

Amendment No. 1

COMMITTEE/SUBCOMMITTEE ACTION

ADOPTED	_____	(Y/N)
ADOPTED AS AMENDED	_____	(Y/N)
ADOPTED W/O OBJECTION	_____	(Y/N)
FAILED TO ADOPT	_____	(Y/N)
WITHDRAWN	_____	(Y/N)
OTHER		

1 Committee/Subcommittee hearing bill: Economic Development &
2 Tourism Subcommittee
3 Representative McGhee offered the following:

Amendment (with title amendment)

Between lines 627 and 628, insert:

7 Section 1. Section 605.0715, Florida Statutes, is amended
8 to read:

9 605.0715 Reinstatement.—

10 (1) A limited liability company that is administratively
11 dissolved under s. 605.0714 or former s.608.4481 may apply to
12 the department for reinstatement at any time after the effective
13 date of dissolution. The company must submit ~~a form of~~
14 ~~application for reinstatement prescribed and furnished by the~~
15 ~~department and provide all of the information required by the~~
16 ~~department, together with~~ all fees and penalties then owed by
17 the company at the rates provided by law at the time the company

Amendment No. 1

18 applies for reinstatement together with an application for
19 reinstatement prescribed and furnished by the department, which
20 is signed by both the registered agent and an authorized
21 representative of the company and states:

22 (a) The name of the limited liability company.

23 (b) The street address of its principal office and its
24 mailing address.

25 (c) The date of its organization.

26 (d) The company's federal employer identification number
27 or, if none, whether one has been applied for.

28 (e) The name, title or capacity, and address of at least
29 one person who has the authority to manage the company.

30 (f) Any additional information that is necessary or
31 appropriate to enable the department to carry out this chapter.

32 (2) As an alternative to filing an application for
33 reinstatement as described in subsection (1), an
34 administratively dissolved limited liability company may submit
35 all fees and penalties then owed by the company at the rates
36 provided by law at the time the company applies for
37 reinstatement, together with a current annual report, signed by
38 both the registered agent and an authorized representative of
39 the company, which contains the same information described in
40 subsection (1).

41 (3)~~(2)~~ If the department determines that an application
42 for reinstatement contains the information required under
43 subsections ~~subsection~~ (1) or (2) and that the information is

Amendment No. 1

44 correct, upon payment of all required fees and penalties, the
45 department shall reinstate the limited liability company.

46 ~~(4)-(3)~~ When reinstatement under this section becomes
47 effective:

48 (a) The reinstatement relates back to and takes effect as
49 of the effective date of the administrative dissolution.

50 (b) The limited liability company may resume its
51 activities and affairs as if the administrative dissolution had
52 not occurred.

53 (c) The rights of a person arising out of an act or
54 omission in reliance on the dissolution before the person knew
55 or had notice of the reinstatement are not affected.

56 ~~(5)-(4)~~ The name of the dissolved limited liability company
57 is not available for assumption or use by another business
58 entity until 1 year after the effective date of dissolution
59 unless the dissolved limited liability company provides the
60 department with a record executed as required pursuant to s.
61 605.0203 permitting the immediate assumption or use of the name
62 by another limited liability company.

63 Section 2. Section 605.0909, Florida Statutes, is amended
64 to read:

65 605.0909 Reinstatement following revocation of certificate
66 of authority.—

67 (1) A foreign limited liability company whose certificate
68 of authority has been revoked may apply to the department for
69 reinstatement at any time after the effective date of the

Amendment No. 1

70 revocation. The foreign limited liability company applying for
71 reinstatement must submit ~~provide information in a form~~
72 ~~prescribed and furnished by the department and pay~~ all fees and
73 penalties then owed by the foreign limited liability company at
74 rates provided by law at the time the foreign limited liability
75 company applies for reinstatement together with an application
76 for reinstatement prescribed and furnished by the department,
77 which is signed by both the registered agent and an authorized
78 representative of the company and states:

79 (a) The name under which the foreign limited liability
80 company is registered to transact business in this state.

81 (b) The street address of its principal office and its
82 mailing address.

83 (c) The jurisdiction of its formation and the date on
84 which it became qualified to transact business in this state.

85 (d) The company's federal employer identification number
86 or, if none, whether one has been applied for.

87 (e) The name, title or capacity, and address of at least
88 one person who has the authority to manage the company.

89 (f) Any additional information that is necessary or
90 appropriate to enable the department to carry out this chapter.

91 (2) As an alternative to filing an application for
92 reinstatement as described in subsection (1), a foreign limited
93 liability company whose certificate of authority was
94 administratively revoked may submit all fees and penalties then
95 owed by the company at the rates provided by law at the time the

Amendment No. 1

96 company applies for reinstatement, together with a current
97 annual report, signed by both the registered agent and an
98 authorized representative of the company, which contains the
99 same information described in subsection (1).

100 (3)-(2) If the department determines that an application
101 for reinstatement contains the information required under
102 subsections ~~subsection~~ (1) or (2) and that the information is
103 correct, upon payment of all required fees and penalties, the
104 department shall reinstate the foreign limited liability
105 company's certificate of authority.

106 (4)-(3) When a reinstatement becomes effective, it relates
107 back to and takes effect as of the effective date of the
108 revocation of authority and the foreign limited liability
109 company may resume its activities in this state as if the
110 revocation of authority had not occurred.

111 (5)-(4) The name of the foreign limited liability company
112 whose certificate of authority has been revoked is not available
113 for assumption or use by another business entity until 1 year
114 after the effective date of revocation of authority unless the
115 limited liability company provides the department with a record
116 executed pursuant to s. 605.0203 which authorizes the immediate
117 assumption or use of its name by another limited liability
118 company.

119 (6)-(5) If the name of the foreign limited liability
120 company applying for reinstatement has been lawfully assumed in
121 this state by another business entity, the department shall

Amendment No. 1

122 require the foreign limited liability company to comply with s.
123 605.0906 before accepting its application for reinstatement.

124

125 -----

126

T I T L E A M E N D M E N T

127

Remove line 38 and insert:

128

cross-references; amending s. 605.0715, F.S.; revising

129

which materials and information a specified limited

130

liability company must submit to the Department of

131

State as part of an application for reinstatement

132

after administrated dissolution; amending s. 605.0909,

133

F.S.; revising which materials and information a

134

specified limited liability company must submit to the

135

Department of State as part of an application for

136

reinstatement following revocation of certificate of

137

authority; providing effective dates.