

1 A bill to be entitled
2 An act relating to annual business organization
3 reports and fees; amending s. 605.0212, F.S.;
4 authorizing domestic and registered foreign limited
5 liability companies to submit biennial reports to the
6 Department of State; amending s. 605.0213, F.S.;
7 establishing a biennial report filing fee for limited
8 liability companies; authorizing the department to
9 escrow an amount necessary to annualize revenues
10 collected from biennial report filing fees and
11 biennial supplemental corporate fees; amending s.
12 607.0122, F.S.; establishing a biennial report filing
13 fee for domestic and foreign corporations; authorizing
14 the department to escrow an amount necessary to
15 annualize revenues collected from biennial report
16 filing fees and biennial supplemental corporate fees;
17 amending s. 607.1622, F.S.; authorizing domestic and
18 foreign corporations to submit biennial reports to the
19 department; amending s. 607.193, F.S.; establishing a
20 biennial supplemental corporate fee for limited
21 liability companies, domestic and foreign
22 corporations, and domestic and foreign limited
23 partnerships; amending s. 617.0122, F.S.; establishing
24 a biennial report filing fee for domestic and foreign
25 corporations not for profit; authorizing the

26 department to escrow an amount necessary to annualize
 27 revenues collected from biennial report filing fees;
 28 amending s. 617.1622, F.S.; authorizing domestic and
 29 foreign corporations not for profit to submit biennial
 30 reports to the department; amending s. 620.1109, F.S.;
 31 establishing a biennial report filing fee for domestic
 32 and foreign limited partnerships; authorizing the
 33 department to escrow an amount necessary to annualize
 34 revenues collected from biennial report filing fees
 35 and biennial supplemental corporate fees; amending s.
 36 620.1210, F.S.; authorizing domestic and foreign
 37 limited partnerships to submit biennial reports to the
 38 department; amending s. 620.81055, F.S.; establishing
 39 a biennial report filing fee for domestic and foreign
 40 limited liability partnerships; authorizing the
 41 department to escrow an amount necessary to annualize
 42 revenues collected from biennial report filing fees;
 43 amending s. 620.9003, F.S.; authorizing domestic and
 44 foreign limited liability partnerships to submit
 45 biennial reports to the department; amending ss.
 46 605.0114, 605.0118, 605.0211, 605.0714, 605.0715,
 47 605.0908, 605.0909, 606.06, 607.0121, 607.0128,
 48 607.01401, 607.0141, 607.0502, 607.0705, 607.1420,
 49 607.1421, 607.1509, 607.15101, 607.1530, 607.1531,
 50 607.15315, 607.1601, 617.0121, 617.0128, 617.0502,

51 617.1420, 617.1421, 617.1509, 617.1510, 617.1530,
 52 617.1531, 617.1533, 617.1601, 620.1111, 620.1115,
 53 620.1209, 620.1809, 620.1810, 620.1906, 620.1909, and
 54 622.05, F.S.; conforming provisions to changes made by
 55 the act; providing an effective date.

56
 57 Be It Enacted by the Legislature of the State of Florida:

58
 59 Section 1. Section 605.0212, Florida Statutes, is amended
 60 to read:

61 605.0212 Annual or biennial report for department.—

62 (1) A limited liability company or a registered foreign
 63 limited liability company shall deliver to the department for
 64 filing an annual or biennial report that states the following:

65 (a) The name of the limited liability company or, if a
 66 foreign limited liability company, the name under which the
 67 foreign limited liability company is registered to transact
 68 business in this state.

69 (b) The street address of its principal office and its
 70 mailing address.

71 (c) The date of its organization and, if a foreign limited
 72 liability company, the jurisdiction of its formation and the
 73 date on which it became qualified to transact business in this
 74 state.

75 (d) The company's federal employer identification number

76 or, if none, whether one has been applied for.

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

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

81 (2) Information in the annual or biennial report must be
82 current as of the date the report is delivered to the department
83 for filing.

84 (3) The first ~~annual~~ report must be delivered to the
85 department between January 1 and May 1 of the year following the
86 calendar year in which the limited liability company's articles
87 of organization became effective or the foreign limited
88 liability company obtained a certificate of authority to
89 transact business in this state. Subsequent annual or biennial
90 reports must be delivered to the department between January 1
91 and May 1 of the subsequent calendar years in which the reports
92 are due ~~each calendar year thereafter~~. If one or more forms of
93 annual report are submitted for a calendar year, or if one or
94 more forms of biennial report are submitted for a biennial
95 period, the department shall file each of them and make the
96 information contained in them part of the official record. The
97 first form of annual report filed in a calendar year shall be
98 considered the annual report for that calendar year, and each
99 report filed after that one in the same calendar year shall be
100 treated as an amended report for that calendar year. The first

101 form of biennial report filed in a biennial period shall be
102 considered the biennial report for that biennial period, and
103 each report filed after that one in the same biennial period
104 shall be treated as an amended report for that biennial period.

105 (4) If an annual or biennial report does not contain the
106 information required in this section, the department shall
107 promptly notify the reporting limited liability company or
108 registered foreign limited liability company. If the report is
109 corrected to contain the information required in subsection (1)
110 and delivered to the department within 30 days after the
111 effective date of the notice, it is timely delivered.

112 (5) If an annual or biennial report contains the name or
113 address of a registered agent which differs from the information
114 shown in the records of the department immediately before the
115 annual or biennial report becomes effective, the differing
116 information in the annual or biennial report is considered a
117 statement of change under s. 605.0114.

118 (6) A limited liability company or foreign limited
119 liability company that fails to file an annual or biennial
120 report that complies with the requirements of this section may
121 not maintain or defend any action in a court of this state until
122 the report is filed and all fees and penalties due under this
123 chapter are paid, and shall be subject to dissolution or
124 cancellation of its certificate of authority to transact
125 business as provided in this chapter.

126 (7) The department shall prescribe the forms, which may be
127 in an electronic format, on which to make the annual or biennial
128 report called for in this section and may substitute the uniform
129 business report pursuant to s. 606.06 as a means of satisfying
130 the requirement of this chapter.

131 (8) As a condition of a merger under s. 605.1021, each
132 party to a merger which exists under the laws of this state, and
133 each party to the merger which exists under the laws of another
134 jurisdiction and has a certificate of authority to transact
135 business or conduct its affairs in this state, must be active
136 and current in filing its annual or biennial reports in the
137 records of the department through December 31 of the calendar
138 year in which the articles of merger are submitted to the
139 department for filing.

140 (9) As a condition of a conversion of an entity to a
141 limited liability company under s. 605.1041, the entity, if it
142 exists under the laws of this state, or if it exists under the
143 laws of another jurisdiction and has a certificate of authority
144 to transact business or conduct its affairs in this state, must
145 be active and current in filing its annual or biennial reports
146 in the records of the department through December 31 of the
147 calendar year in which the articles of conversion are submitted
148 to the department for filing.

149 (10) As a condition of a conversion of a limited liability
150 company to another type of entity under s. 605.1041, the limited

151 liability company converting to the other type of entity must be
 152 active and current in filing its annual or biennial reports in
 153 the records of the department through December 31 of the
 154 calendar year in which the articles of conversion are submitted
 155 to the department for filing.

156 (11) As a condition of an interest exchange between a
 157 limited liability company and another entity under s. 605.1031,
 158 the limited liability company and each other entity that is a
 159 party to the interest exchange which exists under the laws of
 160 this state, and each party to the interest exchange which exists
 161 under the laws of another jurisdiction and has a certificate of
 162 authority to transact business or conduct its affairs in this
 163 state, must be active and current in filing its annual or
 164 biennial reports in the records of the department through
 165 December 31 of the calendar year in which the articles of
 166 interest exchange are submitted to the department for filing.

167 Section 2. Section 605.0213, Florida Statutes, is amended
 168 to read:

169 605.0213 Fees of the department.—

170 (1) In addition to the annual supplemental corporate fee
 171 of \$88.75 or the biennial supplemental corporate fee of \$177.50
 172 imposed pursuant to s. 607.193, the fees of the department under
 173 this chapter are as follows:

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

175 (b)~~(2)~~ For filing original articles of organization or

176 articles of revocation of dissolution, \$100.

177 (c)~~(3)~~ For filing a foreign limited liability company's
178 application for a certificate of authority to transact business,
179 \$100.

180 (d)~~(4)~~ For filing a certificate of merger of limited
181 liability companies or other business entities, \$25 per
182 constituent party to the merger, unless a specific fee is
183 required for a party under other applicable law.

184 (e)~~(5)~~ For filing an annual report, \$50.

185 (f) For filing a biennial report, \$100.

186 (g)~~(6)~~ For filing an application for reinstatement after
187 an administrative or judicial dissolution or a revocation of
188 authority to transact business, \$100.

189 (h)~~(7)~~ For filing a certificate designating a registered
190 agent or changing a registered agent, \$25.

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

193 (j)~~(9)~~ For filing a registered agent's statement of
194 resignation from a dissolved limited liability company, \$25.

195 (k)~~(10)~~ For filing a certificate of conversion of a
196 limited liability company, \$25.

197 (l)~~(11)~~ For filing any other limited liability company
198 document, \$25.

199 (m)~~(12)~~ For furnishing a certificate of status, \$5.

200 (2) The department may escrow an amount necessary to

201 annualize revenues collected from biennial report filing fees
202 and biennial supplemental corporate fees until October 1 of the
203 following fiscal year and then account for that amount as
204 revenue for that fiscal year.

205 Section 3. Section 607.0122, Florida Statutes, is amended
206 to read:

207 607.0122 Fees for filing documents and issuing
208 certificates.—

209 (1) The Department of State shall collect the following
210 fees when the documents described in this section are delivered
211 to the department for filing:

212 (a)~~(1)~~ Articles of incorporation: \$35.

213 (b)~~(2)~~ Application for registered name: \$87.50.

214 (c)~~(3)~~ Application for renewal of registered name: \$87.50.

215 (d)~~(4)~~ Corporation's statement of change of registered
216 agent or registered office or both if not included on the annual
217 or biennial report: \$35.

218 (e)~~(5)~~ Designation of and acceptance by registered agent:
219 \$35.

220 (f)~~(6)~~ Agent's statement of resignation from active
221 corporation: \$87.50.

222 (g)~~(7)~~ Agent's statement of resignation from an inactive
223 corporation: \$35.

224 (h)~~(8)~~ Amendment of articles of incorporation: \$35.

225 (i)~~(9)~~ Restatement of articles of incorporation with

226 amendment of articles: \$35.
 227 (j)~~(10)~~ Articles of merger or share exchange for each
 228 party thereto: \$35.
 229 (k)~~(11)~~ Articles of dissolution: \$35.
 230 (l)~~(12)~~ Articles of revocation of dissolution: \$35.
 231 (m)~~(13)~~ Application for reinstatement following
 232 administrative dissolution: \$600.
 233 (n)~~(14)~~ Application for certificate of authority to
 234 transact business in this state by a foreign corporation: \$35.
 235 (o)~~(15)~~ Application for amended certificate of authority:
 236 \$35.
 237 (p)~~(16)~~ Application for certificate of withdrawal by a
 238 foreign corporation: \$35.
 239 (q)~~(17)~~ Annual report: \$61.25.
 240 (r) Biennial report: \$122.50.
 241 (s)~~(18)~~ Articles of correction: \$35.
 242 (t)~~(19)~~ Application for certificate of status: \$8.75.
 243 (u)~~(20)~~ Certificate of domestication of a foreign
 244 corporation: \$50.
 245 (v)~~(21)~~ Certified copy of document: \$52.50.
 246 (w)~~(22)~~ Serving as agent for substitute service of
 247 process: \$87.50.
 248 (x)~~(23)~~ Annual supplemental corporate fee: \$88.75.
 249 (y) Biennial supplemental corporate fee: \$177.50.
 250 (z)~~(24)~~ Any other document required or permitted to be

251 filed by this act: \$35.

252 (2) The Department of State may escrow an amount necessary
253 to annualize revenues collected from biennial report filing fees
254 and biennial supplemental corporate fees until October 1 of the
255 following fiscal year and then account for that amount as
256 revenue for that fiscal year.

257 Section 4. Section 607.1622, Florida Statutes, is amended
258 to read:

259 607.1622 Annual or biennial report for Department of
260 State.—

261 (1) Each domestic corporation and each foreign corporation
262 authorized to transact business in this state shall deliver to
263 the Department of State for filing a sworn annual or biennial
264 report on such forms as the Department of State prescribes that
265 sets forth:

266 (a) The name of the corporation and the state or country
267 under the law of which it is incorporated;

268 (b) The date of incorporation or, if a foreign
269 corporation, the date on which it was admitted to do business in
270 this state;

271 (c) The address of its principal office and the mailing
272 address of the corporation;

273 (d) The corporation's federal employer identification
274 number, if any, or, if none, whether one has been applied for;

275 (e) The names and business street addresses of its

276 directors and principal officers;

277 (f) The street address of its registered office and the
278 name of its registered agent at that office in this state;

279 (g) Language permitting a voluntary contribution of \$5 per
280 taxpayer, which contribution shall be transferred into the
281 Election Campaign Financing Trust Fund. A statement providing an
282 explanation of the purpose of the trust fund shall also be
283 included; and

284 (h) Such additional information as may be necessary or
285 appropriate to enable the Department of State to carry out ~~the~~
286 ~~provisions of~~ this act.

287 (2) Proof to the satisfaction of the Department of State
288 that, on or before May 1 of the year the report was due, such
289 report was deposited in the United States mail in a sealed
290 envelope, properly addressed with postage prepaid, shall be
291 deemed compliance with this requirement.

292 (3) If an annual or biennial report does not contain the
293 information required by this section, the Department of State
294 shall promptly notify the reporting domestic or foreign
295 corporation in writing and return the report to it for
296 correction. If the report is corrected to contain the
297 information required by this section and delivered to the
298 Department of State within 30 days after the effective date of
299 notice, it is deemed to be timely filed.

300 (4) Each report shall be executed by the corporation by an

301 officer or director or, if the corporation is in the hands of a
302 receiver or trustee, shall be executed on behalf of the
303 corporation by such receiver or trustee, and the signing thereof
304 shall have the same legal effect as if made under oath, without
305 the necessity of appending such oath thereto.

306 (5) The first ~~annual~~ report must be delivered to the
307 Department of State between January 1 and May 1 of the year
308 following the calendar year in which a domestic corporation was
309 incorporated or a foreign corporation was authorized to transact
310 business. Subsequent annual or biennial reports must be
311 delivered to the Department of State between January 1 and May 1
312 of the subsequent calendar years in which the reports are due.

313 (6) Information in the annual or biennial report must be
314 current as of the date the ~~annual~~ report is executed on behalf
315 of the corporation.

316 (7) If an additional updated report is received, the
317 department shall file the document and make the information
318 contained therein part of the official record.

319 (8) Any corporation failing to file an annual or biennial
320 report that ~~which~~ complies with ~~the requirements of~~ this section
321 shall not be permitted to maintain or defend any action in any
322 court of this state until such report is filed and all fees and
323 taxes due under this act are paid and shall be subject to
324 dissolution or cancellation of its certificate of authority to
325 do business as provided in this act.

326 (9) The department shall prescribe the forms on which to
 327 make the annual or biennial report called for in this section
 328 and may substitute the uniform business report, pursuant to s.
 329 606.06, as a means of satisfying the requirement of this part.

330 Section 5. Section 607.193, Florida Statutes, is amended
 331 to read:

332 607.193 Supplemental corporate fee.—

333 (1) In addition to any other taxes imposed by law, an
 334 annual supplemental corporate fee of \$88.75 or a biennial
 335 supplemental corporate fee of \$177.50, as applicable, is imposed
 336 on each business entity that is authorized to transact business
 337 in this state and is required to file an annual or biennial
 338 report with the Department of State under s. 605.0212, s.
 339 607.1622, or s. 620.1210.

340 (2) (a) The business entity shall remit the supplemental
 341 corporate fee to the Department of State at the time it files
 342 the annual or biennial report required by s. 605.0212, s.
 343 607.1622, or s. 620.1210.

344 (b) In addition to the fees levied under ss. 605.0213,
 345 607.0122, and 620.1109 and the supplemental corporate fee, a
 346 late charge of \$400 shall be imposed if the supplemental
 347 corporate fee is remitted after May 1 of the year the fee is due
 348 except in circumstances in which a business entity was
 349 administratively dissolved or its certificate of authority was
 350 revoked due to its failure to file an annual or biennial report

351 and the entity subsequently applied for reinstatement and paid
352 the applicable reinstatement fee.

353 Section 6. Section 617.0122, Florida Statutes, is amended
354 to read:

355 617.0122 Fees for filing documents and issuing
356 certificates.—

357 (1) The Department of State shall collect the following
358 fees on documents delivered to the department for filing:

359 (a)~~(1)~~ Articles of incorporation: \$35.

360 (b)~~(2)~~ Application for registered name: \$87.50.

361 (c)~~(3)~~ Application for renewal of registered name: \$87.50.

362 (d)~~(4)~~ Corporation's statement of change of registered
363 agent or registered office or both if not included on the annual
364 or biennial report: \$35.

365 (e)~~(5)~~ Designation of and acceptance by registered agent:
366 \$35.

367 (f)~~(6)~~ Agent's statement of resignation from active
368 corporation: \$87.50.

369 (g)~~(7)~~ Agent's statement of resignation from inactive
370 corporation: \$35.

371 (h)~~(8)~~ Amendment of articles of incorporation: \$35.

372 (i)~~(9)~~ Restatement of articles of incorporation with
373 amendment of articles: \$35.

374 (j)~~(10)~~ Articles of merger for each party thereto: \$35.

375 (k)~~(11)~~ Articles of dissolution: \$35.

376 (l) ~~(12)~~ Articles of revocation of dissolution: \$35.
 377 (m) ~~(13)~~ Application for reinstatement following
 378 administrative dissolution: \$175.
 379 (n) ~~(14)~~ Application for certificate of authority to
 380 transact business in this state by a foreign corporation: \$35.
 381 (o) ~~(15)~~ Application for amended certificate of authority:
 382 \$35.
 383 (p) ~~(16)~~ Application for certificate of withdrawal by a
 384 foreign corporation: \$35.
 385 (q) ~~(17)~~ Annual report: \$61.25.
 386 (r) ~~(18)~~ Biennial report: \$122.50.
 387 (s) ~~(19)~~ Articles of correction: \$35.
 388 (t) ~~(20)~~ Application for certificate of status: \$8.75.
 389 (u) ~~(21)~~ Certified copy of document: \$52.50.
 390 (v) ~~(22)~~ Serving as agent for substitute service of
 391 process: \$87.50.
 392 (w) ~~(23)~~ Certificate of conversion of a limited
 393 agricultural association to a domestic corporation: \$35.
 394 (x) ~~(24)~~ Any other document required or permitted to be
 395 filed by this chapter: \$35.
 396
 397 Any citizen support organization that is required by rule of the
 398 Department of Environmental Protection to be formed as a
 399 nonprofit organization and is under contract with the department
 400 is exempt from any fees required for incorporation as a

401 nonprofit organization, and the Secretary of State may not
402 assess any such fees if the citizen support organization is
403 certified by the Department of Environmental Protection to the
404 Secretary of State as being under contract with the Department
405 of Environmental Protection.

406 (2) The Department of State may escrow an amount necessary
407 to annualize revenues collected from biennial report filing fees
408 until October 1 of the following fiscal year and then account
409 for that amount as revenue for that fiscal year.

410 Section 7. Section 617.1622, Florida Statutes, is amended
411 to read:

412 617.1622 Annual or biennial report for Department of
413 State.—

414 (1) Each domestic and each foreign corporation authorized
415 to conduct its affairs in this state shall deliver to the
416 Department of State for filing a sworn annual or biennial
417 report, on such form as the Department of State prescribes, that
418 sets forth:

419 (a) The name of the corporation and the state or country
420 under the law of which it is incorporated;

421 (b) The date of incorporation or, if a foreign
422 corporation, the date on which it was admitted to conduct its
423 affairs in this state;

424 (c) The address of the principal office and the mailing
425 address of the corporation;

426 (d) The corporation's federal employer identification
427 number, if any, or, if none, whether one has been applied for;

428 (e) The names and business street addresses of its
429 directors and principal officers;

430 (f) The street address of its registered office in this
431 state and the name of its registered agent at that office; and

432 (g) Such additional information as may be necessary or
433 appropriate to enable the Department of State to carry out the
434 provisions of this act.

435 (2) The deposit of such report, on or before May 1 of the
436 year the report is due, in the United States mail in a sealed
437 envelope, properly addressed with postage prepaid, constitutes
438 compliance with subsection (1).

439 (3) If an annual or biennial report does not contain the
440 information required by subsection (1), the Department of State
441 shall promptly notify the reporting domestic or foreign
442 corporation in writing and return the report to it for
443 correction. If the report is corrected to contain the
444 information required by subsection (1) and delivered to the
445 Department of State within 30 days after the effective date of
446 notice, it is deemed to be timely filed.

447 (4) Each annual or biennial report must be executed by the
448 corporation by an officer or director or, if the corporation is
449 in the hands of a receiver or trustee, must be executed on
450 behalf of the corporation by such receiver or trustee, and the

451 signing of the annual or biennial report shall have the same
452 legal effect as if made under oath, without the necessity of
453 appending such oath thereto.

454 (5) The first ~~annual~~ report must be delivered to the
455 Department of State between January 1 and May 1 of the year
456 following the calendar year in which a domestic corporation was
457 incorporated or a foreign corporation was authorized to conduct
458 affairs. Subsequent annual or biennial reports must be delivered
459 to the Department of State between January 1 and May 1 of the
460 subsequent calendar years in which the reports are due.

461 (6) Information in the annual or biennial report must be
462 current as of the date the ~~annual~~ report is executed on behalf
463 of the corporation.

464 (7) If an additional report is received, the department
465 shall file the document and make the information contained
466 therein part of the official record.

467 (8) Any corporation that fails to file an annual or
468 biennial report which complies with the requirements of this
469 section may not maintain or defend any action in any court of
470 this state until such report is filed and all fees and taxes due
471 under this act are paid, and such corporation is subject to
472 dissolution or cancellation of its certificate of authority to
473 conduct its affairs as provided in this act.

474 (9) The department shall prescribe the forms on which to
475 make the annual or biennial report called for in this section

476 and may substitute the uniform business report, pursuant to s.
477 606.06, as a means of satisfying the requirement of this
478 section.

479 Section 8. Section 620.1109, Florida Statutes, is amended
480 to read:

481 620.1109 Department of State; fees.—

482 (1) In addition to the annual supplemental corporate fee
483 of \$88.75 or the biennial supplemental corporate fee of \$177.50
484 imposed pursuant to s. 607.193, the fees of the Department of
485 State under this act are as follows:

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

488 (b)~~(2)~~ For filing an original certificate of limited
489 partnership, \$965.

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

492 (d)~~(4)~~ For filing certificate of conversion, \$52.50.

493 (e)~~(5)~~ For filing certificate of merger, \$52.50 for each
494 party thereto.

495 (f)~~(6)~~ For filing a reinstatement, \$500 for each calendar
496 year or part thereof the limited partnership was
497 administratively dissolved or foreign limited partnership was
498 revoked in the records of the Department of State.

499 (g)~~(7)~~ For filing an annual report, \$411.25.

500 (h) For filing a biennial report, \$822.50.

501 (i)~~(8)~~ For filing a certificate:

502 1.~~(a)~~ Designating a registered agent, \$35;

503 2.~~(b)~~ Changing a registered agent or registered office

504 address, \$35;

505 3.~~(c)~~ Resigning as a registered agent, \$87.50; or

506 4.~~(d)~~ Of amendment or restatement of the certificate of

507 limited partnership, \$52.50;

508 (j)~~(9)~~ For filing a statement of termination, \$52.50.

509 (k)~~(10)~~ For filing a notice of cancellation for foreign

510 limited partnership, \$52.50.

511 (l)~~(11)~~ For furnishing a certificate of status or

512 authorization, \$8.75.

513 (m)~~(12)~~ For filing a certificate of dissolution, \$52.50.

514 (n)~~(13)~~ For filing a certificate of revocation of

515 dissolution, \$52.50.

516 (o)~~(14)~~ For filing any other domestic or foreign limited

517 partnership document, \$52.50.

518 (2) The Department of State may escrow an amount necessary

519 to annualize revenues collected from biennial report filing fees

520 and biennial supplemental corporate fees until October 1 of the

521 following fiscal year and then account for that amount as

522 revenue for that fiscal year.

523 Section 9. Section 620.1210, Florida Statutes, is amended

524 to read:

525 620.1210 Annual or biennial report for Department of

526 State.—

527 (1) A limited partnership or a foreign limited partnership
 528 authorized to transact business in this state shall deliver to
 529 the Department of State for filing an annual or biennial report
 530 that states:

531 (a) The name of the limited partnership or, if a foreign
 532 limited partnership, the name under which the foreign limited
 533 partnership is registered to transact business in this state.

534 (b) The street and mailing address of the limited
 535 partnership or foreign limited partnership, the name of its
 536 registered agent in this state, and the street address of its
 537 registered office in this state.

538 (c) The name and business address of each general partner.
 539 Each general partner that is not an individual must be organized
 540 or otherwise registered with the Department of State as required
 541 by law, must maintain an active status, and must not be
 542 dissolved, revoked, or withdrawn.

543 (d) Federal Employer Identification number.

544 (e) Any additional information that is necessary or
 545 appropriate to enable the Department of State to carry out the
 546 provisions of this act.

547 (2) Information in an annual or biennial report must be
 548 current as of the date the ~~annual~~ report is delivered to the
 549 Department of State for filing.

550 (3) The first ~~annual~~ report must be delivered to the

551 Department of State between January 1 and May 1 of the year
552 following the calendar year in which a limited partnership was
553 formed or a foreign limited partnership was authorized to
554 transact business. Subsequent ~~An~~ annual or biennial reports
555 ~~report~~ must be delivered to the Department of State between
556 January 1 and May 1 of the ~~each~~ subsequent calendar years in
557 which the reports are due ~~year~~.

558 (4) If an annual or biennial report does not contain the
559 information required in subsection (1), the Department of State
560 shall promptly notify the reporting limited partnership or
561 foreign limited partnership and return the report to it for
562 correction. If the report is corrected to contain the
563 information required in subsection (1) and delivered to the
564 Department of State within 30 days after the effective date of
565 the notice, it is timely delivered.

566 (5) If a filed annual or biennial report contains the
567 address of a designated office, name of a registered agent, or
568 registered office address which differs from the information
569 shown in the records of the Department of State immediately
570 before the filing, the differing information in the ~~annual~~
571 report is considered a statement of change under s. 620.1115.

572 Section 10. Paragraphs (i) through (o) of subsection (1)
573 of section 620.81055, Florida Statutes, are redesignated as
574 paragraphs (j) through (p), respectively, a new paragraph (i) is
575 added to that subsection, and subsection (3) is added to that

576 section, to read:

577 620.81055 Fees for filing documents and issuing
578 certificates; powers of the Department of State.-

579 (1) The Department of State shall collect the following
580 fees when documents authorized by this act are delivered to the
581 Department of State for filing:

582 (i) Limited liability partnership biennial report: \$50.

583 (3) The Department of State may escrow an amount necessary
584 to annualize revenues collected from biennial report filing fees
585 until October 1 of the following fiscal year and then account
586 for that amount as revenue for that fiscal year.

587 Section 11. Subsections (1), (2), and (3) of section
588 620.9003, Florida Statutes, are amended to read:

589 620.9003 Annual or biennial report.-

590 (1) A limited liability partnership, and a foreign limited
591 liability partnership authorized to transact business in this
592 state, shall file an annual or biennial report in the office of
593 the Secretary of State which contains:

594 (a) The name of the limited liability partnership and the
595 state or other jurisdiction under whose laws the foreign limited
596 liability partnership is formed;

597 (b) The current street address of the partnership's chief
598 executive office and, if different, the current street address
599 of its principal office in this state, if there is one;

600 (c) The partnership's Federal Employer Identification

601 Number, if any, or, if none, whether one has been applied for;
602 and

603 (d) The name and street address of the partnership's
604 current agent for service of process, who must be an individual
605 resident of this state or other person authorized to do business
606 in this state.

607 (2) An annual or biennial report must be filed between
608 January 1 and May 1 of the ~~each~~ year following the calendar year
609 in which a partnership files a statement of qualification or a
610 foreign partnership becomes authorized to transact business in
611 this state. Subsequent annual or biennial reports must be filed
612 between January 1 and May 1 of the subsequent calendar years in
613 which the reports are due.

614 (3) The Department of State may administratively revoke
615 the statement of qualification of a partnership that fails to
616 file its annual or biennial report and pay the required filing
617 fee by 5 p.m. Eastern Time on the third Friday in September of
618 the year the report is due. The Department of State shall serve
619 a 60-day notice on the limited liability partnership of its
620 intent to revoke the statement of qualification. If the
621 partnership has provided the department with an electronic mail
622 address, such notice shall be by electronic transmission.
623 Revocation for failure to file an annual or biennial report
624 shall occur on the fourth Friday in September of the ~~each~~ year
625 the report is due. The Department of State shall issue a

626 certificate of revocation of the statement of qualification to
627 each revoked partnership. Issuance of the certificate of
628 revocation of the statement of qualification may be by
629 electronic transmission to any partnership that has provided the
630 department with an electronic mail address.

631 Section 12. Subsection (4) of section 605.0114, Florida
632 Statutes, is amended to read:

633 605.0114 Change of registered agent or registered office.—

634 (4) The changes described in this section may also be made
635 on the limited liability company's or foreign limited liability
636 company's annual or biennial report, in an application for
637 reinstatement filed with the department under s. 605.0715(1), in
638 an amendment to or restatement of a company's articles of
639 organization in accordance with s. 605.0202, or in an amendment
640 to a foreign limited liability company's certificate of
641 authority in accordance with s. 605.0907.

642 Section 13. Subsection (3) of section 605.0118, Florida
643 Statutes, is amended to read:

644 605.0118 Delivery of record.—

645 (3) If a check is mailed to the department for payment of
646 an annual or biennial report fee or the annual or biennial fee
647 required under s. 607.193, the check shall be deemed to have
648 been received by the department as of the postmark date
649 appearing on the envelope or package transmitting the check if
650 the envelope or package is received by the department.

651 Section 14. Paragraph (d) of subsection (1) and paragraph
652 (d) of subsection (2) of section 605.0211, Florida Statutes, are
653 amended to read:

654 605.0211 Certificate of status.—

655 (1) The department, upon request and payment of the
656 requisite fee, shall issue a certificate of status for a limited
657 liability company if the records filed in the department show
658 that the department has accepted and filed the company's
659 articles of organization. A certificate of status must state the
660 following:

661 (d) If the company's most recent annual or biennial report
662 required under s. 605.0212 has not been filed by the department.

663 (2) The department, upon request and payment of the
664 requisite fee, shall furnish a certificate of status for a
665 foreign limited liability company if the records filed show that
666 the department has filed a certificate of authority. A
667 certificate of status for a foreign limited liability company
668 must state the following:

669 (d) If the foreign limited liability company's most recent
670 annual or biennial report required under s. 605.0212 has not
671 been filed by the department.

672 Section 15. Paragraph (a) of subsection (1) and subsection
673 (2) of section 605.0714, Florida Statutes, are amended to read:

674 605.0714 Administrative dissolution.—

675 (1) The department may dissolve a limited liability

676 | company administratively if the company does not:

677 | (a) Deliver its annual or biennial report to the
678 | department by 5:00 p.m. Eastern Time on the third Friday in
679 | September of the each year the report is due;

680 | (2) Administrative dissolution of a limited liability
681 | company for failure to file an annual or biennial report must
682 | occur on the fourth Friday in September of the each year the
683 | report is due. The department shall issue a notice in a record
684 | of administrative dissolution to the limited liability company
685 | dissolved for failure to file an annual or biennial report.
686 | Issuance of the notice may be by electronic transmission to a
687 | limited liability company that has provided the department with
688 | an e-mail address.

689 | Section 16. Subsection (2) of section 605.0715, Florida
690 | Statutes, is amended to read:

691 | 605.0715 Reinstatement.—

692 | (2) In lieu of the requirement to file an application for
693 | reinstatement as described in subsection (1), an
694 | administratively dissolved limited liability company may submit
695 | all fees and penalties owed by the company at the rates provided
696 | by law at the time the company applies for reinstatement,
697 | together with a current annual or biennial report, signed by
698 | both the registered agent and an authorized representative of
699 | the company, which contains the information described in
700 | subsection (1).

701 Section 17. Paragraph (a) of subsection (1) and subsection
702 (2) of section 605.0908, Florida Statutes, are amended to read:

703 605.0908 Revocation of certificate of authority.—

704 (1) A certificate of authority of a foreign limited
705 liability company to transact business in this state may be
706 revoked by the department if:

707 (a) The foreign limited liability company does not deliver
708 its annual or biennial report to the department by 5 p.m.
709 Eastern Time on the third Friday in September of the ~~each~~ year
710 the report is due;

711 (2) Revocation of a foreign limited liability company's
712 certificate of authority for failure to file an annual or
713 biennial report shall occur on the fourth Friday in September of
714 the ~~each~~ year the report is due. The department shall issue a
715 notice in a record of the revocation to the revoked foreign
716 limited liability company. Issuance of the notice may be by
717 electronic transmission to a foreign limited liability company
718 that has provided the department with an e-mail address.

719 Section 18. Subsection (2) of section 605.0909, Florida
720 Statutes, is amended to read:

721 605.0909 Reinstatement following revocation of certificate
722 of authority.—

723 (2) In lieu of the requirement to file an application for
724 reinstatement as described in subsection (1), a foreign limited
725 liability company whose certificate of authority has been

726 | revoked may submit all fees and penalties owed by the company at
727 | the rates provided by law at the time the company applies for
728 | reinstatement, together with a current annual or biennial
729 | report, signed by both the registered agent and an authorized
730 | representative of the company, which contains the information
731 | described in subsection (1).

732 | Section 19. Subsection (2) of section 606.06, Florida
733 | Statutes, is amended to read:

734 | 606.06 Uniform business report.—The department may use the
735 | uniform business report:

736 | (2) As a substitute for any annual or biennial report or
737 | renewal filing required by chapters 495, 605, 607, 609, 617,
738 | 620, 621, and 865.

739 | Section 20. Paragraph (d) of subsection (1) of section
740 | 607.0121, Florida Statutes, is amended to read:

741 | 607.0121 Forms.—

742 | (1) The Department of State may prescribe and furnish on
743 | request forms for:

744 | (d) The annual or biennial report, for which the
745 | department may prescribe the use of the uniform business report,
746 | pursuant to s. 606.06.

747 |

748 | If the Department of State so requires, the use of these forms
749 | shall be mandatory.

750 | Section 21. Paragraph (d) of subsection (2) of section

751 607.0128, Florida Statutes, is amended to read:

752 607.0128 Certificate of status.—

753 (2) A certificate of status or authorization sets forth:

754 (d) That its most recent annual or biennial report
 755 required by s. 607.1622 has been delivered to the department;
 756 and

757 Section 22. Subsection (20) of section 607.01401, Florida
 758 Statutes, is amended to read:

759 607.01401 Definitions.—As used in this act, unless the
 760 context otherwise requires, the term:

761 (20) "Principal office" means the office (in or out of
 762 this state) where the principal executive offices of a domestic
 763 or foreign corporation are located as designated in the articles
 764 of incorporation or other initial filing until an annual or
 765 biennial report has been filed, and thereafter as designated in
 766 the annual or biennial report.

767 Section 23. Paragraph (b) of subsection (4) of section
 768 607.0141, Florida Statutes, is amended to read:

769 607.0141 Notice.—

770 (4) Written notice to a domestic or foreign corporation
 771 authorized to transact business in this state may be addressed:

772 (b) To the corporation or its secretary at its principal
 773 office or electronic mail address as authorized and shown in its
 774 most recent annual or biennial report or, in the case of a
 775 corporation that has not yet delivered an annual or biennial

776 report, in a domestic corporation's articles of incorporation or
777 in a foreign corporation's application for certificate of
778 authority.

779 Section 24. Subsections (2) and (4) of section 607.0502,
780 Florida Statutes, are amended to read:

781 607.0502 Change of registered office or registered agent;
782 resignation of registered agent.—

783 (2) Any registered agent may resign his or her agency
784 appointment by signing and delivering for filing with the
785 Department of State a statement of resignation and mailing a
786 copy of such statement to the corporation at its principal
787 office address shown in its most recent annual or biennial
788 report or, if none, filed in the articles of incorporation or
789 other most recently filed document. The statement of resignation
790 shall state that a copy of such statement has been mailed to the
791 corporation at the address so stated. The agency is terminated
792 as of the 31st day after the date on which the statement was
793 filed and unless otherwise provided in the statement,
794 termination of the agency acts as a termination of the
795 registered office.

796 (4) Changes of the registered office or registered agent
797 may be made by a change on the corporation's annual or biennial
798 report form filed with the Department of State.

799 Section 25. Subsection (5) of section 607.0705, Florida
800 Statutes, is amended to read:

801 607.0705 Notice of meeting.—

802 (5) Notwithstanding the foregoing, no notice of a
803 shareholders' meeting need be given to a shareholder if:

804 (a) An annual or biennial report and proxy statements for
805 two consecutive annual meetings of shareholders or

806 (b) All, and at least two checks in payment of dividends
807 or interest on securities during a 12-month period,

808
809 have been sent by first-class United States mail, addressed to
810 the shareholder at her or his address as it appears on the share
811 transfer books of the corporation, and returned undeliverable.

812 The obligation of the corporation to give notice of a
813 shareholders' meeting to any such shareholder shall be
814 reinstated once the corporation has received a new address for
815 such shareholder for entry on its share transfer books.

816 Section 26. Paragraph (a) of subsection (1) of section
817 607.1420, Florida Statutes, is amended to read:

818 607.1420 Grounds for administrative dissolution.—

819 (1) The Department of State may commence a proceeding
820 under s. 607.1421 to administratively dissolve a corporation if:

821 (a) The corporation has failed to file its annual or
822 biennial report and pay the annual or biennial report filing fee
823 by 5 p.m. Eastern Time on the third Friday in September of the
824 year the report is due;

825 Section 27. Subsection (1) of section 607.1421, Florida

826 Statutes, is amended to read:

827 607.1421 Procedure for and effect of administrative
828 dissolution.—

829 (1) If the Department of State determines that one or more
830 grounds exist under s. 607.1420 for dissolving a corporation, it
831 shall serve the corporation with notice of its intention to
832 administratively dissolve the corporation. If the corporation
833 has provided the department with an electronic mail address,
834 such notice shall be by electronic transmission. Administrative
835 dissolution for failure to file an annual or biennial report
836 shall occur on the fourth Friday in September of the ~~each~~ year
837 the report is due. The Department of State shall issue a
838 certificate of dissolution to each dissolved corporation.
839 Issuance of the certificate of dissolution may be by electronic
840 transmission to any corporation that has provided the department
841 with an electronic mail address.

842 Section 28. Subsection (1) of section 607.1509, Florida
843 Statutes, is amended to read:

844 607.1509 Resignation of registered agent of foreign
845 corporation.—

846 (1) The registered agent of a foreign corporation may
847 resign his or her agency appointment by signing and delivering
848 to the Department of State for filing a statement of resignation
849 and mailing a copy of such statement to the corporation at the
850 corporation's principal office address shown in its most recent

851 annual or biennial report or, if none, shown in its application
852 for a certificate of authority or other most recently filed
853 document. The statement of resignation must state that a copy of
854 such statement has been mailed to the corporation at the address
855 so stated. The statement of resignation may include a statement
856 that the registered office is also discontinued.

857 Section 29. Subsection (2) of section 607.15101, Florida
858 Statutes, is amended to read:

859 607.15101 Service of process, notice, or demand on a
860 foreign corporation.—

861 (2) A foreign corporation may be served by registered or
862 certified mail, return receipt requested, addressed to the
863 secretary of the foreign corporation at its principal office
864 shown in its application for a certificate of authority or in
865 its most recent annual or biennial report if the foreign
866 corporation:

867 (a) Has no registered agent or its registered agent cannot
868 with reasonable diligence be served;

869 (b) Has withdrawn from transacting business in this state
870 under s. 607.1520; or

871 (c) Has had its certificate of authority revoked under s.
872 607.1531.

873 Section 30. Subsection (1) of section 607.1530, Florida
874 Statutes, is amended to read:

875 607.1530 Grounds for revocation of authority to transact

876 business.—The Department of State may commence a proceeding
877 under s. 607.1531 to revoke the certificate of authority of a
878 foreign corporation authorized to transact business in this
879 state if:

880 (1) The foreign corporation has failed to file its annual
881 or biennial report with the Department of State by 5 p.m.
882 Eastern Time on the third Friday in September of the year the
883 report is due.

884 Section 31. Subsection (1) of section 607.1531, Florida
885 Statutes, is amended to read:

886 607.1531 Procedure for and effect of revocation.—

887 (1) If the Department of State determines that one or more
888 grounds exist under s. 607.1530 for revocation of a certificate
889 of authority, the Department of State shall serve the foreign
890 corporation with notice of its intent to revoke the foreign
891 corporation's certificate of authority. If the foreign
892 corporation has provided the department with an electronic mail
893 address, such notice shall be by electronic transmission.
894 Revocation for failure to file an annual or biennial report
895 shall occur on the fourth Friday in September of the ~~each~~ year
896 the report is due. The department shall issue a certificate of
897 revocation to each revoked corporation. Issuance of the
898 certificate of revocation may be by electronic transmission to
899 any corporation that has provided the department with an
900 electronic mail address.

901 Section 32. Paragraph (b) of subsection (1) of section
 902 607.15315, Florida Statutes, is amended to read:

903 607.15315 Revocation; application for reinstatement.—
 904 (1)

905 (b) As an alternative, the foreign corporation may submit
 906 a current annual or biennial report, signed by the registered
 907 agent and an officer or director, which substantially complies
 908 with the requirements of paragraph (a).

909 Section 33. Paragraph (g) of subsection (5) of section
 910 607.1601, Florida Statutes, is amended to read:

911 607.1601 Corporate records.—

912 (5) A corporation shall keep a copy of the following
 913 records:

914 (g) Its most recent annual or biennial report delivered to
 915 the Department of State under s. 607.1622.

916 Section 34. Paragraph (d) of subsection (1) of section
 917 617.0121, Florida Statutes, is amended to read:

918 617.0121 Forms.—

919 (1) The Department of State may prescribe and furnish on
 920 request forms for:

921 (d) The annual or biennial report, for which the
 922 department may prescribe the use of the uniform business report,
 923 pursuant to s. 606.06.

924
 925 If the Department of State so requires, the use of these forms

926 shall be mandatory.

927 Section 35. Paragraph (d) of subsection (2) of section
928 617.0128, Florida Statutes, is amended to read:

929 617.0128 Certificate of status.—

930 (2) A certificate of status or authorization sets forth:

931 (d) That its most recent annual or biennial report
932 required by s. 617.1622 has been delivered to the department;
933 and

934 Section 36. Subsections (2) and (4) of section 617.0502,
935 Florida Statutes, are amended to read:

936 617.0502 Change of registered office or registered agent;
937 resignation of registered agent.—

938 (2) Any registered agent may resign his or her agency
939 appointment by signing and delivering for filing with the
940 Department of State a statement of resignation and mailing a
941 copy of such statement to the corporation at its principal
942 office address shown in its most recent annual or biennial
943 report or, if none, filed in the articles of incorporation or
944 other most recently filed document. The statement of resignation
945 shall state that a copy of such statement has been mailed to the
946 corporation at the address so stated. The agency is terminated
947 as of the 31st day after the date on which the statement was
948 filed and unless otherwise provided in the statement,
949 termination of the agency acts as a termination of the
950 registered office.

951 (4) Changes of the registered office or registered agent
952 may be made by a change on the corporation's annual or biennial
953 report form filed with the Department of State.

954 Section 37. Paragraph (a) of subsection (1) of section
955 617.1420, Florida Statutes, is amended to read:

956 617.1420 Grounds for administrative dissolution.—

957 (1) The Department of State may commence a proceeding
958 under s. 617.1421 to administratively dissolve a corporation if:

959 (a) The corporation has failed to file its annual or
960 biennial report and pay the ~~annual~~ report filing fee by 5 p.m.
961 Eastern Time on the third Friday in September of the year the
962 report is due;

963 Section 38. Subsection (1) of section 617.1421, Florida
964 Statutes, is amended to read:

965 617.1421 Procedure for and effect of administrative
966 dissolution.—

967 (1) If the Department of State determines that one or more
968 grounds exist under s. 617.1420 for administratively dissolving
969 a corporation, it shall serve the corporation with notice of its
970 intent under s. 617.0504(2) to administratively dissolve the
971 corporation. If the corporation has provided the department with
972 an electronic mail address, such notice shall be by electronic
973 transmission. Administrative dissolution for failure to file an
974 annual or biennial report shall occur on the fourth Friday in
975 September of the ~~each~~ year the report is due. The Department of

976 State shall issue a certificate of dissolution to each dissolved
 977 corporation. Issuance of the certificate of dissolution may be
 978 by electronic transmission to any corporation that has provided
 979 the department with an electronic mail address.

980 Section 39. Subsection (1) of section 617.1509, Florida
 981 Statutes, is amended to read:

982 617.1509 Resignation of registered agent of foreign
 983 corporation.—

984 (1) The registered agent of a foreign corporation may
 985 resign his or her agency appointment by signing and delivering
 986 to the Department of State for filing a statement of resignation
 987 and mailing a copy of such statement to the corporation at the
 988 corporation's principal office address shown in its most recent
 989 annual or biennial report or, if none, shown in its application
 990 for a certificate of authority or other most recently filed
 991 document. The statement of resignation must state that a copy of
 992 such statement has been mailed to the corporation at the address
 993 so stated. The statement of resignation may include a statement
 994 that the registered office is also discontinued.

995 Section 40. Subsection (2) of section 617.1510, Florida
 996 Statutes, is amended to read:

997 617.1510 Service of process, notice, or demand on a
 998 foreign corporation.—

999 (2) A foreign corporation may be served by registered or
 1000 certified mail, return receipt requested, addressed to the

1001 secretary of the foreign corporation at its principal office
1002 shown in its application for a certificate of authority or in
1003 its most recent annual or biennial report if the foreign
1004 corporation:

1005 (a) Has no registered agent or its registered agent cannot
1006 with reasonable diligence be served;

1007 (b) Has withdrawn from conducting its affairs in this
1008 state under s. 617.1520; or

1009 (c) Has had its certificate of authority revoked under s.
1010 617.1531.

1011 Section 41. Subsection (1) of section 617.1530, Florida
1012 Statutes, is amended to read:

1013 617.1530 Grounds for revocation of authority to conduct
1014 affairs.—The Department of State may commence a proceeding under
1015 s. 617.1531 to revoke the certificate of authority of a foreign
1016 corporation authorized to conduct its affairs in this state if:

1017 (1) The foreign corporation has failed to file its annual
1018 or biennial report with the Department of State by 5 p.m.
1019 Eastern Time on the third Friday in September of the year the
1020 report is due.

1021 Section 42. Subsection (1) of section 617.1531, Florida
1022 Statutes, is amended to read:

1023 617.1531 Procedure for and effect of revocation.—

1024 (1) If the Department of State determines that one or more
1025 grounds exist under s. 617.1530 for revocation of a certificate

1026 of authority, the Department of State shall serve the foreign
1027 corporation with notice of its intent to revoke the foreign
1028 corporation's certificate of authority. If the foreign
1029 corporation has provided the department with an electronic mail
1030 address, such notice shall be by electronic transmission.
1031 Revocation for failure to file an annual or biennial report
1032 shall occur on the fourth Friday in September of the ~~each~~ year
1033 the report is due. The Department of State shall issue a
1034 certificate of revocation to each revoked corporation. Issuance
1035 of the certificate of revocation may be by electronic
1036 transmission to any foreign corporation that has provided the
1037 department with an electronic mail address.

1038 Section 43. Paragraph (b) of subsection (1) of section
1039 617.1533, Florida Statutes, is amended to read:

1040 617.1533 Reinstatement following revocation.—

1041 (1)

1042 (b) In the alternative, the foreign corporation may submit
1043 a current annual or biennial report, signed by the registered
1044 agent and an officer or director, which substantially complies
1045 with the requirements of paragraph (a).

1046 Section 44. Paragraph (f) of subsection (5) of section
1047 617.1601, Florida Statutes, is amended to read:

1048 617.1601 Corporate records.—

1049 (5) A corporation shall keep a copy of the following
1050 records:

1051 (f) Its most recent annual or biennial report delivered to
 1052 the Department of State under s. 617.1622.

1053 Section 45. Subsection (7) of section 620.1111, Florida
 1054 Statutes, is amended to read:

1055 620.1111 Required information.—A limited partnership shall
 1056 maintain at its designated office the following information:

1057 (7) A copy of the three most recent annual reports or the
 1058 two most recent biennial reports delivered by the limited
 1059 partnership to the Department of State pursuant to s. 620.1210.

1060 Section 46. Subsection (3) of section 620.1115, Florida
 1061 Statutes, is amended to read:

1062 620.1115 Change of registered agent or registered office.—

1063 (3) The changes described in this section may also be made
 1064 on the limited partnership or foreign limited partnership's
 1065 annual or biennial report filed with the Department of State.

1066 Section 47. Paragraph (d) of subsection (1) and paragraph
 1067 (d) of subsection (2) of section 620.1209, Florida Statutes, are
 1068 amended to read:

1069 620.1209 Certificate of status.—

1070 (1) The Department of State, upon request and payment of
 1071 the requisite fee, shall furnish a certificate of status for a
 1072 limited partnership if the records filed in the Department of
 1073 State show that the Department of State has filed a certificate
 1074 of limited partnership. A certificate of status must state:

1075 (d) Whether the limited partnership's most recent annual

1076 | or biennial report required by s. 620.1210 has been filed by the
 1077 | Department of State.

1078 | (2) The Department of State, upon request and payment of
 1079 | the requisite fee, shall furnish a certificate of status for a
 1080 | foreign limited partnership if the records filed in the
 1081 | Department of State show that the Department of State has filed
 1082 | a certificate of authority. A certificate of status must state:

1083 | (d) Whether the foreign limited partnership's most recent
 1084 | annual or biennial report required by s. 620.1210 has been filed
 1085 | by the Department of State.

1086 | Section 48. Paragraph (b) of subsection (1) and subsection
 1087 | (2) of section 620.1809, Florida Statutes, are amended to read:

1088 | 620.1809 Administrative dissolution.—

1089 | (1) The Department of State may dissolve a limited
 1090 | partnership administratively if the limited partnership does
 1091 | not:

1092 | (b) Deliver its annual or biennial report to the
 1093 | Department of State by 5 p.m. Eastern Time on the third Friday
 1094 | in September of the year the report is due;

1095 | (2) If the Department of State determines that a ground
 1096 | exists for administratively dissolving a limited partnership,
 1097 | the Department of State shall serve notice on the limited
 1098 | partnership of its intent to administratively dissolve the
 1099 | limited partnership. If the limited partnership has provided the
 1100 | department with an electronic mail address, such notice shall be

1101 by electronic transmission. Administrative dissolution for
1102 failure to file an annual or biennial report shall occur on the
1103 fourth Friday in September of the ~~each~~ year the report is due.
1104 The Department of State shall issue a certificate of dissolution
1105 to each dissolved limited partnership. Issuance of the
1106 certificate of dissolution may be by electronic transmission to
1107 any limited partnership that has provided the department with an
1108 electronic mail address.

1109 Section 49. Subsections (2) and (3) of section 620.1810,
1110 Florida Statutes, are amended to read:

1111 620.1810 Reinstatement following administrative
1112 dissolution.—

1113 (2) As an alternative to submitting the form of
1114 reinstatement referred to in subsection (1), the limited
1115 partnership may submit a current annual or biennial report,
1116 signed by its registered agent and a general partner, which
1117 contains the same information described in subsection (1).

1118 (3) If the Department of State determines that the
1119 application for reinstatement, or current annual or biennial
1120 report described in subsection (2), contains the information
1121 required by subsection (1) and that the information is correct,
1122 the Department of State shall reinstate the limited partnership.

1123 Section 50. Paragraph (b) of subsection (1) and subsection
1124 (2) of section 620.1906, Florida Statutes, are amended to read:

1125 620.1906 Revocation of certificate of authority.—

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1126 (1) A certificate of authority of a foreign limited
1127 partnership to transact business in this state may be revoked by
1128 the Department of State in the manner provided in subsections
1129 (2) and (3) if the foreign limited partnership does not:

1130 (b) Deliver its annual or biennial report to the
1131 Department of State by 5 p.m. Eastern Time on the third Friday
1132 in September of the year the report is due;

1133 (2) If the Department of State determines that one or more
1134 grounds exist under this section for revocation of a foreign
1135 limited partnership, it shall notify the foreign limited
1136 partnership of its intent to revoke the foreign limited
1137 partnership's certificate of authority. If the foreign limited
1138 partnership has provided the department with an electronic mail
1139 address, such notice shall be by electronic transmission.
1140 Revocation for failure to file an annual or biennial report
1141 shall occur on the fourth Friday in September of the ~~each~~ year
1142 the report is due. The Department of State shall issue a
1143 certificate of revocation to each revoked foreign limited
1144 partnership. Issuance of the certificate of revocation may be by
1145 electronic transmission to any foreign limited partnership that
1146 has provided the department with an electronic mail address.

1147 Section 51. Subsections (2) and (3) of section 620.1909,
1148 Florida Statutes, are amended to read:

1149 620.1909 Reinstatement following administrative
1150 revocation.—

1151 (2) As an alternative to submitting the form of
1152 reinstatement referred to in subsection (1), the foreign limited
1153 partnership may submit a current annual or biennial report,
1154 signed by its registered agent and a general partner, which
1155 contains the same information described in subsection (1).

1156 (3) If the Department of State determines that the
1157 application for reinstatement or the current annual or biennial
1158 report described in subsection (2) contains the information
1159 required by subsection (1) and that the information is correct,
1160 it shall reinstate the foreign limited partnership's certificate
1161 of authority.

1162 Section 52. Section 622.05, Florida Statutes, is amended
1163 to read:

1164 622.05 Annual and biennial reports.—Every association
1165 shall comply with all requirements of law, including but not
1166 limited to the paying of all fees, taxes, and other charges, now
1167 or hereafter prescribed for the filing of annual or biennial
1168 reports by foreign corporations for profit qualified to transact
1169 business in this state, except railroad, pullman, telephone,
1170 telegraph, and insurance companies, and all laws heretofore or
1171 hereafter enacted with respect to such reports shall apply to
1172 and govern and control all associations.

1173 Section 53. This act shall take effect July 1, 2019.