

1 HB165  
2 208838-1  
3 By Representative Ingram  
4 RFD: Ways and Means General Fund  
5 First Read: 02-FEB-21  
6 PFD: 01/26/2021

SYNOPSIS: Under existing law, the fee owed to the Secretary of State for a Certificate of Existence for a business entity is \$25.

This bill would allow the Secretary of State to waive the \$25 Certificate of Existence fee if a state of emergency declared in this or any state or by the federal government renders substantial compliance with certain provisions of law impossible or unreasonable.

A BILL  
TO BE ENTITLED  
AN ACT

Relating to business entities; to amend Section 10A-1-4.31, Code of Alabama 1975, as last amended by Act 2020-73, 2020 Regular Session; to allow the Secretary of State to waive the Certificate of Existence fee for business entities under certain circumstances.

BE IT ENACTED BY THE LEGISLATURE OF ALABAMA:

1           Section 1. Section 10A-1-4.31, Code of Alabama 1975,  
2 as last amended by Act 2020-73, 2020 Regular Session, is  
3 amended to read as follows:

4           "§10A-1-4.31.

5           "(a) (1) The Secretary of State shall collect the  
6 following fees when a filing instrument described in this  
7 title is delivered to the Secretary of State for filing:

8           "~~(1)~~ a. Certificate of formation for all entities:  
9 Two hundred dollars (\$200) ~~₹.~~

10           "~~(2)~~ b. Amendment to a certificate of formation and a  
11 restated certificate of formation: One hundred dollars  
12 (\$100) ~~₹.~~

13           "~~(3)~~ c. Name reservations and notice of transfer of  
14 name reservation: Twenty-five dollars (\$25) ~~₹.~~

15           "~~(4)~~ d. Certificates, articles, or statements of  
16 dissolution or cancellation: One hundred dollars (\$100) ~~₹.~~

17           "~~(5)~~ e. Foreign entity registration including a  
18 statement of foreign limited liability partnership: One  
19 hundred fifty dollars (\$150) ~~₹.~~

20           "~~(6)~~ f. Certificate of existence: Twenty-five dollars  
21 (\$25) ~~₹.~~

22           "~~(7)~~ g. Certificates, articles, or statements of  
23 merger, conversion, and share exchange: One hundred dollars  
24 (\$100) ~~₹ and.~~

25           "~~(8)~~ h. Any other filing instrument required or  
26 permitted to be delivered to the Secretary of State for filing  
27 pursuant to this title: One hundred dollars (\$100).

1           "(2) If a state of emergency declared in this or any  
2 other state or by the federal government renders substantial  
3 compliance with this article impossible or unreasonable, the  
4 Secretary of State may waive the Certificate of Existence fee  
5 of twenty-five dollars (\$25).

6           "(b) The judge of probate shall collect the  
7 following fees when a filing instrument described in this  
8 title is delivered to the judge of probate for filing:

9           "(1) Certified copy of statements of authority,  
10 denial, and cancellation thereof, permitted to be filed with  
11 the judge of probate: One hundred dollars (\$100)~~7.~~

12           "(2) Certified copy of certificates, articles, or  
13 statements of merger and conversion filed pursuant to this  
14 chapter, Chapter 2A, Chapter 5A, Chapter 8A, Chapter 9A, or  
15 Chapter 10: Five dollars (\$5)~~7~~~~and.~~

16           "(3) Any other filing instrument required or  
17 permitted to be delivered to the judge of probate for filing  
18 pursuant to this title: One hundred dollars (\$100).

19           "(c) There is hereby established in the State  
20 Treasury a fund to be known and designated as the Secretary of  
21 State Entity Fund. All funds, fees, charges, costs, and  
22 collections accruing to or collected by the Secretary of State  
23 under the foregoing provisions of this section or any other  
24 fees collected by the Secretary of State relating to entities  
25 shall be deposited into the State Treasury to the credit of  
26 the Secretary of State Entity Fund except as so provided in  
27 subsection (e).

1           "(d) Except as set forth in ~~subsection~~ subdivision  
2           (e) (1), all funds now or hereafter deposited in the State  
3           Treasury to the credit of the Secretary of State Entity Fund  
4           shall not be expended for any purpose whatsoever unless the  
5           same shall have been allotted and budgeted in accordance with  
6           the provisions of Article 4 of Chapter 4 of Title 41, and only  
7           in the amounts and for the purposes provided by the  
8           Legislature in the general appropriation bill or this section.

9           "(e) (1) From the two hundred dollar (\$200) fee  
10          collected by the Secretary of State for the filing of a  
11          certificate of formation in final irrevocable full payment of  
12          immediately available funds, the Secretary of State shall pay  
13          the sum of one hundred dollars (\$100) to the county treasurer  
14          for the county in which the office of the initial registered  
15          agent for that entity is located, which sum shall constitute  
16          the entire fee due to that county for the formation of that  
17          entity.

18          "(2) After the payment of the amounts set forth in  
19          ~~subsection~~ subdivision (e) (1) have been paid, 70 percent of  
20          the remaining funds collected by the Secretary of State in  
21          final irrevocable full payment of immediately available funds  
22          in relation to entities during the fiscal year shall be  
23          deposited to the credit of the State General Fund.

24          "(f) The fees ~~(1) herein~~ imposed for the office of  
25          the judge of probate or ~~(2)~~ required to be paid by the  
26          Secretary of State to the county treasurer pursuant to  
27          ~~subsection~~ subdivision (e) (1) shall be charged and paid into

1 the appropriate county treasury or to the judge of probate as  
2 may be authorized or required by law.

3 "(g) The Secretary of State shall collect the  
4 following fees for copying and certifying the copy of any  
5 filing instrument relating to a domestic or foreign entity:

6 "(1) Two dollars (\$2) a page for copying;~~and.~~

7 "(2) Ten dollars (\$10) for the certificate.

8 "(h) The judge of probate shall collect the  
9 following fees for copying and certifying the copy of any  
10 filing instrument relating to an entity:

11 "(1) Two dollars (\$2) a page for copying;~~and.~~

12 "(2) Ten dollars (\$10) for the certificate."

13 Section 2. This act shall become effective  
14 immediately upon its passage and approval by the Governor, or  
15 its otherwise becoming law.