

43 Under current law, expedited service is available as a priority  
44 same day service. "Same day service" is defined under current  
45 regulation as "no later than 8.5 business hours from the time the  
46 request is received." (See N.J.A.C.17:35-1.2)

47 The bill is based on the expedited corporate filing options  
48 available in Delaware.

# ASSEMBLY, No. 2882

## STATE OF NEW JERSEY 213th LEGISLATURE

INTRODUCED JUNE 5, 2008

**Sponsored by:**

**Assemblyman PATRICK J. DIEGNAN, JR.**

**District 18 (Middlesex)**

**SYNOPSIS**

Provides one hour and two hour service options for expedited over the counter corporate service requests.

**CURRENT VERSION OF TEXT**

As introduced.



1 AN ACT concerning expedited corporate filings and amending  
2 P.L.1982, c.150.

3

4 **BE IT ENACTED** by the Senate and General Assembly of the State  
5 of New Jersey:

6

7 1. Section 4 of P.L.1982, c.150 (C.52:16A-38) is amended to  
8 read as follows:

9 4. a. The Division of Commercial Recording shall provide for  
10 and establish an expedited over the counter corporate service. The  
11 processing of requests and information and documents shall be a  
12 priority same day service , with options for one hour service and  
13 two hour service effected in a fast and efficient manner.

14 b. The Division of Commercial Recording shall provide  
15 expedited over the counter corporate service for the following  
16 requests:

17 (1) Any information contained in the annual report of a  
18 corporation;

19 (2) A certificate of standing;

20 (3) A certified or uncertified copy of any document filed with  
21 the Division of Commercial Recording;

22 (4) A certificate as to the existence or nonexistence of any facts  
23 on record with the Division of Commercial Recording;

24 (5) The availability of a corporate name under N.J.S.14A:2-2;

25 (6) Filing a certificate of incorporation;

26 (7) Whether or not a corporation's certificate of incorporation or  
27 authority has been voided or revoked;

28 (8) The name and address of the registered agent of a  
29 corporation;

30 (9) The date of incorporation of a domestic corporation or the  
31 date of qualification of a foreign corporation;

32 (10) The name and address of a corporation which has filed an  
33 alternate name certificate pursuant to N.J.S.14A:2-2.1;

34 (11) A financing statement filing (UCC-1) pursuant to N.J.S.  
35 12A:9- 501 et seq.;

36 (12) A change of record filing (UCC-3) pursuant to N.J.S.12A:9-  
37 501 et seq.;

38 (13) A request for information or copies of filed financing  
39 statements (UCC-11) pursuant to N.J.S.12A:9-501 et seq.;

40 (14) Any other information contained in the documents filed  
41 with the Division of Commercial Recording, which in the discretion  
42 of the Secretary of State is readily available;

43 (15) Filing a certificate of merger;

44 (16) Filing a certificate of amendment; and

**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 underlined thus is new matter.

1 (17) Any other filing which the Secretary of State agrees to  
2 accept.

3 c. The processing of expedited over the counter corporate  
4 service requests shall include one hour and two hour service options  
5 and shall include a fee schedule, established by regulation by the  
6 State Treasurer, commensurate with the various services available  
7 pursuant to subsection b. of this section and the various time frames  
8 provided by regulation.

9 (cf: P.L.2001, c.117, s.30)

10

11 2. Section 6 of P.L.1982, c.150 (C.52:16A-40) is amended to  
12 read as follows:

13 6. The State Treasurer shall charge a **[\$15]** fee for use of  
14 telephone and expedited over the counter corporate services, which  
15 shall be in addition to the fee for the service provided by law. The  
16 statutory fee and the additional fee shall be paid by the person  
17 requesting the information and documents by the method of  
18 payment as established by the State Treasurer.

19 (cf: P.L.2002, c.34, s.39)

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21 3. Section 7 of P.L.1982, c.150 (C.52:16A-41) is amended to  
22 read as follows:

23 7. The State Treasurer may promulgate rules and regulations  
24 necessary to establish guidelines for the use of telephone and  
25 expedited over the counter corporate services, including one hour  
26 and two hour service options, and the use of electronic data  
27 processing for direct access to the information provided under this  
28 act by persons so authorized and for the method of payment for the  
29 use of telephone and expedited over the counter corporate services.  
30 The State Treasurer shall establish fees for electronic data  
31 processing services which cover the cost of those services.

32 (cf: P.L.2002, c.34, s.40)

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34 4. This act shall take effect immediately.

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#### STATEMENT

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39 This bill provides one hour and two hour service options for  
40 expedited over the counter corporate service requests. The one hour  
41 and two hour service options fee schedule will be established by the  
42 State Treasurer by regulation.

43 Under current law, expedited service is available as a priority  
44 same day service. "Same day service" is defined under current  
45 regulation as "no later than 8.5 business hours from the time the  
46 request is received." (See N.J.A.C. 17:35-1.2)



**A2882 DIEGNAN**

4

1       This bill proposes recommendations made by the New Jersey  
2       Corporate and Business Law Study Commission. The bill is based  
3       on the expedited corporate filing options available in Delaware.

ASSEMBLY COMMERCE AND ECONOMIC DEVELOPMENT  
COMMITTEE

STATEMENT TO

**ASSEMBLY, No. 2882**

**STATE OF NEW JERSEY**

DATED: SEPTEMBER 15, 2008

The Assembly Commerce and Economic Development Committee reports favorably Assembly Bill No. 2882.

This bill provides one-hour and two-hour service options for expedited over the counter corporate service requests. The one hour and two-hour service options fee schedule will be established by the State Treasurer by regulation.

Under current law, expedited service is available as a priority same day service. "Same day service" is defined under current regulation as "no later than 8.5 business hours from the time the request is received." (*See* N.J.A.C.17:35-1.2)

The bill is based on the expedited corporate filing options available in Delaware.

SENATE COMMERCE COMMITTEE

STATEMENT TO

**ASSEMBLY, No. 2882**

**STATE OF NEW JERSEY**

DATED: OCTOBER 20, 2008

The Senate Commerce Committee reports favorably Assembly Bill No. 2882.

This bill provides one hour and two hour service options for expedited over the counter corporate service requests presented to the State for processing. A one hour and two hour service options fee schedule to accommodate such requests shall be established by the State Treasurer by regulation.

Under current law, expedited service is available as a priority same day service. However, "same day service" is defined under current regulation only to mean "as soon as possible by no later than 8.5 business hours [defined as 8:30 A.M. to 5:00 P.M.] from the time the request is received," thus a "same day service" request may lawfully carry over into the next business day. See N.J.A.C. 17:35-1.2.

The bill is based on the expedited corporate filing options available in Delaware.

This bill is identical to Senate Bill No. 2049, as reported by the committee today.

**LEGISLATIVE FISCAL ESTIMATE**  
**CORRECTED COPY**  
**ASSEMBLY, No. 2882**  
**STATE OF NEW JERSEY**  
**213th LEGISLATURE**

DATED: SEPTEMBER 25, 2008

**SUMMARY**

**Synopsis:** Provides one hour and two hour service options for expedited over the counter corporate service requests.

**Type of Impact:** Minimal annual impact on State General Fund costs and revenues.

**Agencies Affected:** Department of the Treasury, Division of Commercial Recording.

**Office of Legislative Services Estimate**

<b>Fiscal Impact</b>	<b><u>Annual Impact</u></b>
<b>State Cost</b>	Unknown, Minimal - See comments below
<b>State Revenue</b>	Unknown, Minimal - See comments below

- The Office of Legislative Services estimates that this bill will have an unknown, minimal impact on State costs and revenues. The current \$15 additional fee for “same day service” generates approximately \$3.0 million annually. The users of the enhanced expedited service under this bill would be an unknown sub-set of the current same day transactions.

**BILL DESCRIPTION**

Assembly Bill No. 2882 of 2008 provides one hour and two hour service options for expedited over the counter corporate service requests. The one hour and two hour service options fee schedule will be established by the State Treasurer by regulation.

Under current law, expedited service is available as a priority same day service for an additional \$15.00 fee. “Same day service” is defined under current regulation as “no later than 8.5 business hours from the time the request is received.” (See N.J.A.C.17:35-1.2)

## FISCAL ANALYSIS

### *EXECUTIVE BRANCH*

None received. However, discussions with the Executive Branch indicate that this bill may impact only a fraction of the current expedited corporate service transaction requests at the Division of Commercial Recording.

### *OFFICE OF LEGISLATIVE SERVICES*

The Office of Legislative Services estimates that this bill will have an unknown, minimal impact on State costs and revenues. No data exists to determine how many service transactions will occur under the one hour and two hour option provided under this bill. The current \$15 additional fee for “same day service” generates approximately \$3.0 million annually. The users of the enhanced expedited service under this bill would be an unknown sub-set of the current same day transactions. The impact on costs and revenues cannot be determined lacking the number of potential transactions and lacking the value of the fees to be determined by the Treasurer.

*Section: Revenue, Finance and Appropriations*  
*Analyst: Martin Poethke*  
*Lead Fiscal Analyst*  
*Approved: David J. Rosen*  
*Legislative Budget and Finance Officer*

This fiscal estimate has been prepared pursuant to P.L. 1980, c.67 (C. 52:13B-1 et seq.).

# SENATE, No. 2049

## STATE OF NEW JERSEY 213th LEGISLATURE

INTRODUCED JUNE 16, 2008

**Sponsored by:**

**Senator JOHN H. ADLER**

**District 6 (Camden)**

**Senator PAUL A. SARLO**

**District 36 (Bergen, Essex and Passaic)**

**SYNOPSIS**

Provides one hour and two hour service options for expedited over the counter corporate service requests.

**CURRENT VERSION OF TEXT**

As introduced.



**(Sponsorship Updated As Of: 10/17/2008)**

1 AN ACT concerning expedited corporate filings and amending  
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3

4 **BE IT ENACTED** by the Senate and General Assembly of the State  
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45 request is received." (*See* N.J.A.C.17:35-1.2)

46 This bill proposes recommendations made by the New Jersey  
47 Corporate and Business Law Study Commission. The bill is based  
48 on the expedited corporate filing options available in Delaware.



SENATE COMMERCE COMMITTEE

STATEMENT TO

**SENATE, No. 2049**

**STATE OF NEW JERSEY**

DATED: OCTOBER 20, 2008

The Senate Commerce Committee reports favorably Senate Bill No. 2049.

This bill provides one hour and two hour service options for expedited over the counter corporate service requests presented to the State for processing. A one hour and two hour service options fee schedule to accommodate such requests shall be established by the State Treasurer by regulation.

Under current law, expedited service is available as a priority same day service. However, "same day service" is defined under current regulation only to mean "as soon as possible by no later than 8.5 business hours [defined as 8:30 A.M. to 5:00 P.M.] from the time the request is received," thus a "same day service" request may lawfully carry over into the next business day. See N.J.A.C.17:35-1.2.

The bill is based on based on the expedited corporate filing options available in Delaware.

This bill is identical to Assembly Bill No. 2882, as reported by the committee today.