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1 A bill to be entitled
2 An act relating to the jurisdiction of the courts;
3 amending s. 48.081, F.S.; authorizing a person to serve
4 process on the Secretary of State if other representatives
5 of a corporation cannot be served; amending s. 48.151,
6 F.S.; requiring that process served on the Secretary of
7 State on behalf of a defendant corporation be accompanied
8 by a fee, an affidavit detailing other attempts to serve
9 the corporation and known addresses of representatives of
10 the corporation, and multiple copies of the process;
11 requiring that the Secretary of State mail a copy of the
12 process to representatives of the defendant corporation;
13 requiring that the Secretary of State provide a notice of
14 service to the plaintiff or plaintiff's attorney;
15 requiring the Secretary of State to explain the reasons
16 for rejecting the service of process; amending s. 48.193,
17 F.S.; including as an additional basis for subjecting a
18 person to the jurisdiction of the courts of this state the
19 basis for jurisdiction provisions which state that a
20 person submits to the jurisdiction of the courts of this
21 state by entering into a contract that designates the law
22 of this state as the law governing the contract and that
23 contains a provision by which such person agrees to submit
24 to the jurisdiction of the courts of this state; amending
25 s. 55.502, F.S.; revising the definition of the term
26 "foreign judgment" for purposes of the Florida Enforcement
27 of Foreign Judgments Act; amending s. 684.0019, F.S.;
28 clarifying that an arbitral tribunal receiving a request

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29 | for an interim measure to preserve evidence in a dispute
 30 | governed by the Florida International Commercial
 31 | Arbitration Act need only consider to the extent
 32 | appropriate the potential harm that may occur if the
 33 | measure is not awarded or the possibility that the
 34 | requesting party will succeed on the merits of the claim;
 35 | amending s. 684.0026, F.S.; correcting a cross-reference
 36 | in the Florida International Commercial Arbitration Act;
 37 | amending s. 685.101, F.S.; deleting a restriction on the
 38 | jurisdiction of the courts of this state to transactions
 39 | bearing a substantial relation to this state; revising
 40 | application dates of provisions relating to the
 41 | jurisdiction of the courts; amending s. 685.102, F.S.;
 42 | revising application dates of provisions relating to the
 43 | jurisdiction of the courts; providing an effective date.

45 | Be It Enacted by the Legislature of the State of Florida:

47 | Section 1. Section 48.081, Florida Statutes, is amended to
 48 | read:

49 | 48.081 Service on corporation.—

50 | (1) Process against any private corporation, domestic or
 51 | foreign, may be served:

52 | (a) On the president or vice president, or other head of
 53 | the corporation;

54 | (b) In the absence of any person described in paragraph
 55 | (a), on the cashier, treasurer, secretary, or general manager;

56 | (c) In the absence of any person described in paragraph

57 (a) or paragraph (b), on any director; ~~or~~
 58 (d) In the absence of any person described in paragraph
 59 (a), paragraph (b), or paragraph (c), on any officer or business
 60 agent residing in the state; or
 61 (e) In the absence of any person described in paragraph
 62 (a), paragraph (b), paragraph (c), or paragraph (d), in the case
 63 of a domestic corporation or a registered foreign corporation,
 64 on the Secretary of State pursuant to s. 48.151.
 65 (2) If a foreign corporation has none of the foregoing
 66 officers or agents in this state, service may be made on any
 67 agent transacting business for it in this state.
 68 (3) (a) As an alternative to all of the foregoing, process
 69 may be served on the agent designated by the corporation under
 70 s. 48.091. However, if service cannot be made on a registered
 71 agent because of failure to comply with s. 48.091, service of
 72 process shall be permitted on any employee at the corporation's
 73 principal place of business or on any employee of the registered
 74 agent.
 75 (b) If the address provided for the registered agent,
 76 officer, director, or principal place of business is a residence
 77 or private mailbox, service on the corporation may be made by
 78 serving the registered agent, officer, or director in accordance
 79 with s. 48.031.
 80 (4) This section does not apply to service of process on
 81 insurance companies.
 82 (5) When a corporation engages in substantial and not
 83 isolated activities within this state, or has a business office
 84 within the state and is actually engaged in the transaction of

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85 business therefrom, service upon any officer or business agent
86 while on corporate business within this state may personally be
87 made, pursuant to this section, and it is not necessary in such
88 case that the action, suit, or proceeding against the
89 corporation shall have arisen out of any transaction or
90 operation connected with or incidental to the business being
91 transacted within the state.

92 Section 2. Section 48.151, Florida Statutes, is amended to
93 read:

94 48.151 Service on statutory agents for certain persons.—

95 (1) When any law designates a public officer, board,
96 agency, or commission as the agent for service of process on any
97 person, firm, or corporation, service of process thereunder
98 shall be made by leaving two copies of the process with the
99 public officer, board, agency, or commission or in the office
100 thereof, or by mailing said copies to the public officer, board,
101 agency, or commission. The public officer, board, agency, or
102 commission so served shall file one copy in his or her or its
103 records and promptly send the other copy, by registered or
104 certified mail, to the person to be served as shown by his or
105 her or its records. Proof of service on the public officer,
106 board, agency, or commission shall be by a notice accepting the
107 process which shall be issued by the public officer, board,
108 agency, or commission promptly after service and filed in the
109 court issuing the process. The notice accepting service shall
110 state the date upon which the copy of the process was mailed by
111 the public officer, board, agency, or commission to the person
112 being served and the time for pleading prescribed by the rules

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113 of procedure shall run from this date. The service is valid
114 service for all purposes on the person for whom the public
115 officer, board, agency, or commission is statutory agent for
116 service of process.

117 (2) This section does not apply to substituted service of
118 process on nonresidents.

119 (3) The Chief Financial Officer or his or her assistant or
120 deputy or another person in charge of the office is the agent
121 for service of process on all insurers applying for authority to
122 transact insurance in this state, all licensed nonresident
123 insurance agents, all nonresident disability insurance agents
124 licensed pursuant to s. 626.835, any unauthorized insurer under
125 s. 626.906 or s. 626.937, domestic reciprocal insurers,
126 fraternal benefit societies under chapter 632, warranty
127 associations under chapter 634, prepaid limited health service
128 organizations under chapter 636, and persons required to file
129 statements under s. 628.461.

130 (4) The Director of the Office of Financial Regulation of
131 the Financial Services Commission is the agent for service of
132 process for any issuer as defined in s. 517.021, or any dealer,
133 investment adviser, or associated person registered with that
134 office, for any violation of any provision of chapter 517.

135 (5) The Secretary of State is the agent for service of
136 process for any retailer, dealer or vendor who has failed to
137 designate an agent for service of process as required under s.
138 212.151 for violations of chapter 212.

139 (6) (a) In addition to the requirements of subsection (1),
140 service on the Secretary of State pursuant to s. 48.081(1) (e)

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141 must:
 142 1. Be accompanied by fee of \$10.
 143 2. Include a sworn affidavit of the plaintiff or
 144 plaintiff's attorney setting forth the identity of the plaintiff
 145 and defendant to whom the process relates.
 146 a. The affidavit must show that a diligent search and
 147 inquiry have been made to discover the whereabouts of the
 148 persons upon whom service of process would bind the defendant
 149 corporation; identify any process servers, private
 150 investigators, or computerized search methods used; and explain
 151 the reasons for concluding that all of the persons are absent
 152 from or cannot be found within the state.
 153 b. The plaintiff or plaintiff's attorney shall also state
 154 in the affidavit the registered agent's address, the address of
 155 the principal place of business and, if different, the last
 156 known address of which the plaintiff or plaintiff's attorney is
 157 aware. Instead of the two copies required by subsection (1), the
 158 plaintiff or plaintiff's attorney shall provide two copies of
 159 process for each address listed in the affidavit for the
 160 defendant being served, plus an additional copy for filing.
 161 (b)1. The Secretary of State shall review the process and
 162 affidavit upon service. If the secretary determines that the
 163 requirements of this subsection are met by the process and
 164 affidavit submitted, the secretary shall mail a copy of the
 165 process to:
 166 a. The defendant corporation as provided in subsection
 167 (1).
 168 b. The registered address of the defendant corporation by

169 regular mail.

170 c. The defendant corporation at additional addresses
 171 listed on the accompanying affidavit by regular mail and
 172 registered or certified mail.

173 2. The secretary shall send a notice of service to the
 174 plaintiff or plaintiff's attorney for filing with the court from
 175 which the process originated.

176 3. If the secretary determines that the requirements of
 177 this subsection have not been met, the secretary shall return
 178 the entire submission to the plaintiff or plaintiff's attorney
 179 with an explanation of the reasons for return.

180 Section 3. Subsection (1) of section 48.193, Florida
 181 Statutes, is amended to read:

182 48.193 Acts subjecting person to jurisdiction of courts of
 183 state.—

184 (1) Any person, whether or not a citizen or resident of
 185 this state, who personally or through an agent does any of the
 186 acts enumerated in this subsection thereby submits himself or
 187 herself and, if he or she is a natural person, his or her
 188 personal representative to the jurisdiction of the courts of
 189 this state for any cause of action arising from ~~the doing of~~ any
 190 of the following acts:

191 (a) Operating, conducting, engaging in, or carrying on a
 192 business or business venture in this state or having an office
 193 or agency in this state.

194 (b) Committing a tortious act within this state.

195 (c) Owning, using, possessing, or holding a mortgage or
 196 other lien on any real property within this state.

197 (d) Contracting to insure any person, property, or risk
 198 located within this state at the time of contracting.

199 (e) With respect to a proceeding for alimony, child
 200 support, or division of property in connection with an action to
 201 dissolve a marriage or with respect to an independent action for
 202 support of dependents, maintaining a matrimonial domicile in
 203 this state at the time of the commencement of this action or, if
 204 the defendant resided in this state preceding the commencement
 205 of the action, whether cohabiting during that time or not. This
 206 paragraph does not change the residency requirement for filing
 207 an action for dissolution of marriage.

208 (f) Causing injury to persons or property within this
 209 state arising out of an act or omission by the defendant outside
 210 this state, if, at or about the time of the injury, either:

211 1. The defendant was engaged in solicitation or service
 212 activities within this state; or

213 2. Products, materials, or things processed, serviced, or
 214 manufactured by the defendant anywhere were used or consumed
 215 within this state in the ordinary course of commerce, trade, or
 216 use.

217 (g) Breaching a contract in this state by failing to
 218 perform acts required by the contract to be performed in this
 219 state.

220 (h) With respect to a proceeding for paternity, engaging
 221 in the act of sexual intercourse within this state with respect
 222 to which a child may have been conceived.

223 (i) Entering into a contract that complies with s.
 224 685.102.

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225 Section 4. Subsection (1) of section 55.502, Florida
 226 Statutes, is amended to read:

227 55.502 Construction of act.—

228 (1) As used in ss. 55.501-55.509, the term "foreign
 229 judgment" means any judgment, decree, or order of a court which
 230 ~~of any other state or of the United States if such judgment,~~
 231 ~~decree, or order~~ is entitled to full faith and credit in this
 232 state.

233 Section 5. Section 684.0019, Florida Statutes, is amended
 234 to read:

235 684.0019 Conditions for granting interim measures.—

236 (1) The party requesting an interim measure under s.
 237 684.0018 must satisfy the arbitral tribunal that:

238 (a) Harm not adequately reparable by an award of damages
 239 is likely to result if the measure is not ordered, and such harm
 240 substantially outweighs the harm that is likely to result to the
 241 party against whom the measure is directed if the measure is
 242 granted; and

243 (b) A reasonable possibility exists that the requesting
 244 party will succeed on the merits of the claim. The determination
 245 on this possibility does not affect the discretion of the
 246 arbitral tribunal in making any subsequent determination.

247 (2) With regard to a request for an interim measure under
 248 s. 684.0018(4) ~~s. 684.0018~~, the requirements in subsection (1)
 249 apply only to the extent the arbitral tribunal considers
 250 appropriate.

251 Section 6. Section 684.0026, Florida Statutes, is amended
 252 to read:

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253 684.0026 Recognition and enforcement.—

254 (1) An interim measure issued by an arbitral tribunal
 255 shall be recognized as binding and, unless otherwise provided by
 256 the arbitral tribunal, enforced upon application to the
 257 competent court, irrespective of the country in which it was
 258 issued, subject to s. 684.0027 ~~s. 684.0019(1)~~.

259 (2) The party who is seeking or has obtained recognition
 260 or enforcement of an interim measure shall promptly inform the
 261 court of the termination, suspension, or modification of the
 262 interim measure.

263 (3) The court where recognition or enforcement is sought
 264 may, if it considers it proper, order the requesting party to
 265 provide appropriate security if the arbitral tribunal has not
 266 already made a determination with respect to security or if such
 267 a decision is necessary to protect the rights of third parties.

268 Section 7. Section 685.101, Florida Statutes, is amended
 269 to read:

270 685.101 Choice of law.—

271 (1) The parties to any contract, agreement, or
 272 undertaking, contingent or otherwise, in consideration of or
 273 relating to any obligation arising out of a transaction
 274 involving in the aggregate at least ~~not less than~~ \$250,000, the
 275 equivalent thereof in any foreign currency, or services or
 276 tangible or intangible property, or both, of equivalent value,
 277 including a transaction otherwise covered by s. 671.105(1), may,
 278 to the extent permitted under the United States Constitution,
 279 agree that the law of this state will govern such contract,
 280 agreement, or undertaking, the effect thereof and their rights

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281 and duties thereunder, in whole or in part, whether or not such
 282 contract, agreement, or undertaking bears any relation to this
 283 state.

284 (2) This section does not apply to any contract,
 285 agreement, or undertaking:

286 ~~(a) Regarding any transaction which does not bear a~~
 287 ~~substantial or reasonable relation to this state in which every~~
 288 ~~party is either or a combination of:~~

289 ~~1. A resident and citizen of the United States, but not of~~
 290 ~~this state; or~~

291 ~~2. Incorporated or organized under the laws of another~~
 292 ~~state and does not maintain a place of business in this state;~~

293 (a)~~(b)~~ For labor or employment;

294 (b)~~(e)~~ Relating to any transaction for personal, family,
 295 or household purposes, unless such contract, agreement, or
 296 undertaking concerns a trust at least one trustee of which
 297 resides or transacts business as a trustee in this state, in
 298 which case this section applies;

299 (c)~~(d)~~ To the extent provided to the contrary in s.
 300 671.105(2); or

301 (d)~~(e)~~ To the extent such contract, agreement, or
 302 undertaking is otherwise covered or affected by s. 655.55.

303 (3) This section does not limit or deny the enforcement of
 304 any provision respecting choice of law in any other contract,
 305 agreement, or undertaking.

306 (4) This section applies to:

307 ~~(a) contracts entered into on or after July 1, 2011 June~~
 308 ~~27, 1989; and~~

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309 ~~(b) Contracts entered into prior to June 27, 1989, if an~~
 310 ~~action or proceeding relating to such contract is commenced on~~
 311 ~~or after June 27, 1989.~~

312 Section 8. Section 685.102, Florida Statutes, is amended
 313 to read:

314 685.102 Jurisdiction.-

315 (1) Notwithstanding any law that limits the right of a
 316 person to maintain an action or proceeding, any person may, to
 317 the extent permitted under the United States Constitution,
 318 maintain in this state an action or proceeding against any
 319 person or other entity residing or located outside this state,
 320 if the action or proceeding arises out of or relates to any
 321 contract, agreement, or undertaking for which a choice of the
 322 law of this state, in whole or in part, has been made consistent
 323 with ~~pursuant to~~ s. 685.101 and which contains a provision by
 324 which such person or other entity residing or located outside
 325 this state agrees to submit to the jurisdiction of the courts of
 326 this state.

327 (2) This section does not affect the jurisdiction of the
 328 courts of this state over any action or proceeding arising out
 329 of or relating to any other contract, agreement, or undertaking.

330 (3) This section applies to:

331 ~~(a) contracts entered into on or after June 27, 1989; and~~
 332 ~~July 1, 2011~~

333 ~~(b) Contracts entered into prior to June 27, 1989, if an~~
 334 ~~action or proceeding relating to such contract is commenced on~~
 335 ~~or after June 27, 1989.~~

336 Section 9. This act shall take effect July 1, 2011.