

14A:15-2

LEGISLATIVE HISTORY CHECKLIST
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NJSA: 14A:15-2

(Secretary of
State--corporate
filing fees--
revise)

LAWS OF: 1991

CHAPTER: 247

Bill No: A2729

Sponsor(s): Martin

Date Introduced: Pre-filed

Committee: Assembly: State Operations

Senate: State Government

Amended during passage: Yes Amendments during passage
denoted by asterisks.

Date of Passage: Assembly: June 10, 1991

Senate: June 24, 1991

Date of Approval: August 7, 1991

Following statements are attached if available:

Sponsor statement: Yes

Committee Statement: Assembly: Yes

Senate: Yes

Fiscal Note: No

Veto Message: No

Message on signing: No

Following were printed:

Reports: No

Hearings: No

KBG/SLJ

[FIRST REPRINT]
ASSEMBLY, No. 2729

STATE OF NEW JERSEY

PRE-FILED FOR INTRODUCTION IN THE 1990 SESSION

By Assemblyman MARTIN

1 AN ACT concerning the fees to be paid to the Secretary of State
2 for certain corporate filings and amending N.J.S.14A:15-2.

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

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

7 14A:15-2. Filing fees of the Secretary of State.

8 On filing any certificate or other papers relative to
9 corporations in the office of the Secretary of State, there shall
10 be paid to the Secretary of State, filing fees as follows:

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- 12 (1) Certificate of incorporation and amendments thereto:
13 (a) for filing the original certificate of
14 incorporation.....\$100.00
15 (b) for filing a certificate of amendment of the
16 certificate of incorporation, including any
17 number of amendments.....50.00
18 (c) for filing a certificate of abandonment of
19 one or more amendments of the certificate
20 of incorporation.....50.00
21 (d) for filing a certificate of merger or a
22 certificate of consolidation.....50.00
23 (e) for filing a certificate of abandonment of
24 a merger or consolidation50.00
25 (2) Restated certificate of incorporation:
26 for filing a restated certificate of
27 incorporation, including any amendments of
28 the certificate of incorporation
29 concurrently adopted.....50.00
30 (3) Dissolution of corporation:
31 (a) for filing a certificate of
32 dissolution.....50.00
33 (b) for filing a certificate of revocation
34 of dissolution proceedings.....50.00
35 (4) Admission and withdrawal of foreign corporation:
36 (a) for filing an application for a certificate of
37 authority to transact business in this State
38 and issuing a certificate of
39 authority.....\$100.00

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.

Matter enclosed in superscript numerals has been adopted as follows:

¹ Assembly ASO committee amendments adopted May 23, 1991.

- 1 (b) for filing an application for an amended
2 certificate of authority to transact business
3 in this State and issuing an amended
4 certificate of authority.....50.00
- 5 (c) for filing an application for withdrawal
6 from this State and issuing a certificate
7 of withdrawal.....50.00
- 8 (d) for filing a certificate of change of
9 post-office address to which process may
10 be mailed by the Secretary of State.....25.00
- 11 (e) for filing a certificate, order or decree
12 with respect to the dissolution of a foreign
13 corporation, the termination of its existence,
14 or the cancellation of its authority, and
15 issuing a certificate of withdrawal.....50.00
- 16 (5) Registered office and registered agent:
 - 17 (a) for filing a certificate of change of
18 address of registered office, or change
19 of registered agent, or both.....10.00
 - 20 (b) (i) for filing a certificate of change of
21 address of registered agent, where such
22 certificate effects a change in the address
23 of the registered office of one [or more]
24 to 499 corporations¹ or of 500 or more
25 corporations in cases where the filing
26 information is not transmitted to the
27 Secretary of State in a machine readable
28 format agreeable to the Division of
29 Commercial Recording¹, for each corporation
30 named in the certificate.....10.00
 - 31 (ii) for filing a certificate of change of
32 address of registered agent, where such
33 certificate effects a change in the address
34 of the registered office of 500 or more
35 corporations¹ in cases where the filing
36 information is transmitted to the Secretary
37 of State in a machine readable format
38 agreeable to the Division of Commercial
39 Recording¹.....5,000.00
 - 40 (iii) ¹[If the Secretary of State finds that
41 the administrative costs associated with the
42 filing of a certificate of change of address
43 of the registered agent] In addition to the
44 fee imposed¹ pursuant to subparagraph (ii) of
45 this paragraph ¹[exceed \$5,000.00]¹, the
46 Secretary of State may assess an additional
47 fee not to exceed those administrative costs
48 ¹associated with the technical transmission
49 of the filing information¹.

- 1 (c) for filing an affidavit of resignation
- 2 of a registered agent.....10.00
- 3 (6) Annual report:
- 4 for each such report required to be
- 5 filed.....20.00
- 6 (7) Tax clearance certificate from the Director
- 7 of the Division of Taxation:
- 8 for each such certificate required to
- 9 be filed.....\$20.00

10 (cf: P.L.1987, c.435, s.9)

11 2. This act shall take effect on the 30th day after enactment.

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STATE GOVERNMENT

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Changes amount of fees for certain corporate filings with
Secretary of State.

1 2. This act shall take effect on the 30th day after enactment.

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STATEMENT

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5 This bill changes the amount of fees to be paid to the Secretary
6 of State for filing a certificate of change of address of a
7 registered agent. If the certificate effects a change in the
8 address of the registered office of one to 499 corporations, the
9 filing fee is \$10 for each corporation named in the certificate. If
10 the certificate effects a change in the address of the registered
11 office of 500 or more corporations, the filing fee is \$5,000.

12 Under the current law, the filing fee is \$10 for each
13 corporation named in the certificate of change of address of a
14 registered agent.

15 The bill further provides that if the Secretary of State finds
16 that the administrative costs exceed \$5,000 for the filing of a
17 certificate of change of address of the registered agent involving
18 500 or more corporations, the Secretary of State may assess an
19 additional fee not to exceed those administrative costs.

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STATE GOVERNMENT

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24 Changes amount of fees for certain corporate filings with
25 Secretary of State.

ASSEMBLY STATE OPERATIONS AND PERSONNEL
COMMITTEE

STATEMENT TO

ASSEMBLY, No. 2729

with Assembly committee amendments

STATE OF NEW JERSEY

DATED: MAY 23, 1991

The Assembly State Operations and Personnel Committee reports favorably and with committee amendments Assembly Bill No. 2729.

This bill changes the amount of fees to be paid to the Secretary of State for filing a certificate of change of address of a registered agent. If the certificate effects a change in the address of the registered office of one to 499 corporations or of 500 or more corporations in cases where the filing information is not transmitted to the Secretary of State in a machine readable format agreeable to the Division of Commercial Recording, the filing fee is \$10 for each corporation named in the certificate. If the certificate effects a change in the address of the registered office of 500 or more corporations and the filing information is transmitted to the Secretary of State in a machine readable format agreeable to the Division of Commercial Recording, the filing fee is \$5,000, plus administrative expenses associated with the technical transmission of the filing information.

Under the current law, the filing fee is \$10 for each corporation named in the certificate of change of address of a registered agent.

This bill was pre-filed for introduction in the 1990 session pending technical review. As reported, the bill includes the changes required by technical review which has been performed.

COMMITTEE AMENDMENTS

The committee amended the bill to:

1. provide that when the filing information for 500 or more corporations is not presented to the Secretary of State in machine readable format agreeable to the Division of Commercial Recording, the fee for filing the information would remain at \$10.00 per corporation; and
2. provide that when the filing information for 500 or more corporations is provided in machine readable format, the fee is \$5,000 and in addition, the Secretary of State may assess administrative costs associated with the technical transmission of the information.

SENATE STATE GOVERNMENT AND FEDERAL
AND INTERSTATE RELATIONS COMMITTEE

STATEMENT TO

[FIRST REPRINT]

ASSEMBLY, No. 2729

STATE OF NEW JERSEY

DATED: JUNE 17, 1991

The Senate State Government and Federal and Interstate Relations Committee reports favorably Assembly Bill No. 2729 [1R].

This bill changes the amount of fees to be paid to the Secretary of State for filing a certificate of change of address of a registered agent. If the certificate effects a change in the address of the registered office of one to 499 corporations or of 500 or more corporations in cases where the filing information is not transmitted to the Secretary of State in a machine readable format agreeable to the Division of Commercial Recording, the filing fee is \$10 for each corporation named in the certificate. If the certificate effects a change in the address of the registered office of 500 or more corporations and the filing information is transmitted to the Secretary of State in a machine readable format agreeable to the Division of Commercial Recording, the filing fee is \$5,000, plus administrative expenses associated with the technical transmission of the filing information.

Under the current law, the filing fee is \$10 for each corporation named in the certificate of change of address of a registered agent.