

By the Committee on Governmental Oversight and Accountability;
and Senator Latvala

585-03463-13

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1 A bill to be entitled
2 An act relating to business entity filing fees;
3 amending ss. 607.0122, 608.452, 617.0122, and
4 620.1109, F.S.; combining certain individual fees into
5 one initial filing fee, revising fees, and requiring
6 the imposition of a late charge under certain
7 circumstances for a corporation for profit, a limited
8 liability company, a corporation not for profit, a
9 domestic limited partnership, and a foreign limited
10 partnership, respectively; amending s. 620.81055,
11 F.S.; revising fees and requiring the imposition of a
12 late charge under certain circumstances for a limited
13 liability partnership; repealing s. 607.193, F.S.,
14 relating to supplemental corporate fees; providing an
15 effective date.

16
17 Be It Enacted by the Legislature of the State of Florida:

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19 Section 1. Section 607.0122, Florida Statutes, is amended
20 to read:

21 607.0122 Fees for filing documents and issuing
22 certificates.—The Department of State shall collect the
23 following fees when the documents described in this section are
24 delivered to the department for filing:

25 (1) Initial filing, \$70, including:

26 (a) Articles of incorporation or application for
27 certificate of authority to transact business in this state by a
28 foreign corporation.

29 (b) Designation of and acceptance by registered agent:—\$35.

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- 30 (2) Application for registered name: \$35 ~~\$87.50~~.
- 31 (3) Application for renewal of registered name: \$35 ~~\$87.50~~.
- 32 (4) Corporation's statement of change of registered agent
33 or registered office or both if not included on the annual
34 report: \$35.
- 35 ~~(5) Designation of and acceptance by registered agent: \$35.~~
- 36 (5)~~(6)~~ Agent's statement of resignation from active
37 corporation: \$85 ~~\$87.50~~.
- 38 (6)~~(7)~~ Agent's statement of resignation from an inactive
39 corporation: \$35.
- 40 (7)~~(8)~~ Amendment of articles of incorporation: \$35.
- 41 (8)~~(9)~~ Restatement of articles of incorporation with
42 amendment of articles: \$35.
- 43 (9)~~(10)~~ Articles of merger or share exchange for each party
44 thereto: \$35.
- 45 (10)~~(11)~~ Articles of dissolution: \$35.
- 46 (11)~~(12)~~ Articles of revocation of dissolution: \$35.
- 47 (12)~~(13)~~ Application for reinstatement following
48 administrative dissolution: \$400 ~~\$600~~.
- 49 ~~(14) Application for certificate of authority to transact
50 business in this state by a foreign corporation: \$35.~~
- 51 (13)~~(15)~~ Application for amended certificate of authority:
52 \$35.
- 53 (14)~~(16)~~ Application for certificate of withdrawal by a
54 foreign corporation: \$35.
- 55 (15)~~(17)~~ Annual report: \$150 ~~\$61.25~~.
- 56 (16)~~(18)~~ Articles of correction: \$35.
- 57 (17)~~(19)~~ Application for certificate of status: \$8.75.
- 58 (18)~~(20)~~ Certificate of domestication of a foreign

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59 corporation: \$50.

60 (19)~~(21)~~ Certified copy of document: \$8.75 ~~\$52.50~~.

61 (20)~~(22)~~ Serving as agent for substitute service of
62 process: \$35 ~~\$87.50~~.

63 ~~(23) Supplemental corporate fee: \$88.75.~~

64 (21)~~(24)~~ Any other document required or permitted to be
65 filed by this act: \$35.

66 (22) A late charge of \$400 if the annual report fee is
67 remitted after May 1 except in circumstances in which a business
68 entity was administratively dissolved or its certificate of
69 authority was revoked due to its failure to file an annual
70 report and the entity subsequently applied for reinstatement and
71 paid the applicable reinstatement fee.

72 Section 2. Section 607.193, Florida Statutes, is repealed.

73 Section 3. Section 608.452, Florida Statutes, is amended to
74 read:

75 608.452 Fees of the Department of State.—The fees of the
76 Department of State under this chapter are as follows:

77 (1) For furnishing a certified copy, \$8.75 ~~\$30~~.

78 (2) For initial filing, \$70, including:

79 (a) Original articles of organization or a foreign limited
80 liability company's application for a certificate of authority
81 to transact business.

82 (b) A certificate designating a registered agent.

83 ~~(3)(2) For filing original articles of organization,~~
84 ~~articles of revocation of dissolution, \$35 or a foreign limited~~
85 ~~liability company's application for a certificate of authority~~
86 ~~to transact business, \$100.~~

87 (4)~~(3)~~ For filing a certificate of merger of limited

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88 liability companies or other business entities, \$35 ~~\$25~~ per
89 constituent party to the merger, unless a specific fee is
90 required for a party in other applicable law.

91 (5) ~~(4)~~ For filing an annual report, \$150 ~~\$50~~.

92 (6) ~~(5)~~ For filing an application for reinstatement after an
93 administrative or judicial dissolution or a revocation of
94 authority to transact business, \$400 ~~\$100~~.

95 (7) ~~(6)~~ For filing a certificate ~~designating a registered~~
96 ~~agent or~~ changing a registered agent, \$35 ~~\$25~~.

97 (8) ~~(7)~~ For filing a registered agent's statement of
98 resignation from an active limited liability company, \$85.

99 (9) ~~(8)~~ For filing a registered agent's statement of
100 resignation from a dissolved limited liability company, \$35 ~~\$25~~.

101 (10) ~~(9)~~ For filing a certificate of conversion of a limited
102 liability company, \$35 ~~\$25~~.

103 (11) ~~(10)~~ For filing any other limited liability company
104 document, \$35 ~~\$25~~.

105 (12) ~~(11)~~ For furnishing a certificate of status, \$8.75 ~~\$5~~.

106 (13) A late charge of \$400 if the annual report fee is
107 remitted after May 1 except in circumstances in which a business
108 entity was administratively dissolved or its certificate of
109 authority was revoked due to its failure to file an annual
110 report and the entity subsequently applied for reinstatement and
111 paid the applicable reinstatement fee.

112 Section 4. Section 617.0122, Florida Statutes, is amended
113 to read:

114 617.0122 Fees for filing documents and issuing
115 certificates.—The Department of State shall collect the
116 following fees on documents delivered to the department for

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- 117 filing:
- 118 (1) Initial filing, \$70, including:
- 119 (a) Articles of incorporation or application for
- 120 certificate of authority to transact business in this state by a
- 121 foreign corporation.
- 122 (b) Designation of and acceptance by registered agent: ~~\$35.~~
- 123 (2) Application for registered name: \$35 ~~\$87.50.~~
- 124 (3) Application for renewal of registered name: \$35 ~~\$87.50.~~
- 125 (4) Corporation's statement of change of registered agent
- 126 or registered office or both if not included on the annual
- 127 report: \$35.
- 128 ~~(5) Designation of and acceptance by registered agent: \$35.~~
- 129 (5)(6) Agent's statement of resignation from active
- 130 corporation: \$85 ~~\$87.50.~~
- 131 (6)(7) Agent's statement of resignation from inactive
- 132 corporation: \$35.
- 133 (7)(8) Amendment of articles of incorporation: \$35.
- 134 (8)(9) Restatement of articles of incorporation with
- 135 amendment of articles: \$35.
- 136 (9)(10) Articles of merger for each party thereto: \$35.
- 137 (10)(11) Articles of dissolution: \$35.
- 138 (11)(12) Articles of revocation of dissolution: \$35.
- 139 (12)(13) Application for reinstatement following
- 140 administrative dissolution: \$400 ~~\$175.~~
- 141 ~~(14) Application for certificate of authority to transact~~
- 142 ~~business in this state by a foreign corporation: \$35.~~
- 143 (13)(15) Application for amended certificate of authority:
- 144 \$35.
- 145 (14)(16) Application for certificate of withdrawal by a

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146 foreign corporation: \$35.

147 ~~(15)-(17)~~ Annual report: \$150 ~~\$61.25~~.

148 ~~(16)-(18)~~ Articles of correction: \$35.

149 ~~(17)-(19)~~ Application for certificate of status: \$8.75.

150 ~~(18)-(20)~~ Certified copy of document: \$8.75 ~~\$52.50~~.

151 ~~(19)-(21)~~ Serving as agent for substitute service of
152 process: \$35 ~~\$87.50~~.

153 ~~(20)-(22)~~ Certificate of conversion of a limited
154 agricultural association to a domestic corporation: \$35.

155 ~~(21)-(23)~~ Any other document required or permitted to be
156 filed by this chapter: \$35.

157 (22) A late charge of \$400 if the annual report fee is
158 remitted after May 1 except in circumstances in which a business
159 entity was administratively dissolved or its certificate of
160 authority was revoked due to its failure to file an annual
161 report and the entity subsequently applied for reinstatement and
162 paid the applicable reinstatement fee.

163

164 Any citizen support organization that is required by rule of the
165 Department of Environmental Protection to be formed as a
166 nonprofit organization and is under contract with the department
167 is exempt from any fees required for incorporation as a
168 nonprofit organization, and the Secretary of State may not
169 assess any such fees if the citizen support organization is
170 certified by the Department of Environmental Protection to the
171 Secretary of State as being under contract with the Department
172 of Environmental Protection.

173 Section 5. Section 620.1109, Florida Statutes, is amended
174 to read:

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175 620.1109 Department of State; fees.—~~In addition to the~~
 176 ~~supplemental corporate fee of \$88.75 imposed pursuant to s.~~
 177 ~~607.193,~~ The fees of the Department of State under this act are
 178 as follows:

179 (1) For furnishing a certified copy, \$8.75 ~~\$52.50~~ for the
 180 ~~first 15 pages plus \$1.00 for each additional page.~~

181 (2) For initial filing, \$70, including:

182 (a) An original certificate of limited partnership or an
 183 original application for registration as a foreign limited
 184 partnership.

185 (b) Designating a registered agent \$965.

186 ~~(3) For filing an original application for registration as~~
 187 ~~a foreign limited partnership, \$965.~~

188 ~~(3)~~~~(4)~~ For filing certificate of conversion, \$35 ~~\$52.50~~.

189 ~~(4)~~~~(5)~~ For filing certificate of merger, \$35 ~~\$52.50~~ for
 190 each party thereto.

191 ~~(5)~~~~(6)~~ For filing a reinstatement, \$400 ~~\$500~~ for each
 192 ~~calendar year or part thereof the limited partnership was~~
 193 ~~administratively dissolved or foreign limited partnership was~~
 194 ~~revoked in the records of the Department of State.~~

195 ~~(6)~~~~(7)~~ For filing an annual report, \$150 ~~\$411.25~~.

196 ~~(7)~~~~(8)~~ For filing a certificate:

197 ~~(a) Designating a registered agent, \$35;~~

198 (a)~~(b)~~ Changing a registered agent or registered office
 199 address, \$35;

200 (b)~~(c)~~ Resigning as a registered agent from an active
 201 limited partnership, \$85 ~~\$87.50~~; ~~or~~

202 (c) Resigning as a registered agent from an inactive
 203 limited partnership, \$35; or

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- 204 (d) Of amendment or restatement of the certificate of
205 limited partnership, \$35. ~~\$52.50.~~
- 206 ~~(8)(9)~~ For filing a statement of termination, \$35 ~~\$52.50.~~
- 207 ~~(9)(10)~~ For filing a notice of cancellation for foreign
208 limited partnership, \$35 ~~\$52.50.~~
- 209 ~~(10)(11)~~ For furnishing a certificate of status or
210 authorization, \$8.75.
- 211 ~~(11)(12)~~ For filing a certificate of dissolution, \$35
212 ~~\$52.50.~~
- 213 ~~(12)(13)~~ For filing a certificate of revocation of
214 dissolution, \$35 ~~\$52.50.~~
- 215 ~~(13)(14)~~ For filing any other domestic or foreign limited
216 partnership document, \$35 ~~\$52.50.~~
- 217 (14) A late charge of \$400 if the annual report fee is
218 remitted after May 1 except in circumstances in which a business
219 entity was administratively dissolved or its certificate of
220 authority was revoked due to its failure to file an annual
221 report and the entity subsequently applied for reinstatement and
222 paid the applicable reinstatement fee.
- 223 Section 6. Subsection (1) of section 620.81055, Florida
224 Statutes, is amended to read:
- 225 620.81055 Fees for filing documents and issuing
226 certificates; powers of the Department of State.—
- 227 (1) The Department of State shall collect the following
228 fees when documents authorized by this act are delivered to the
229 Department of State for filing:
- 230 (a) Partnership registration statement: \$70 ~~\$50.~~
- 231 (b) Statement of partnership authority: \$35 ~~\$25.~~
- 232 (c) Statement of denial: \$35 ~~\$25.~~

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- 233 (d) Statement of dissociation: \$35 ~~\$25~~.
- 234 (e) Statement of dissolution: \$35 ~~\$25~~.
- 235 (f) Statement of qualification: \$35 ~~\$25~~.
- 236 (g) Statement of foreign qualification: \$35 ~~\$25~~.
- 237 (h) Limited liability partnership annual report: \$150 ~~\$25~~.
- 238 (i) Certificate of merger for each party thereto: \$35 ~~\$25~~.
- 239 (j) Amendment to any statement or registration: \$35 ~~\$25~~.
- 240 (k) Cancellation of any statement or registration: \$35 ~~\$25~~.
- 241 (l) Certified copy of any recording or part thereof: \$8.75
- 242 ~~\$52.50~~.
- 243 (m) Certificate of status: \$8.75.
- 244 (n) Certificate of conversion: \$35 ~~\$25~~.
- 245 (o) Any other document required or permitted to be filed by
- 246 this act: \$35 ~~\$25~~.
- 247 (p) A late charge of \$400 if the annual report fee is
- 248 remitted after May 1 except in circumstances in which a limited
- 249 liability partnership's statement of qualification was revoked
- 250 due to its failure to file an annual report and the entity
- 251 subsequently applied for reinstatement and paid the applicable
- 252 reinstatement fee.
- 253 Section 7. This act shall take effect July 1, 2014.