

GENERAL ASSEMBLY OF NORTH CAROLINA

SESSION 1995

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SENATE BILL 994

Short Title: Corporation Omnibus/AB.

(Public)

Sponsors: Senators Cooper and Kerr.

Referred to: Finance

May 4, 1995

A BILL TO BE ENTITLED

1 AN ACT TO PROVIDE THAT ANNUAL REPORTS OF BUSINESS
2 CORPORATIONS AND LIMITED LIABILITY COMPANIES SHALL BE FILED
3 WITH THE DEPARTMENT OF REVENUE RATHER THAN THE SECRETARY
4 OF STATE, TO ESTABLISH FEES FOR EXPEDITED FILINGS, TO PROVIDE
5 THAT NONPROFIT CORPORATIONS ARE NOT REQUIRED TO FILE
6 ANNUAL REPORTS, TO ALLOW THE SECRETARY OF STATE TO RETAIN
7 FILED DOCUMENTS IN REPRODUCED FORM, TO EXTEND THE DEADLINE
8 TO ALLOW THE REINSTATEMENT OF DISSOLVED CORPORATIONS, AND
9 TO PREVENT THE USE OF DUPLICATE CORPORATE NAMES.
10

11 The General Assembly of North Carolina enacts:

12 PART I. CORPORATIONS.

13 Section 1. G.S. 55-16-22 reads as rewritten:

14 "**§ 55-16-22. Annual report for Secretary of State-Revenue.**

15 (a) Each domestic corporation except those governed by Chapter 55B, and each
16 foreign corporation authorized to transact business in this State, shall deliver to the
17 Secretary of ~~State Revenue~~ for filing an annual ~~report-report~~, in a form prescribed by the
18 Secretary of Revenue, that sets forth:

19 (1) The name of the corporation and the state or country under whose law it
20 is ~~incorporated;~~ incorporated, and a telephone number by which the

- 1 person in charge of the management of the corporation may be
2 contacted;
3 (2) The street address, and the mailing address if different from the street
4 address, of the registered office, the county in which its registered office
5 is located, and the name of its registered agent at that office in this State,
6 and a statement of any change of such registered office or registered
7 agent, or both;
8 (3) The address of its principal office;
9 (4) ~~The names, titles, and business addresses~~ name, title, and business address
10 of its ~~principal officers;~~ president or chief executive officer; and
11 ~~(4a) The names and business addresses of its directors; and~~
12 (5) A brief description of the nature of its business.

13 If the information contained in the most recently filed annual report has not changed, a
14 certification to that effect may be made instead of setting forth the information required
15 by subdivisions (2) through (5) of this subsection.

16 (b) Information in the annual report must be current as of the date the annual
17 report is executed on behalf of the corporation.

18 (c) ~~The annual report shall be delivered to the Secretary of State each year~~
19 Revenue within 60 days immediately following the last day of the month in which the
20 domestic corporation was incorporated or the foreign corporation received a certificate of
21 authority in this State. by the due date, including any approved extensions, for filing the
22 corporation's income and franchise tax returns. Forms required for the filing of the
23 annual report shall be mailed by the Secretary of State to the domestic or foreign
24 corporation at its registered office for the first annual report, then to its principal office
25 for subsequent annual reports. Forms required for the filing of subsequent annual reports
26 shall be made available by the Secretary of Revenue.

27 (d) If an annual report does not contain the information required by this section,
28 the Secretary of ~~State~~ Revenue shall promptly notify the reporting domestic or foreign
29 corporation in writing and return the report to it for correction. If the report is corrected
30 to contain the information required by this section and delivered to the Secretary of ~~State~~
31 Revenue within 30 days after the effective date of notice, it is deemed to be timely filed.
32 The Secretary of Revenue shall notify the Secretary of State promptly of any corporation
33 that fails to file a timely report.

34 (e) Amendments to any previously filed annual report may be filed at any time for
35 the purpose of correcting, updating, or augmenting the information contained in such
36 annual report. Any person dealing with a corporation or a foreign corporation may rely
37 conclusively upon its most recent annual report and any amendments thereto filed with
38 the Secretary of Revenue pursuant to G.S. 55-16-22 as to the identity of its president or
39 chief executive officer, except to the extent the person has actual knowledge that the
40 person identified therein as the president or chief executive officer is not that officer.

41 (f) Expired."

42 Sec. 2. G.S. 55-1-21(a) reads as rewritten:

43 "(a) The Secretary of State may promulgate and furnish on request forms for:

- 1 (1) An application for a certificate of existence;
- 2 (2) A foreign corporation's application for a certificate of authority to
- 3 transact business in this State; and
- 4 (3) A foreign corporation's application for a certificate of ~~withdrawal~~; and
- 5 withdrawal.
- 6 ~~(4) The annual report.~~

7 If the Secretary of State so requires, use of these forms is mandatory."

8 Sec. 3. G.S. 55-1-22 reads as rewritten:

9 "**§ 55-1-22. Filing, service, and copying fees.**

10 (a) The Secretary of State shall collect the following fees when the documents

11 described in this subsection are delivered to ~~him~~ the Secretary for filing:

Document	Fee
13 (1) Articles of incorporation	\$100.00
14 (2) Application for reserved name	10.00
15 (3) Notice of transfer of reserved name	10.00
16 (4) Application for registered name	10.00
17 (5) Application for renewal of	
18 registered name	10.00
19 (6) Corporation's statement of change of	
20 registered agent or registered	
21 office or both	5.00
22 (7) Agent's statement of change of	
23 registered office for each affected	
24 corporation	5.00
25 (8) Agent's statement of resignation	No fee
26 (9) Designation of registered agent or	
27 registered office or both	5.00
28 (10) Amendment of articles of	
29 incorporation	50.00
30 (11) Restated articles of incorporation	10.00
31 with amendment of articles	50.00
32 (12) Articles of merger or share exchange	50.00
33 (13) Articles of dissolution	30.00
34 (14) Articles of revocation of	
35 dissolution	10.00
36 (15) Certificate of administrative	
37 dissolution	No fee
38 (16) Application for reinstatement	
39 following administrative dissolution	25.00
40 (17) Certificate of reinstatement	No fee
41 (18) Certificate of judicial dissolution	No fee
42 (19) Application for certificate of	
43 authority	200.00

- 1 (20) Application for amended certificate
2 of authority 50.00
3 (21) Application for certificate of
4 withdrawal 10.00
5 (22) Certificate of revocation of
6 authority to transact business No fee
7 ~~(23) Annual report 10.00~~
8 (24) Articles of correction 10.00
9 (25) Application for certificate of
10 existence or authorization 5.00
11 (26) Any other document required or
12 permitted to be filed by this Chapter 10.00.

13 (b) The Secretary of State shall collect a fee of ten dollars (\$10.00) each time
14 process is served on ~~him~~ the Secretary under this Chapter. The party to a proceeding
15 causing service of process is entitled to recover this fee as costs if ~~he~~ the party prevails in
16 the proceeding.

17 (c) The Secretary of State shall collect the following fees for copying, comparing,
18 and certifying a copy of any filed document relating to a domestic or foreign corporation:

- 19 (1) One dollar (\$1.00) a page for copying or comparing a copy to the
20 original; and
21 (2) Five dollars (\$5.00) for the certificate."

22 Sec. 4. Article 1 of Chapter 55 of the General Statutes is amended by adding a
23 new section to read:

24 **"§ 55-1-22.1. Expedited filings.**

25 The Secretary of State shall guarantee the expedited filing of a document upon receipt
26 of the document in proper form and the payment of the required filing fee. The Secretary
27 of State may collect the following additional fees for the expedited filing of a document
28 received in good form:

- 29 (1) Two hundred dollars (\$200.00) for the filing by the end of the same
30 business day of a document received by 12:00 noon Eastern Standard
31 Time; and
32 (2) One hundred dollars (\$100.00) for the filing of a document within 24
33 hours after receipt, excluding weekends and holidays.

34 The Secretary of State shall not collect the fees allowed in this section unless the person
35 submitting the document for filing requests an expedited filing and is informed by the
36 Secretary of State of the fees prior to the filing of the document."

37 Sec. 5. G.S. 55-1-25 reads as rewritten:

38 **"§ 55-1-25. Filing duty of Secretary of State.**

39 (a) If a document delivered to the office of the Secretary of State for filing satisfies
40 the requirements of this Chapter, the Secretary of State shall file it. Documents filed with
41 the Secretary of State pursuant to this Chapter may be maintained by the Secretary either
42 in their original form or in photographic, microfilm, optical disk media, or other
43 reproduced form. The Secretary may make reproductions of documents filed under this

1 Chapter, or under any predecessor act, by photographic, microfilm, optical disk media, or
2 other means of reproduction, and may destroy the originals of those documents
3 reproduced.

4 (b) The Secretary of State files a document by stamping or otherwise endorsing
5 'Filed', together with ~~his~~the Secretary's name and official title and the date and time of
6 filing, on both the original and the document copy. After filing a document, except as
7 provided in G.S. 55-5-03 and G.S. 55-15-09, the Secretary of State shall deliver the
8 document copy to the domestic or foreign corporation or its representative.

9 (c) If the Secretary of State refuses to file a document, ~~he~~the Secretary shall return
10 it, by personal delivery or by first-class mail postage prepaid, to the domestic or foreign
11 corporation or its representative within five days after the document was received,
12 together with a brief, written statement of the date and the reason for ~~his~~refusal. The
13 Secretary of State may correct apparent errors and omissions on a document submitted
14 for filing if authorized to make the corrections by the person submitting the document for
15 filing. The authorization to make the corrections shall be confirmed, according to
16 procedures adopted by rule, by the Secretary prior to making the correction.

17 (d) The Secretary of State's duty is to review and file documents that satisfy the
18 requirements of this Chapter. ~~His~~The Secretary of State's filing or refusing to file a
19 document does not:

- 20 (1) Except as provided in G.S. 55-2-03(b), affect the validity or invalidity
21 of the document in whole or part;
- 22 (2) Relate to the correctness or incorrectness of information contained in
23 the document;
- 24 (3) Create a presumption that the document is valid or invalid or that
25 information contained in the document is correct or incorrect."

26 Sec. 6. G.S. 55-1-27 reads as rewritten:

27 "**§ 55-1-27. Evidentiary effect of copy of filed document.**

28 A certificate attached to a copy of a document filed by the Secretary of State, bearing
29 ~~his~~the Secretary of State's signature (which may be in facsimile) and the seal of ~~his~~office
30 and certifying that ~~said~~the copy is a true copy of ~~said~~the document, is conclusive
31 evidence that the original document is on file with the Secretary of State. A
32 photographic, microfilm, optical disk media, or other reproduced copy of a document
33 filed pursuant to this Chapter or any predecessor act, when certified by the Secretary,
34 shall be considered an original for all purposes and is admissible in evidence in like
35 manner as an original."

36 Sec. 7. G.S. 55-1-28(a)(4) reads as rewritten:

- 37 "(4) That its most recent annual report required by G.S. 55-16-22 has been
38 delivered to the Secretary of ~~State~~Revenue;"

39 Sec. 8. G.S. 55-1-41(d) reads as rewritten:

40 "(d) Written notice to a domestic or foreign corporation (authorized to transact
41 business in this State) may be addressed to its registered agent at its registered office or to
42 the corporation or its secretary at its principal office shown in its most recent annual
43 report on file in the office of the Secretary of ~~State~~Revenue or, in the case of a foreign

1 corporation that has not yet delivered an annual report, in its application for a certificate
2 of authority."

3 Sec. 9. G.S. 55-4-01(b) reads as rewritten:

4 "(b) Except as authorized by subsection ~~(e)~~, (c) of this section, a corporate name
5 must be distinguishable upon the records of the Secretary of State from:

6 (1) The corporate name of a corporation incorporated or authorized to
7 transact business in this State;

8 (2) A corporate name reserved or registered under G.S. 55-4-02 or ~~G.S. 55-~~
9 4-03;

10 (3) The fictitious name adopted by a foreign corporation authorized to
11 transact business in this State because its real name is unavailable; ~~and~~

12 (4) The corporate name of a nonprofit corporation incorporated or
13 authorized to transact business in this ~~State~~. State; and

14 (5) The name used, reserved, or registered by a limited liability company
15 pursuant to Chapter 57C of the General Statutes or by a limited
16 partnership pursuant to Chapter 59 of the General Statutes."

17 Sec. 10. G.S. 55-4-01(g) reads as rewritten:

18 "(g) The name of a corporation dissolved under Article 14 may not be used by
19 another corporation ~~until the expiration of two years after the effective date of the~~
20 ~~dissolution unless the dissolved corporation consents in writing to the use.~~ until:

21 (1) In the case of a voluntary dissolution, the expiration of 120 days after
22 the effective date of the dissolution, or

23 (2) In the case of an administrative dissolution, the expiration of the period
24 within which the corporation may be reinstated pursuant to G.S. 55-14-
25 21,

26 unless the dissolved corporation changes its name to a name that is distinguishable upon
27 the records of the Secretary of State from the names of other business corporations,
28 nonprofit corporations, limited partnerships, or limited liability companies organized or
29 transacting business in this State."

30 Sec. 11. G.S. 55-14-20(2) reads as rewritten:

31 "(2) The corporation does not deliver its annual report to the Secretary of
32 ~~State Revenue~~ within 60 days after it is due;"

33 Sec. 12. G.S. 55-14-22(a) reads as rewritten:

34 "(a) A corporation administratively dissolved under G.S. 55-14-21 may apply to the
35 Secretary of State for reinstatement ~~within two years~~ after the effective date of dissolution.
36 The application must:

37 (1) Recite the name of the corporation and the effective date of its
38 administrative dissolution; and

39 (2) State that the ground or grounds for dissolution either did not exist or
40 have been ~~eliminated~~; eliminated.

41 ~~(3) Reserved for future codification purposes;~~ and

42 ~~(4) Contain a certificate from the Department of Revenue reciting that all~~
43 ~~taxes owed by the corporation have been paid."~~

1 Sec. 13. Effective July 1, 1996, G.S. 55-14-22(a), as amended by Section 12
2 of this act, reads as rewritten:

3 "(a) A corporation administratively dissolved under G.S. 55-14-21 may apply to the
4 Secretary of State for reinstatement within two years after the effective date of
5 dissolution. The application must:

6 (1) Recite the name of the corporation and the effective date of its
7 administrative dissolution; and

8 (2) State that the ground or grounds for dissolution either did not exist or
9 have been eliminated."

10 Sec. 14. G.S. 55-15-30(a)(1) reads as rewritten:

11 "(1) The foreign corporation does not deliver its annual report to the
12 Secretary of State Revenue within 60 days after it is due;"

13 Sec. 15. G.S. 55-16-01(e)(7) reads as rewritten:

14 "(7) Its most recent annual report delivered to the Secretary of State Revenue
15 under G.S. 55-16-22."

16 PART II. NONPROFIT CORPORATIONS.

17 Sec. 16. G.S. 55A-16-22 is repealed.

18 Sec. 17. G.S. 55A-1-21(a) reads as rewritten:

19 "(a) The Secretary of State may promulgate and furnish on request forms for:

20 (1) An application for a certificate of existence;

21 (2) A foreign corporation's application for a certificate of authority to
22 conduct affairs in this State; and

23 (3) A foreign corporation's application for a certificate of ~~withdrawal~~; and
24 withdrawal.

25 ~~(4) The annual report.~~

26 If the Secretary of State so requires, use of these forms is mandatory."

27 Sec. 18. G.S. 55A-1-22 reads as rewritten:

28 **"§ 55A-1-22. Filing, service, and copying fees.**

29 (a) The Secretary of State shall collect the following fees when the documents
30 described in this subsection are delivered to the Secretary for filing:

31	Document	Fee
32	(1) Articles of incorporation	\$50.00
33	(2) Application for reserved name	\$10.00
34	(3) Notice of transfer of reserved name	\$10.00
35	(4) Application for registered name	\$10.00
36	(5) Application for renewal of registered name	\$10.00
37	(6) Corporation's statement of change of registered agent or registered 38 office or both	\$ 5.00
39	(7) Agent's statement of change of registered office for each affected 40 corporation	\$ 5.00
41	(8) Agent's statement of resignation	No fee
42	(9) Designation of registered agent or registered office or both	\$ 5.00
43	(10) Amendment of articles of incorporation	\$25.00

- 1 (11) Restated articles of incorporation without amendment of articles
2 \$10.00
- 3 (12) Restated articles of incorporation with amendment of articles \$25.00
- 4 (13) Articles of merger \$25.00
- 5 (14) Articles of dissolution \$15.00
- 6 (15) Articles of revocation of dissolution \$10.00
- 7 (16) Certificate of administrative dissolution No fee
- 8 (17) Application for reinstatement following administrative dissolution
9 \$25.00
- 10 (18) Certificate of reinstatement No fee
- 11 (19) Certificate of judicial dissolution No fee
- 12 (20) Application for certificate of authority \$100.00
- 13 (21) Application for amended certificate of authority \$25.00
- 14 (22) Application for certificate of withdrawal \$10.00
- 15 (23) Certificate of revocation of authority to conduct affairs No
16 fee
- 17 (24) ~~Annual Report~~ Corporation's Statement of Change of Principal Office
18 \$10.00-\$5.00
- 19 (24a) Designation of Principal Office Address \$5.00
- 20 (25) Articles of correction \$10.00
- 21 (26) Application for certificate of existence or authorization \$ 5.00
- 22 (27) Any other document required or permitted to be filed by this Chapter
23 \$10.00.

24 (b) The Secretary of State shall collect a fee of ten dollars (\$10.00) each time
25 process is served on the Secretary under this Chapter. The party to a proceeding causing
26 service of process is entitled to recover this fee as costs if the party prevails in the
27 proceeding.

28 (c) The Secretary of State shall collect the following fees for copying, comparing,
29 and certifying a copy of any filed document relating to a domestic or foreign corporation:

- 30 (1) One dollar (\$1.00) a page for copying or comparing a copy to the
31 original; and
- 32 (2) Five dollars (\$5.00) for the certificate."

33 Sec. 19. Article 1 of Chapter 55A of the General Statutes is amended by
34 adding a new section to read:

35 "**§ 55A-1-22.1. Expedited filings.**

36 The Secretary of State shall guarantee the expedited filing of a document upon receipt
37 of the document in proper form and the payment of the required filing fee. The Secretary
38 of State may collect the following additional fees for the expedited filing of a document
39 received in good form:

- 40 (1) Two hundred dollars (\$200.00) for the filing by the end of the same
41 business day of a document received by 12:00 noon Eastern Standard
42 Time; and

1 (2) One hundred dollars (\$100.00) for the filing of a document within 24
2 hours after receipt, excluding weekends and holidays.

3 The Secretary of State shall not collect the fees allowed in this section unless the person
4 submitting the document for filing requests an expedited filing and is informed by the
5 Secretary of State of the fees prior to the filing of the document."

6 Sec. 20. G.S. 55A-1-25 reads as rewritten:

7 **"§ 55A-1-25. Filing duty of Secretary of State.**

8 (a) If a document delivered to the office of the Secretary of State for filing satisfies
9 the requirements of this Chapter, the Secretary of State shall file it. Documents filed with
10 the Secretary of State pursuant to this Chapter may be maintained by the Secretary either
11 in their original form or in photographic, microfilm, optical disk media, or other
12 reproduced form. The Secretary may make reproductions of documents filed under this
13 Chapter, or under any predecessor act, by photographic, microfilm, optical disk media, or
14 other means of reproduction, and may destroy the originals of those documents
15 reproduced.

16 (b) The Secretary of State files a document by stamping or otherwise endorsing
17 'Filed', together with the Secretary of State's name and official title and the date and time
18 of filing, on both the original and the exact or conformed copy. After filing a document,
19 except as provided in G.S. 55A-5-03 and G.S. 55A-15-09, the Secretary of State shall
20 deliver the exact or conformed copy to the domestic or foreign corporation or its
21 representative.

22 (c) If the Secretary of State refuses to file a document, the Secretary of State shall
23 return it, by personal delivery or by first-class mail postage prepaid, to the domestic or
24 foreign corporation or its representative within five days after the document was
25 received, together with a brief, written statement of the date of and the reason for refusal.
26 The Secretary of State may correct apparent errors and omissions on a document
27 submitted for filing if authorized to make the corrections by the person submitting the
28 document for filing. The authorization to make the corrections shall be confirmed,
29 according to procedures adopted by rule, by the Secretary prior to making the correction.

30 (d) The Secretary of State's duty is to review and file documents that satisfy the
31 requirements of this Chapter. The Secretary of State's filing or refusing to file a
32 document does not:

33 (1) Except as provided in G.S. 55A-2-03(b), affect the validity or invalidity
34 of the document in whole or part;

35 (2) Determine the correctness or incorrectness of information contained in
36 the document;

37 (3) Create a presumption that the document is valid or invalid or that
38 information contained in the document is correct or incorrect."

39 Sec. 21. G.S. 55A-1-27 reads as rewritten:

40 **"§ 55A-1-27. Evidentiary effect of certificate of filing.**

41 A certificate attached to a copy of a document filed by the Secretary of State, bearing
42 the Secretary of State's signature (which may be in facsimile) and the seal of his office
43 and certifying that the copy is a true copy of the document, is conclusive evidence that

1 the original document is on file with the Secretary of State. A photographic, microfilm,
2 optical disk media, or other reproduced copy of a document filed pursuant to this Chapter
3 or any predecessor act, when certified by the Secretary, shall be considered an original
4 for all purposes and is admissible in evidence in like manner as an original."

5 Sec. 22. G.S. 55A-1-28(b)(4) is repealed.

6 Sec. 23. G.S. 55A-1-40 (20) reads as rewritten:

7 "(20) 'Principal office' means the office (in or out of this State) so designated
8 in the ~~annual report filed pursuant to G.S. 55A-16-22~~ articles of
9 incorporation, the Designation of Principal Office Address form, or in
10 any subsequent Corporation's Statement of Change of Principal Office
11 Address form filed with the Secretary of State where the principal
12 offices of a domestic or foreign corporation are located."

13 Sec. 24. G.S. 55A-1-41(d) reads as rewritten:

14 "(d) Written notice to a domestic or foreign corporation (authorized to conduct
15 affairs in this State) may be addressed to its registered agent at its registered office or to
16 the corporation or its secretary at its principal office shown in its ~~most recent annual report~~
17 ~~on file in the office of the Secretary of State or, in the case of a foreign corporation that has not~~
18 ~~yet delivered an annual report, in its application for a certificate of authority.~~ articles of
19 incorporation, the Designation of Principal Office Address form, or any Corporation's
20 Statement of Change of Principal Office Address form filed with the Secretary of State."

21 Sec. 25. G.S. 55A-2-02(a) reads as rewritten:

22 "(a) The articles of incorporation shall set forth:

- 23 (1) A corporate name for the corporation that satisfies the requirements of
24 G.S. 55A-4-01;
- 25 (2) If the corporation is a charitable or religious corporation, a statement to
26 that effect if it was incorporated on or after the effective date of this
27 Chapter;
- 28 (3) The street address, and the mailing address if different from the street
29 address, of the corporation's initial registered office, the county in which
30 the initial registered office is located, and the name of the corporation's
31 initial registered agent at that address;
- 32 (4) The name and address of each incorporator;
- 33 (5) Whether or not the corporation will have members; ~~and~~
- 34 (6) Provisions not inconsistent with law regarding the distribution of assets
35 on ~~dissolution~~ dissolution; ~~and~~
- 36 (7) The street address, and the mailing address, if different from the street
37 address, of the principal office, and the county in which the principal
38 office is located."

39 Sec. 26. G.S. 55A-4-01(b) reads as rewritten:

40 "(b) Except as authorized by subsection (c) of this section, a corporate name shall
41 be distinguishable upon the records of the Secretary of State from:

- 42 (1) The corporate name of a domestic nonprofit corporation or a foreign
43 nonprofit corporation authorized to conduct affairs in this State;

- 1 (2) The corporate name of a business corporation incorporated or
2 authorized to transact business in this State;
- 3 (3) A corporate name reserved or registered under G.S. 55A-4-02, 55A-4-
4 03, 55-4-02, or 55-4-03; ~~or~~
- 5 (4) The fictitious name adopted by a foreign business or nonprofit
6 corporation authorized to transact business or conduct affairs in this
7 State because its real name is ~~unavailable~~. unavailable; or
- 8 (5) The name used, reserved, or registered by a limited liability company
9 pursuant to Chapter 57C of the General Statutes or by a limited
10 partnership pursuant to Chapter 59 of the General Statutes."

11 Sec. 27. G.S. 55A-4-01(f) reads as rewritten:

12 "(f) The name of a corporation dissolved under Article 14 of this Chapter shall not
13 be used by another corporation ~~until the expiration of two years after the effective date of~~
14 ~~the dissolution unless the dissolved corporation consents in writing to the use.~~ until:

- 15 (1) In the case of a voluntary dissolution, the expiration of 120 days after
16 the effective date of the dissolution, or
- 17 (2) In the case of an administrative dissolution, the expiration of the period
18 within which the corporation may be reinstated pursuant to G.S. 55A-
19 14-22,

20 unless the dissolved corporation changes its name to a name that is distinguishable upon
21 the records of the Secretary of State from the names of other nonprofit corporations,
22 business corporations, limited partnerships, or limited liability companies organized or
23 transacting business in this State."

24 Sec. 28. G.S. 55A-5-02(c) is repealed.

25 Sec. 29. Article 5 of Chapter 55A of the General Statutes is amended by
26 adding a new section to read:

27 "**§ 55A-5-02.1. Principal office address.**

28 (a) Any corporation that does not designate the street address and the mailing
29 address, if different from the street address, of the corporation's principal office and the
30 county of location in an annual report or its articles of incorporation shall file a
31 Designation of Principal Office Address form with the Secretary of State that contains
32 that information.

33 (b) A corporation may change its principal office by delivering to the Secretary of
34 State for filing a Corporation's Statement of Change of Principal Office form that sets
35 forth:

- 36 (1) The street address, and the mailing address if different from the street
37 address, of the corporation's current principal office and the county in
38 which it is located; and
- 39 (2) The street address, and the mailing address if different from the street
40 address, of the new principal office and the county in which it is
41 located."

42 Sec. 30. G.S. 55A-5-03(b) reads as rewritten:

1 "(b) After filing the statement the Secretary of State shall mail one copy to the
2 registered office (if not discontinued) and the other copy to the corporation at its principal
3 office as shown in its most recent annual report. office."

4 Sec. 31. G.S. 55A-5-04(b) reads as rewritten:

5 "(b) When a corporation fails to appoint or maintain a registered agent in this State,
6 or when its registered agent cannot with due diligence be found at the registered office,
7 the Secretary of State shall be an agent of the corporation upon whom any process,
8 notice, or demand may be served. Service on the Secretary of State of any process,
9 notice, or demand shall be made by delivering to and leaving with the Secretary of State
10 or with any clerk having charge of the corporation department of his office, duplicate
11 copies of such process, notice, or demand. In the event any process, notice, or demand is
12 served on the Secretary of State, he shall immediately mail one of the copies thereof, by
13 registered or certified mail, return receipt requested, to the corporation at its principal
14 office shown in its most recent annual report or in any subsequent communication received
15 from the corporation stating the current mailing address of its principal office or, if there
16 is no mailing address for the principal office on file, to the corporation at its registered
17 office. Service on a corporation under this subsection shall be effective for all purposes
18 from and after the date of such service on the Secretary of State."

19 Sec. 32. G.S. 55A-14-20 reads as rewritten:

20 **"§ 55A-14-20. Grounds for administrative dissolution.**

21 The Secretary of State may commence a proceeding under G.S. 55A-14-21 to dissolve
22 administratively a corporation if:

- 23 (1) The corporation does not pay within 60 days after they are due any
24 penalties, fees, or other payments due under this Chapter;
- 25 (2) The corporation does not deliver its annual report to the Secretary of
26 State within 60 days after it is due;
- 27 (3) The corporation is without a registered agent or registered office in this
28 State for 60 days or more;
- 29 (4) The corporation does not notify the Secretary of State within 60 days
30 that its registered agent or registered office has been changed, that its
31 registered agent has resigned, or that its registered office has been
32 discontinued;
- 33 (5) The corporation's period of duration stated in its articles of
34 incorporation expires; or
- 35 (6) The corporation knowingly fails or refuses to answer truthfully and fully
36 within the time prescribed in this Chapter interrogatories propounded by
37 the Secretary of State in accordance with the provisions of this ~~Chapter.~~
38 Chapter; or
- 39 (7) The corporation does not designate the address of its principal office
40 with the Secretary of State or does not notify the Secretary of State
41 within 60 days that the principal office has changed."

42 Sec. 33. G.S. 55A-14-20(2) is repealed.

43 Sec. 34. G.S. 55A-15-09(b) reads as rewritten:

1 "(b) After filing the statement, the Secretary of State shall mail one copy to the
2 registered office (if not discontinued) and the other copy to the foreign corporation at its
3 principal ~~office shown in its most recent annual report.~~ office."

4 Sec. 35. G.S. 55A-15-10(b) reads as rewritten:

5 "(b) When a foreign corporation authorized to conduct affairs in this State fails to
6 appoint or maintain a registered agent in this State, or when its registered agent cannot
7 with due diligence be found at the registered office, or when its certificate of authority
8 shall have been revoked under G.S. 55A-15-31, the Secretary of State shall be an agent of
9 such corporation upon whom any process, notice, or demand may be served. Service on
10 the Secretary of State of any process, notice, or demand shall be made by delivering to
11 and leaving with the Secretary of State or with any clerk having charge of the corporation
12 department of the Secretary of State's office, duplicate copies of such process, notice, or
13 demand. In the event any process, notice, or demand is served on the Secretary of State,
14 he shall immediately mail one of the copies thereof, by registered or certified mail, return
15 receipt requested, to the corporation at its principal office ~~shown in its most recent annual~~
16 ~~report~~ or in any subsequent communication received from the corporation stating the
17 current mailing address of its principal office or, if there is no mailing address for the
18 principal office on file, to the corporation at its registered office. Service on a foreign
19 corporation under this subsection shall be effective for all purposes from and after the
20 date of such service on the Secretary of State."

21 Sec. 36. G.S. 55A-15-30(a)(1) is repealed.

22 Sec. 37. G.S. 55A-16-01(e)(7) is repealed.

23 PART III. LIMITED LIABILITY COMPANIES.

24 Sec. 38. G.S. 57C-2-23 reads as rewritten:

25 "**§ 57C-2-23. Annual report for Secretary of State-Revenue.**

26 (a) Each domestic limited liability company and each foreign limited liability
27 company authorized to transact business in this State, shall deliver to the Secretary of
28 ~~State-Revenue~~ for filing an annual ~~report-report~~, in a form prescribed by the Secretary of
29 Revenue, that sets forth:

- 30 (1) The name of the limited liability or foreign limited liability company
31 and the state or country under whose law it is ~~organized;~~ organized, and
32 a telephone number by which the person in charge of the management
33 of the limited liability company may be contacted;
34 (2) The street address, and the mailing address if different from the street
35 address, of the registered office, the county in which the registered
36 office is located, and the name of its registered agent at that office in
37 this State, and a statement of any change of the registered office or
38 registered agent, or both;
39 (3) The address of its principal office;
40 (4) The names and business addresses of its managers; and
41 (5) A brief description of the nature of its business.

1 If the information contained in the most recently filed annual report has not changed,
 2 a certification to that effect may be made instead of setting forth the information required
 3 by subdivisions (2) through (5) of this subsection.

4 (b) Information in the annual report must be current as of the date the annual
 5 report is executed on behalf of the limited liability company or the foreign limited
 6 liability company.

7 (c) ~~The annual report shall be delivered to the Secretary of State each year~~
 8 ~~Revenue within 60 days immediately following the last day of the month in which the~~
 9 ~~domestic limited liability company was organized or the foreign limited liability~~
 10 ~~company received a certificate of authority in this State. by the due date, including any~~
 11 ~~approved extensions, for filing the limited liability company's partnership tax return.~~
 12 ~~Forms required for the filing of the annual report shall be mailed by the Secretary of State~~
 13 ~~to the domestic or foreign limited liability company at its registered office for the first~~
 14 ~~annual report, and then to its principal office for subsequent annual reports. Forms~~
 15 ~~required for the filing of subsequent annual reports shall be made available by the~~
 16 ~~Secretary of Revenue.~~

17 (d) If an annual report does not contain the information required by this section,
 18 the Secretary of State ~~Revenue~~ shall promptly notify the reporting domestic or foreign
 19 limited liability company in writing and return the report to it for correction. If the report
 20 is corrected to contain the information required by this section and delivered to the
 21 Secretary of State ~~Revenue~~ within 30 days after the effective date of notice, it is deemed
 22 to be timely filed. The Secretary of Revenue shall notify the Secretary of State promptly
 23 of any limited liability company that fails to file a timely report.

24 (e) Amendments to any previously filed annual report may be filed at any time for
 25 the purpose of correcting, updating, or augmenting the information contained in the
 26 annual report."

27 Sec. 39. G.S. 57C-1-22 reads as rewritten:

28 **"§ 57C-1-22. Filing, service, and copying fees.**

29 (a) The Secretary of State shall collect the following fees when the documents
 30 described in this subsection are delivered to the Secretary of State for filing:

31	<u>Document</u>	<u>Fee</u>
32	(1) Articles of organization	\$100.00
33	(2) Application for reserved name	10.00
34	(3) Notice of transfer of reserved name	10.00
35	(4) Application for registered name	10.00
36	(5) Application for renewal of registered name	10.00
37	(6) Limited liability company's statement of	
38	change of registered agent or registered	
39	office or both	5.00
40	(7) Agent's statement of change of registered	
41	office for each affected limited	
42	liability company	5.00
43	(8) Agent's statement of resignation	No fee

1	(9)	Designation of registered agent or	
2		registered office or both	5.00
3	(10)	Amendment of articles of organization	50.00
4	(11)	Restated articles of organization	
5		without amendment of articles	10.00
6	(12)	Restated articles of organization	
7		with amendment of articles	50.00
8	(13)	Articles of merger	50.00
9	(14)	Articles of dissolution	30.00
10	(15)	Articles of revocation of dissolution	10.00
11	(16)	Certificate of administrative dissolution	No fee
12	(17)	Certificate of reinstatement	No fee
13	(18)	Certificate of judicial dissolution	No fee
14	(19)	Application for certificate of authority	200.00
15	(20)	Application for amended certificate	
16		of authority	50.00
17	(21)	Application for certificate of withdrawal	10.00
18	(22)	Certificate of revocation of authority	
19		to transact business	No fee
20	(23)	Articles of correction	10.00
21	(24)	Application for certificate of existence	
22		or authorization	5.00
23	(25)	Annual report	200.00
24	(26)	Any other document required or permitted	
25		to be filed by this Chapter	10.00.

26 (b) The Secretary of State shall collect a fee of ten dollars (\$10.00) each time
 27 process is served on the Secretary of State under this Chapter. The party to a proceeding
 28 causing service of process is entitled to recover this fee as costs if ~~he~~the party prevails in
 29 the proceeding.

30 (c) The Secretary of State shall collect the following fees for copying, comparing,
 31 and certifying a copy of any filed document relating to a domestic or foreign limited
 32 liability company:

- 33 (1) One dollar (\$1.00) a page for copying or comparing a copy to the
- 34 original; and
- 35 (2) Five dollars (\$5.00) for the certificate."

36 Sec. 40. Article 1 of Chapter 57C of the General Statutes is amended by
 37 adding a new section to read:

38 **"§ 57C-1-22.1. Expedited filings.**

39 The Secretary of State shall guarantee the expedited filing of a document upon receipt
 40 of the document in proper form and the payment of the required filing fee. The Secretary
 41 of State may collect the following additional fees for the expedited filing of a document
 42 received in good form:

1 (1) Two hundred dollars (\$200.00) for the filing by the end of the same
2 business day of a document received by 12:00 noon Eastern Standard
3 Time; and

4 (2) One hundred dollars (\$100.00) for the filing of a document within 24
5 hours after receipt, excluding weekends and holidays.

6 The Secretary of State shall not collect the fees allowed in this section unless the person
7 submitting the document for filing requests an expedited filing and is informed by the
8 Secretary of State of the fees prior to the filing of the document."

9 Sec. 41. G.S. 57C-1-25 reads as rewritten:

10 **"§ 57C-1-25. Filing duty of Secretary of State.**

11 (a) If a document delivered to the Office of the Secretary of State for filing
12 satisfies the requirements of this Chapter, the Secretary of State shall file it. Documents
13 filed with the Secretary of State pursuant to this Chapter may be maintained by the
14 Secretary either in their original form or in photographic, microfilm, optical disk media,
15 or other reproduced form. The Secretary may make reproductions of documents filed
16 under this Chapter, or under any predecessor act, by photographic, microfilm, optical disk
17 media, or other means of reproduction, and may destroy the originals of those documents
18 reproduced.

19 (b) The Secretary of State files a document by stamping or otherwise endorsing
20 'Filed', together with ~~his~~the Secretary of State's name and official title and the date and
21 time of filing, on both the original and the document copy. After filing a document, the
22 Secretary of State shall deliver the document copy to the domestic or foreign limited
23 liability company or its representative.

24 (c) If the Secretary of State refuses to file a document, the Secretary of State shall
25 return it to the domestic or foreign limited liability company or its representative within
26 five days after the document was received, together with a brief, written explanation of
27 the reason for ~~his~~refusal. The Secretary of State may correct apparent errors and
28 omissions on a document submitted for filing if authorized to make the corrections by the
29 person submitting the document for filing. The authorization to make the corrections
30 shall be confirmed, according to procedures adopted by rule, by the Secretary prior to
31 making the correction.

32 (d) The Secretary of State's duty is to review and file documents that satisfy the
33 requirements of this Chapter. The Secretary of State's filing or refusing to file a
34 document does not:

35 (1) Affect the validity or invalidity of the document in whole or part;

36 (2) Relate to the correctness or incorrectness of information contained in
37 the document; or

38 (3) Create a presumption that the document is valid or invalid or that
39 information contained in the document is correct or incorrect."

40 Sec. 42. G.S. 57C-1-27 reads as rewritten:

41 **"§ 57C-1-27. Evidentiary effect of copy of filed document.**

42 A certificate attached to a copy of a document filed by the Secretary of State, bearing
43 the Secretary of State's signature (which may be in facsimile) and the seal of office and

1 certifying that ~~said~~ the copy is a true copy of ~~said~~ the document, is conclusive evidence
2 that the original document is on file with the Secretary of State. A photographic,
3 microfilm, optical disk media, or other reproduced copy of a document filed pursuant to
4 this Chapter or any predecessor act, when certified by the Secretary, shall be considered
5 an original for all purposes and is admissible in evidence in like manner as an original."

6 Sec. 43. G.S. 57C-2-30(f) reads as rewritten:

7 "(f) The name of a limited liability company dissolved under G.S. 57C-6-03 may
8 not be used by another limited liability company until the expiration of two years after
9 the effective date of the ~~articles of dissolution~~ unless the dissolved limited liability
10 company ~~consents in writing to the use.~~ changes its name to a name distinguishable upon
11 the records of the Secretary of State from the names of other limited liability companies,
12 business corporations, nonprofit corporations, or limited partnerships organized or
13 transacting business in this State."

14 Sec. 44. G.S. 57C-3-25(a) reads as rewritten:

15 "(a) Any person dealing with a limited liability company or a foreign limited
16 liability company may rely conclusively upon its most recent annual report and any
17 amendments thereto filed with the Secretary of ~~State Revenue~~ pursuant to G.S. 57C-2-23
18 as to the identity of its managers, except to the extent the person has actual knowledge
19 that a person identified therein as a manager is not a manager."

20 Sec. 45. G.S. 57C-6-03(a)(2) reads as rewritten:

21 "(2) The limited liability company does not deliver its annual report to the
22 Secretary of ~~State Revenue~~ on or before the date it is due;".

23 Sec. 46. G.S. 57C-7-14(a)(2) reads as rewritten:

24 "(2) The foreign limited liability company has not delivered its annual report
25 to the Secretary of ~~State Revenue~~ on or before the date it is due;".

26 PART IV. LIMITED PARTNERSHIPS.

27 Sec. 47. G.S. 59-103(d) reads as rewritten:

28 "(d) The limited partnership name ~~shall be sufficiently unique to permit separate~~
29 ~~indexing in the limited partnership records in the Office of the Secretary of State. Filing~~
30 ~~of name does not confer any right to the use of the name in commerce.~~ must be
31 distinguishable upon the records of the Secretary of State from:

32 (1) The name of a corporation, nonprofit corporation, limited partnership,
33 or limited liability company organized in this State, or a foreign
34 corporation or nonprofit corporation, foreign limited partnership, or
35 foreign limited liability company authorized to transact business in this
36 State;

37 (2) A name reserved under G.S. 55-4-02, 55-4-03, 55A-4-02, 55A-4-03,
38 57C-2-31, 57C-2-32, 59-104, or 59-904; and

39 (3) The fictitious name adopted by a foreign corporation or nonprofit
40 corporation, foreign limited partnership, or foreign limited liability
41 company authorized to transact business in this State because its real
42 name is unavailable."

43 Sec. 48. G.S. 59-206 reads as rewritten:

1 **"§ 59-206. Filing requirements.**

2 (a) Whenever the provisions of this Article require any document relating to a
3 limited partnership to be executed and filed in accordance with this Article, unless
4 otherwise specifically stated in this Article:

5 (1) There shall be an original executed document and also one conformed
6 copy.

7 (2) The original document so signed, together with the conformed copy,
8 shall be delivered to the Secretary of State. Unless ~~he~~the Secretary
9 finds that it does not conform to law, the Secretary ~~of State~~shall, when
10 the proper fees have been tendered, endorse upon the original the word
11 'filed' and the hour, day, month and year of the filing thereof and shall
12 file the same in his office. The Secretary of State shall thereupon
13 immediately compare the copy with the original and if ~~he~~the Secretary
14 finds that they are identical he shall make upon the conformed copy the
15 same endorsement which appears on the original and shall attach to the
16 copy a certificate stating that attached thereto is a true copy of the
17 document, designated by an appropriate title, filed in his office and
18 showing the date of ~~such~~the filing. ~~He~~The Secretary shall thereupon
19 return the copy so certified to the limited partnership or its
20 representatives. Any documents filed with the Secretary of State
21 pursuant to this Chapter may be maintained by the Secretary either in
22 their original form or in photographic, microfilm, optical disk media, or
23 other reproduced form. The Secretary may make reproductions of
24 documents filed under this Chapter, or under any predecessor act, by
25 photographic, microfilm, optical disk media, or other means of
26 reproduction, and may destroy the originals of the documents
27 reproduced. The Secretary of State may correct apparent errors and
28 omissions on a document submitted for filing if authorized to make the
29 corrections by the person submitting the document for filing. The
30 authorization to make the corrections shall be confirmed, according to
31 procedures adopted by rule, by the Secretary prior to making the
32 correction.

33 (3) Repealed by Session Laws 1991, c. 153, s. 2.

34 (3a) Whenever the name of any domestic or foreign limited partnership
35 holding title to real property in this State is changed upon amendment to
36 the certificate of limited partnership, a certificate reciting ~~such~~the
37 change or transfer shall be recorded in the office of the register of deeds
38 of the county where the property lies, or if the property is located in
39 more than one county, then in each county where any portion of the
40 property lies.

41 (4) The Secretary of State shall adopt uniform certificates to be furnished
42 for registration in accordance with this section. In the case of a foreign
43 limited partnership, a similar certificate by any competent authority of

1 the jurisdiction under which the limited partnership is organized may be
2 registered in accordance with this section.

3 (5) The certificate required by this section shall be recorded by the register
4 of deeds in the same manner as deeds, and for the same fees, but no
5 formalities as to acknowledgement, probate, or approval by any other
6 officer shall be required. The former name of the limited partnership
7 holding title to the real property before the amendment shall appear in
8 the 'Grantor' index, and the amended name of the limited partnership
9 holding title to the real property by virtue of the amendment shall
10 appear in the 'Grantee' index.

11 (b) Repealed by Session Laws 1991, c. 153, s. 2.

12 (b1) Except as provided in subsection (b2), a document accepted for filing is
13 effective:

14 (1) At the time of filing on the date it is filed, as evidenced by the Secretary
15 of State's date and time endorsement on the original document; or

16 (2) At the time specified in the document as its effective time on the date it
17 is filed.

18 (b2) A document may specify a delayed effective time and date, and if it does so the
19 document becomes effective at the time and date specified. If a delayed effective date
20 but not time is specified, the document is effective at 11:59:59 p.m. on that date. A
21 delayed effective date for a document may not be later than the ninetieth day after the
22 date it is filed.

23 (b3) The fact that a document has become effective under this section does not
24 determine its validity or invalidity or the correctness or incorrectness of the information
25 contained in the document.

26 (c) It shall be the duty of the Secretary of State, whenever so requested and upon
27 tender of the proper fees, to certify as aforesaid any true copy of any ~~such~~ document on
28 file in ~~his~~ the office, or if ~~such be the request,~~ requested, to make or cause to be made
29 typewritten or photostatic copies of ~~such~~ the documents and to certify the same as
30 aforesaid. A photographic, microfilm, optical disk media, or other reproduced copy of a
31 document filed pursuant to this Chapter or any predecessor act, when certified by the
32 Secretary, shall be considered an original for all purposes and is admissible in evidence in
33 like manner as an original."

34 Sec. 49. G.S. 59-1106 reads as rewritten:

35 "**§ 59-1106. Fees.**

36 The Secretary of State shall collect the following fees and remit them to the State
37 Treasurer for the use of the State:

38 (1) For filing a certificate of limited
39 partnership (G.S. 59-201) \$50.00

40 (2) For filing a certificate of amendment
41 (G.S. 59-202; 59-905) 25.00

42 (3) For filing a certificate of cancellation
43 (G.S. 59-203; 59-906) 25.00

- 1 (4) For filing an application for reservation
2 of name (G.S. 59-104(a)) 10.00
3 (5) For filing a transfer of name
4 (G.S. 59-104(d)) 10.00
5 (6) For filing an application for registration
6 as foreign limited partnership
7 (G.S. 59-502) 50.00
8 (7) For preparing and furnishing a copy of
9 any document, instrument or paper filed or
10 recorded relating to a limited partnership
11 (G.S. 59-206(c))
12 For each page 1.00
13 For affixing his certificate and official seal
14 thereto 5.00
15 (8) For comparing a copy furnished to him of any
16 document, instrument or paper filed or
17 recorded relating to a limited partnership
18 For each page 1.00
19 (9) For filing any other document not herein
20 specifically provided for ~~40.00.~~ 10.00
21 (10) For the expedited filing by the
22 end of the same business day of a
23 document received in good order by 12:00 noon
24 Eastern Standard Time 200.00
25 additional fee
26 (11) For the expedited filing of a document
27 received in good order within 24
28 hours after receipt, excluding
29 weekends and holidays 100.00
30 additional fee.

31 The Secretary of State shall not collect the fees allowed in subdivisions (10) and
32 (11) of this section unless the person submitting the document for filing requests an
33 expedited filing and is informed by the Secretary of State of the fees prior to the filing of
34 the document. Upon receipt of a document in proper form and payment of the required
35 filing fee, the Secretary of State shall guarantee the expedited filing of the document."

36 PART V. CONFORMING CHANGES, APPROPRIATIONS, AND EFFECTIVE
37 DATES.

38 Sec. 50. G.S. 105-228.90(a) reads as rewritten:

39 "(a) Scope. – This Article applies to Subchapters I, V, and VIII of this ~~Chapter~~
40 Chapter, to the annual report filing requirements of G.S. 55-16-22 and G.S. 57C-2-23,
41 and to inspection taxes levied under Article 3 of Chapter 119 of the General Statutes."

42 Sec. 51. Article 9 of Chapter 105 of the General Statutes is amended by
43 adding a new section to read:

1 **"§ 105-257.1. Secretary to administer annual report filing.**

2 (a) Filing Duty. – The Secretary shall review and file annual reports required to be
3 filed with the Secretary by corporations and limited liability companies pursuant to G.S.
4 55-16-22 and G.S. 57C-2-23. The penalties in G.S. 105-229 and G.S. 105-230 for failure
5 to file a report do not apply to failure to file an annual report required by G.S. 55-16-22
6 or G.S. 57C-2-23.

7 (b) Information to Secretary of State. – The Secretary of Revenue shall provide the
8 Secretary of State immediate electronic access to the information contained in annual
9 reports filed with the Secretary of Revenue under this section. The Secretary of Revenue
10 shall notify the Secretary of State promptly of any entity that fails to file a timely annual
11 report.

12 (c) An entity filing an annual report with the Secretary shall pay the following fees
13 to the Secretary with the annual report:

14 <u>Business corporation annual report</u>	<u>\$ 10.00</u>
15 <u>Limited liability company annual report</u>	<u>200.00."</u>

16 Sec. 52. G.S. 105-259(a) reads as rewritten:

17 "(a) Definitions. – The following definitions apply in this section:

18 (1) Employee or officer. – The term includes a former employee, a former
19 officer, and a current or former member of a State board or commission.

20 (2) Tax information. – Any information from any source concerning the
21 liability of a taxpayer for a tax, as defined in G.S. 105-228.90. The term
22 includes the following:

23 a. Information contained on a tax return, a tax report, or an
24 application for a license for which a tax is imposed.

25 b. Information obtained through an audit of a taxpayer or by
26 correspondence with a taxpayer.

27 c. Information on whether a taxpayer has filed a tax return or a tax
28 report.

29 d. A list or other compilation of the names, addresses, social
30 security numbers, or similar information concerning taxpayers.

31 The term does not include (i) statistics classified so that information
32 about specific taxpayers cannot be ~~identified or (ii) identified~~, (ii) an
33 annual report required to be filed under G.S. 55-16-22 or G.S. 57C-2-
34 23, or (iii) information submitted to the Business License Information
35 Office of the Department of Secretary of State on a master application
36 form for various business licenses."

37 Sec. 53. There is appropriated from the General Fund to the Department of the
38 Secretary of State a sum for the 1995-96 fiscal year and a sum for the 1996-97 fiscal year
39 for equipment and other one-time costs of implementing this act.

40 Sec. 54. There is appropriated from the General Fund to the Department of
41 Revenue a sum for the 1995-96 fiscal year and a sum for the 1996-97 fiscal year for
42 personnel, equipment, and other costs of implementing this act.

1 Sec. 55. Sections 1-3, 7, 8, 11, 14, 15, 38, 39, 44-46, and 50-52 of this act
2 become effective July 1, 1996, and apply to annual reports due for years beginning with
3 1996. Section 13 of this act becomes effective July 1, 1996, and applies to applications
4 for reinstatement on or after that date. Section 32 of this act becomes effective July 1,
5 1996, and applies to proceedings commenced on or after that date. The remainder of this
6 act becomes effective July 1, 1995. Sections 4, 19, 40, and 49 of this act apply to
7 expedited filings submitted on or after July 1, 1995. Section 12 of this act applies to
8 applications for reinstatement on or after July 1, 1995. Section 25 of this act applies to
9 articles of incorporation filed on or after July 1, 1995.