

AMENDED IN SENATE MAY 16, 2024

**SENATE BILL**

**No. 1201**

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**Introduced by Senator Durazo**  
*(Coauthors: Senators Min and Wahab)*

February 15, 2024

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An act to amend Sections 1502, 2117, ~~17702.09, 18200, 18205, and 18210~~ *of and 17702.09 of the Corporations Code, and to amend Sections 12176, 12186, and 12190 of the Government Code*, relating to corporations.

LEGISLATIVE COUNSEL'S DIGEST

SB 1201, as amended, Durazo. Beneficial owners.

Existing law requires a person who is directly or indirectly the beneficial owner of more than 10% of any class of stock of a domestic insurer to file in the office of the Insurance Commissioner within 10 days after that person becomes a beneficial owner a statement, in a form prescribed by the commissioner, of the amount of all stock of that insurer of which the person is the beneficial owner, as specified. The General Corporation Law (GCL) requires a domestic corporation and a foreign corporation to file annually, as prescribed, with the Secretary of State, a statement containing certain information, including the names and complete business or residence addresses of its chief executive officer, secretary, and chief financial officer. The GCL requires a domestic corporation to certify that the information it provides in that statement is true and correct.

This bill ~~would~~ *would, by January 1, 2026*, additionally require those corporations to include in the statement described above the names and complete business or residence addresses of any beneficial owner, as

defined. By expanding the scope of the crime of perjury, this bill would impose a state-mandated local program.

Existing law, the California Revised Uniform Limited Liability Company Act, requires a limited liability company, and a foreign limited liability company registered to transact intrastate business in this state, to file biennially, as specified, with the Secretary of State, a statement containing certain information, including the name and complete business or residence addresses of any manager or managers and the chief executive officer, if any, appointed or elected in accordance with the articles of organization or operating agreement or, if a manager has not been so elected or appointed, the name and business or residence address of each member.

This bill ~~would~~ *would*, by January 1, 2026 additionally require those limited liability companies to include in the statement described above the name and complete business or residence addresses of any beneficial owner, as defined.

~~Existing law authorizes an unincorporated association to file with the Secretary of State, on a form prescribed by the Secretary of State, a statement containing either of certain information, including a designation of the location and complete street address of the unincorporated association's principal office in California.~~

~~This bill would require a real estate investment trust, as defined, to file with the Secretary of State a statement containing the name and complete business or residence address of any beneficial owner, as defined.~~

*Existing law authorizes the Secretary of State to charge and collect certain statutorily established fees, including fees for corporations, foreign corporations, limited liability companies, and foreign limited liability companies filing the above-described statements of information. Existing law requires those fees to be paid into the Secretary of State's Business Fees Fund. Existing law states that it is the intent of the Legislature that the money deposited into that fund be used to support the programs from which fees are collected, that the fees be sufficient to cover the costs of the programs, and that the fees be expended to the extent that appropriations are made in the annual Budget Act. Existing law authorizes, of the fees collected and interest earned in excess of the authority of the Secretary of State to expend those fees and interest pursuant to the annual Budget Act, up to \$1,000,000 to remain in the Business Fees Fund. Existing law requires any additional excess fees and interest earned to be transferred to the General Fund.*

*This bill would authorize the Secretary of State, by regulation, to increase the amount of the fee for corporations, foreign corporations, limited liability companies, and foreign limited liability companies filing the above-described statements of information. The bill would prohibit the fee increase from exceeding the reasonable cost of any regulatory activities necessary to implement each of the above-described beneficial owner information requirements. The bill would also require the amount of the fees that are increased by the bill's provisions to be used to support the Secretary of State's regulatory activities imposed by the bill, and would prohibit that amount from being considered additional excess fees.*

The California Constitution requires the state to reimburse local agencies and school districts for certain costs mandated by the state. Statutory provisions establish procedures for making that reimbursement.

This bill would provide that no reimbursement is required by this act for a specified reason.

Vote: majority. Appropriation: no. Fiscal committee: yes.  
State-mandated local program: yes.

*The people of the State of California do enact as follows:*

1 SECTION 1. Section 1502 of the Corporations Code is  
2 amended to read:  
3 1502. (a) Every corporation shall file, within 90 days after the  
4 filing of its original articles and annually thereafter during the  
5 applicable filing period, on a form prescribed by the Secretary of  
6 State, a statement containing all of the following:  
7 (1) The name of the corporation and the Secretary of State's  
8 file number.  
9 (2) The names and complete business or residence addresses of  
10 its incumbent directors.  
11 (3) The number of vacancies on the board, if any.  
12 (4) The names and complete business or residence addresses of  
13 its chief executive officer, secretary, and chief financial officer.  
14 (5) The street address of its principal executive office.  
15 (6) The mailing address of the corporation, if different from the  
16 street address of its principal executive office.  
17 (7) If the address of its principal executive office is not in this  
18 state, the street address of its principal business office in this state,  
19 if any.

1 (8) If the corporation chooses to receive renewal notices and  
2 any other notifications from the Secretary of State by electronic  
3 mail instead of by United States mail, the corporation shall include  
4 a valid electronic mail address for the corporation or for the  
5 corporation's designee to receive those notices.

6 (9) A statement of the general type of business that constitutes  
7 the principal business activity of the corporation, such as, for  
8 example, manufacturer of aircraft, wholesale liquor distributor, or  
9 retail department store.

10 (10) A statement indicating whether any officer or any director  
11 has an outstanding final judgment issued by the Division of Labor  
12 Standards Enforcement or a court of law, for which no appeal  
13 therefrom is pending, for the violation of any wage order or  
14 provision of the Labor Code.

15 (11) The names and complete business or residence addresses  
16 of any beneficial owner.

17 (b) The statement required by subdivision (a) shall also  
18 designate, as the agent of the corporation for the purpose of service  
19 of process, a natural person residing in this state or a corporation  
20 that has complied with Section 1505 and whose capacity to act as  
21 an agent has not terminated. If a natural person is designated, the  
22 statement shall set forth that person's complete business or  
23 residence street address. If a corporate agent is designated, no  
24 address for it shall be set forth.

25 (c) If there has been no change in the information in the last  
26 filed statement of the corporation on file in the Secretary of State's  
27 office, the corporation may, in lieu of filing the statement required  
28 by subdivisions (a) and (b), advise the Secretary of State, on a  
29 form prescribed by the Secretary of State, that no changes in the  
30 required information have occurred during the applicable filing  
31 period.

32 (d) For the purposes of this section, the applicable filing period  
33 for a corporation shall be the calendar month during which its  
34 original articles were filed and the immediately preceding five  
35 calendar months. The Secretary of State shall provide a notice to  
36 each corporation to comply with this section approximately three  
37 months prior to the close of the applicable filing period. The notice  
38 shall state the due date for compliance and shall be sent to the last  
39 address of the corporation according to the records of the Secretary  
40 of State or to the last electronic mail address according to the

1 records of the Secretary of State if the corporation has elected to  
2 receive notices from the Secretary of State by electronic mail. The  
3 failure of the corporation to receive the notice is not an excuse for  
4 failure to comply with this section.

5 (e) Whenever any of the information required by subdivision  
6 (a) is changed, the corporation may file a current statement  
7 containing all the information required by subdivisions (a) and  
8 (b). In order to change its agent for service of process or the address  
9 of the agent, the corporation must file a current statement  
10 containing all the information required by subdivisions (a) and  
11 (b). Whenever any statement is filed pursuant to this section, it  
12 supersedes any previously filed statement and the statement in the  
13 articles as to the agent for service of process and the address of  
14 the agent.

15 (f) The Secretary of State may destroy or otherwise dispose of  
16 any statement filed pursuant to this section after it has been  
17 superseded by the filing of a new statement.

18 (g) This section shall not be construed to place any person  
19 dealing with the corporation on notice of, or under any duty to  
20 inquire about, the existence or content of a statement filed pursuant  
21 to this section.

22 (h) The statement required by subdivision (a) shall be available  
23 and open to the public for inspection. The Secretary of State shall  
24 provide access to all information contained in this statement by  
25 means of an online database.

26 (i) In addition to any other fees required, a corporation shall  
27 pay a five-dollar (\$5) disclosure fee when filing the statement  
28 required by subdivision (a). One-half of the fee shall,  
29 notwithstanding Section 12176 of the Government Code, be  
30 deposited into the Business Programs Modernization Fund  
31 established in subdivision (k), and one-half shall be deposited into  
32 the Victims of Corporate Fraud Compensation Fund established  
33 in Section 2280.

34 (j) A corporation shall certify that the information it provides  
35 pursuant to subdivisions (a) and (b) is true and correct. No claim  
36 may be made against the state for inaccurate information contained  
37 in the statements.

38 (k) There is hereby established the Business Programs  
39 Modernization Fund in the State Treasury. Moneys deposited into  
40 the fund shall, upon appropriation by the Legislature, be available

1 to the Secretary of State to further the purposes of this section,  
2 including the development and maintenance of the online database  
3 required by subdivision (h), and by subdivision (c) of Section 2117.

4 (l) As used in this section, “beneficial owner” means a natural  
5 person for whom, directly or indirectly and through any contract  
6 arrangement, understanding, relationship, or otherwise, either of  
7 the following applies with respect to a corporation:

8 (1) The person exercises substantial control over the corporation.  
9 For the purposes of this paragraph, “substantial control” has the  
10 same meaning as set forth in Section 1010.380 of Title 31 of the  
11 Code of Federal Regulations, as published in the Federal Register,  
12 Volume 87, Number 189, on September 30, 2022.

13 (2) The person owns 25 percent or more of the equity interest  
14 of the corporation.

15 (m) *The amendments made to this section by the act adding this*  
16 *subdivision shall become operative on January 1, 2026.*

17 SEC. 2. Section 2117 of the Corporations Code is amended to  
18 read:

19 2117. (a) Every foreign corporation (other than a foreign  
20 association) qualified to transact intrastate business shall file,  
21 within 90 days after the filing of its original statement and  
22 designation of foreign corporation and annually thereafter during  
23 the applicable filing period, on a form prescribed by the Secretary  
24 of State, a statement containing all of the following:

25 (1) The name of the corporation as registered in California and  
26 the California Secretary of State’s file number.

27 (2) The names and complete business or residence addresses of  
28 its chief executive officer, secretary, and chief financial officer.

29 (3) The street address of its principal executive office.

30 (4) The mailing address of the corporation, if different from the  
31 street address of its principal executive office.

32 (5) The street address of its principal business office in this  
33 state, if any.

34 (6) If the corporation chooses to receive renewal notices and  
35 any other notifications from the Secretary of State by electronic  
36 mail instead of by United States mail, the corporation shall include  
37 a valid electronic mail address for the corporation or for the  
38 corporation’s designee to receive those notices.

39 (7) A statement of the general type of business that constitutes  
40 the principal business activity of the corporation, such as, for

1 example, manufacturer of aircraft, wholesale liquor distributor, or  
2 retail department store.

3 (8) A statement indicating whether any officer or any director  
4 has an outstanding final judgment issued by the Division of Labor  
5 Standards Enforcement or a court of law, for which no appeal  
6 therefrom is pending, for the violation of any wage order or  
7 provision of the Labor Code.

8 (9) The names and complete business or residence addresses of  
9 any beneficial owner.

10 (b) The statement required by subdivision (a) shall also  
11 designate, as the agent of the corporation for the purpose of service  
12 of process, a natural person residing in this state or a corporation  
13 that has complied with Section 1505 and whose capacity to act as  
14 the agent has not terminated. If a natural person is designated, the  
15 statement shall set forth the person's complete business or  
16 residence street address. If a corporate agent is designated, no  
17 address for it shall be set forth.

18 (c) The statement required by subdivision (a) shall be available  
19 and open to the public for inspection. The Secretary of State shall  
20 provide access to all information contained in the statement by  
21 means of an online database.

22 (d) In addition to any other fees required, a foreign corporation  
23 shall pay a five-dollar (\$5) disclosure fee upon filing the statement  
24 required by subdivision (a). One-half of the fee shall,  
25 notwithstanding Section 12176 of the Government Code, be  
26 deposited into the Business Programs Modernization Fund  
27 established in subdivision (k) of Section 1502, and one-half shall  
28 be deposited into the Victims of Corporate Fraud Compensation  
29 Fund established in Section 2280.

30 (e) Whenever any of the information required by subdivision  
31 (a) is changed, the corporation may file a current statement  
32 containing all the information required by subdivisions (a) and  
33 (b). In order to change its agent for service of process or the address  
34 of the agent, the corporation shall file a current statement  
35 containing all the information required by subdivisions (a) and  
36 (b). Whenever any statement is filed pursuant to this section, it  
37 supersedes any previously filed statement and the statement in the  
38 filing pursuant to Section 2105.

39 (f) Subdivisions (c), (d), (f), and (g) of Section 1502 apply to  
40 statements filed pursuant to this section, except that "articles" shall

1 mean the filing pursuant to Section 2105, and “corporation” shall  
2 mean a foreign corporation.

3 (g) As used in this section, “beneficial owner” means a natural  
4 person for whom, directly or indirectly and through any contract  
5 arrangement, understanding, relationship, or otherwise, either of  
6 the following applies with respect to a corporation:

7 (1) The person exercises substantial control over the corporation.  
8 For the purposes of this paragraph, “substantial control” has the  
9 same meaning as set forth in Section 1010.380 of Title 31 of the  
10 Code of Federal Regulations, as published in the Federal Register,  
11 Volume 87, Number 189, on September 30, 2022.

12 (2) The person owns 25 percent or more of the equity interest  
13 of the corporation.

14 (h) *The amendments made to this section by the act adding this*  
15 *subdivision shall become operative on January 1, 2026.*

16 SEC. 3. Section 17702.09 of the Corporations Code is amended  
17 to read:

18 17702.09. (a) Every limited liability company and every  
19 foreign limited liability company registered to transact intrastate  
20 business in this state shall deliver to the Secretary of State for filing  
21 within 90 days after the filing of its original articles of organization  
22 or registering to transact intrastate business and biennially  
23 thereafter during the applicable filing period, on a form prescribed  
24 by the Secretary of State, a statement of information containing:

25 (1) The name of the limited liability company and the Secretary  
26 of State’s file number and, in the case of a foreign limited liability  
27 company, the name under which the foreign limited liability  
28 company is authorized to transact intrastate business in this state  
29 and the state or other jurisdiction under the laws of which it is  
30 organized.

31 (2) The name and street address of the agent in this state for  
32 service of process required to be maintained pursuant to Section  
33 17701.13. If a corporate agent is designated, only the name of the  
34 agent shall be set forth.

35 (3) The street address of its principal office. In the case of a  
36 foreign limited liability company, the street address of its principal  
37 business office in this state, if any, and, in the case of a domestic  
38 limited liability company, the street address of the office required  
39 to be maintained pursuant to Section 17701.13.



1 (4) The mailing address of the limited liability company or  
2 foreign limited liability company, if different from the street  
3 address of its principal office, or principal business office in this  
4 state, or, in the case of a domestic limited liability company, the  
5 street address of the office required to be maintained pursuant to  
6 Section 17701.13.

7 (5) The name and complete business or residence addresses of  
8 any manager or managers and the chief executive officer, if any,  
9 appointed or elected in accordance with the articles of organization  
10 or operating agreement or, if no manager has been so elected or  
11 appointed, the name and business or residence address of each  
12 member.

13 (6) The name and complete business or residence addresses of  
14 any beneficial owner.

15 (7) If the limited liability company or foreign limited liability  
16 company chooses to receive renewal notices and any other  
17 notifications from the Secretary of State by electronic mail instead  
18 of by United States mail, the limited liability company or foreign  
19 limited liability company shall include a valid electronic mail  
20 address for the limited liability company or foreign limited liability  
21 company, or for the limited liability company's or foreign limited  
22 liability company's designee to receive those notices.

23 (8) The general type of business that constitutes the principal  
24 business activity of the limited liability company or foreign limited  
25 liability company, such as, for example, manufacturer of aircraft,  
26 wholesale liquor distributor, or retail department store.

27 (9) (A) For a manager-managed limited liability company or  
28 a manager-managed foreign limited liability company, a statement  
29 indicating whether any manager has an outstanding final judgment  
30 issued by the Division of Labor Standards Enforcement or a court  
31 of law, for which no appeal therefrom is pending, for the violation  
32 of any wage order or provision of the Labor Code.

33 (B) For a member-managed limited liability company, a  
34 statement indicating whether any member has an outstanding final  
35 judgment issued by the Division of Labor Standards Enforcement  
36 or a court of law, for which no appeal therefrom is pending, for  
37 the violation of any wage order or provision of the Labor Code,  
38 unless, pursuant to subdivision (d) of Section 17701.10, a written  
39 operating agreement limits the members who are agents of the  
40 limited liability company for the purpose of its business and affairs

1 to a specified member or specified members, in which case the  
2 statement is only required with respect to the specified member  
3 or members.

4 (C) For a foreign limited liability company that is not managed  
5 by a manager or managers, a statement indicating whether any  
6 member has an outstanding final judgment issued by the Division  
7 of Labor Standards Enforcement or a court of law, for which no  
8 appeal therefrom is pending, for the violation of any wage order  
9 or provision of the Labor Code, unless the member is not an agent  
10 of the foreign limited liability company for purposes of its business  
11 and affairs, in which case the statement is only required with  
12 respect to the member or members who are agents of the foreign  
13 limited liability company.

14 (b) If there has been no change in the information contained in  
15 the last filed statement of information of the limited liability  
16 company or foreign limited liability company on file in the office  
17 of the Secretary of State, the limited liability company or foreign  
18 limited liability company may, in lieu of filing the statement of  
19 information required by subdivision (a), advise the Secretary of  
20 State, on a form prescribed by the Secretary of State, that no  
21 changes in the required information have occurred during the  
22 applicable filing period.

23 (c) For purposes of this section, the applicable filing period for  
24 a limited liability company shall be the calendar month during  
25 which its original articles of organization was filed or, in the case  
26 of a foreign limited liability company, the month during which its  
27 application for registration was filed, and the immediately  
28 preceding five calendar months. The Secretary of State shall  
29 provide a notice to each limited liability company or foreign limited  
30 liability company to comply with this section approximately three  
31 months prior to the close of the applicable filing period. The notice  
32 shall state the due date for compliance and shall be sent to the last  
33 mailing address of the limited liability company or foreign limited  
34 liability company according to the records of the Secretary of State,  
35 or if none, to the street address of the principal office, or, in the  
36 case of a domestic limited liability company, the office required  
37 to be maintained pursuant to Section 17701.13, or to the last  
38 electronic mail address according to the records of the Secretary  
39 of State if the limited liability company or foreign limited liability  
40 company has elected to receive notices from the Secretary of State

1 by electronic mail. The failure of the limited liability company or  
2 foreign limited liability company to receive the notice shall not  
3 exempt the limited liability company or foreign limited liability  
4 company from complying with this section.

5 (d) Whenever any of the information required by subdivision  
6 (a) changes, other than the name and address of the agent for  
7 service of process, the limited liability company or foreign limited  
8 liability company may file a current statement containing all the  
9 information required by subdivision (a). When changing its agent  
10 for service of process or when the address of the agent changes,  
11 the limited liability company or foreign limited liability company  
12 shall file a current statement containing all the information required  
13 by subdivision (a). Whenever any statement is filed pursuant to  
14 this section, that statement supersedes any previously filed  
15 statement pursuant to this section, the statement in the original  
16 articles of organization, and the statement in any previously filed  
17 amended or restated articles of organization that have been filed,  
18 or in the case of a foreign limited liability company, in the  
19 application for registration.

20 (e) If a statement of information delivered to the Secretary of  
21 State for filing under this section does not contain the information  
22 required by subdivision (a), the Secretary of State shall promptly  
23 return the statement of information to the reporting limited liability  
24 company or foreign limited liability company for correction.

25 (f) The Secretary of State may destroy or otherwise dispose of  
26 any statement filed pursuant to this section after it has been  
27 superseded by the filing of a new statement.

28 (g) As used in this section, “beneficial owner” means a natural  
29 person for whom, directly or indirectly and through any contract  
30 arrangement, understanding, relationship, or otherwise, either of  
31 the following applies with respect to a limited liability company  
32 or a foreign limited liability company:

33 (1) The person exercises substantial control over the entity. For  
34 the purposes of this paragraph, “substantial control” has the same  
35 meaning as set forth in Section 1010.380 of Title 31 of the Code  
36 of Federal Regulations, as published in the Federal Register,  
37 Volume 87, Number 189, on September 30, 2022.

38 (2) The person owns 25 percent or more of the equity interest  
39 of an entity.

1     (h) *The amendments made to this section by the act adding this*  
2     *subdivision shall become operative on January 1, 2026.*

3     ~~SEC. 4. Section 18200 of the Corporations Code is amended~~  
4     ~~to read:~~

5     ~~18200. (a) An unincorporated association may file with the~~  
6     ~~Secretary of State, on a form prescribed by the Secretary of State,~~  
7     ~~a statement containing either of the following:~~

8     ~~(1) A statement designating the location and complete street~~  
9     ~~address of the unincorporated association's principal office in~~  
10    ~~California. Only one place may be designated.~~

11    ~~(2) A statement (A) designating the location and complete street~~  
12    ~~address of the unincorporated association's principal office in~~  
13    ~~California in accordance with paragraph (1) or, if the~~  
14    ~~unincorporated association does not have an office in this state,~~  
15    ~~designating the complete street address and mailing address, if~~  
16    ~~different, of the unincorporated association to which the Secretary~~  
17    ~~of State shall send any notices required to be sent to the association~~  
18    ~~under Sections 18210 and 18215, and (B) designating as agent of~~  
19    ~~the association for service of process any natural person residing~~  
20    ~~in this state or any corporation that has complied with Section~~  
21    ~~1505 and whose capacity to act as an agent has not terminated.~~

22    ~~(b) A real estate investment trust, as defined in Section 23000,~~  
23    ~~shall file with the Secretary of State a statement containing the~~  
24    ~~name and complete business or residence address of any beneficial~~  
25    ~~owner.~~

26    ~~(c) If a natural person is designated as agent for service of~~  
27    ~~process, the statement shall include the person's complete business~~  
28    ~~or residence street address. If a corporate agent is designated, no~~  
29    ~~address for it shall be included.~~

30    ~~(d) Filing is deemed complete on acceptance by the Secretary~~  
31    ~~of State of the statement and the filing fee.~~

32    ~~(e) At any time, an unincorporated association that has filed a~~  
33    ~~statement under this section may file a new statement superseding~~  
34    ~~the last previously filed statement. If the new statement does not~~  
35    ~~designate an agent for service of process, the filing of the new~~  
36    ~~statement shall be deemed to revoke the designation of an agent~~  
37    ~~previously designated. A statement filed under this section expires~~  
38    ~~five years from December 31 following the date it was filed in the~~  
39    ~~office of the Secretary of State, unless previously superseded by~~  
40    ~~the filing of a new statement.~~

1     ~~(f) Delivery by hand of a copy of any process against the~~  
2     ~~unincorporated association (1) to any natural person designated~~  
3     ~~by it as agent, or (2) if the association has designated a corporate~~  
4     ~~agent, to any person named in the last certificate of the corporate~~  
5     ~~agent filed pursuant to Section 1505 at the office of the corporate~~  
6     ~~agent shall constitute valid service on the association.~~

7     ~~(g) For filing a statement as provided in this section, the~~  
8     ~~Secretary of State shall charge and collect the fee provided in~~  
9     ~~paragraph (1) of subdivision (b) of Section 12191 of the~~  
10    ~~Government Code for filing a designation of agent.~~

11    ~~(h) Notwithstanding Section 18055, a statement filed by a~~  
12    ~~partnership under former Section 24003 is subject to this chapter~~  
13    ~~until the statement is revoked or expires.~~

14    ~~(i) As used in this section, “beneficial owner” means a natural~~  
15    ~~person for whom, directly or indirectly and through any contract~~  
16    ~~arrangement, understanding, relationship, or otherwise, either of~~  
17    ~~the following applies with respect to an unincorporated association:~~

18    ~~(1) The person exercises substantial control over the entity. For~~  
19    ~~the purposes of this paragraph, “substantial control” has the same~~  
20    ~~meaning as set forth in Section 1010.380 of Title 31 of the Code~~  
21    ~~of Federal Regulations, as published in the Federal Register,~~  
22    ~~Volume 87, Number 189, on September 30, 2022.~~

23    ~~(2) The person owns 25 percent or more of the equity interest~~  
24    ~~of an entity.~~

25    ~~SEC. 5. Section 18205 of the Corporations Code is amended~~  
26    ~~to read:~~

27    ~~18205. (a) The Secretary of State shall mark each statement~~  
28    ~~filed under Section 18200 with a consecutive file number and the~~  
29    ~~date of filing. In lieu of retaining the original statement, the~~  
30    ~~Secretary of State may retain a copy in accordance with former~~  
31    ~~Section 14756 of the Government Code.~~

32    ~~(b) The Secretary of State shall index each statement filed under~~  
33    ~~Section 18200 according to the name of the unincorporated~~  
34    ~~association as set out in the statement and shall enter in the index~~  
35    ~~the file number and the address of the association as set out in the~~  
36    ~~statement and, if an agent for service of process is designated in~~  
37    ~~the statement, the name of the agent and, if a natural person is~~  
38    ~~designated as the agent, the address of that person.~~

39    ~~(c) Upon request of any person, the Secretary of State shall issue~~  
40    ~~a certificate showing whether, according to the Secretary of State’s~~

1 records, there is on file on the date of the certificate, any presently  
2 effective statement filed under Section 18200 for an unincorporated  
3 association using a specific name designated by the person making  
4 the request. If a statement is on file, the certificate shall include  
5 the information required by subdivision (b) to be included in the  
6 index. The fee for the certificate is the fee provided in Section  
7 12183 of the Government Code.

8 (d) ~~When a statement has expired under subdivision (c) of~~  
9 ~~Section 18200, the Secretary of State shall enter that fact in the~~  
10 ~~index together with the date of the expiration.~~

11 (e) ~~Four years after a statement has expired, the Secretary of~~  
12 ~~State may destroy or otherwise dispose of the statement and delete~~  
13 ~~information concerning that statement from the index.~~

14 ~~SEC. 6. Section 18210 of the Corporations Code is amended~~  
15 ~~to read:~~

16 ~~18210. (a) An agent designated by an unincorporated~~  
17 ~~association for the service of process may deliver to the Secretary~~  
18 ~~of State, on a form prescribed by the Secretary of State for filing,~~  
19 ~~a signed and acknowledged written statement of resignation as an~~  
20 ~~agent for service of process containing the name of the~~  
21 ~~unincorporated association and Secretary of State's file number~~  
22 ~~of the unincorporated association, the name of the resigning agent~~  
23 ~~for service of process, and a statement that the agent is resigning.~~  
24 ~~The resignation is effective when filed. The Secretary of State~~  
25 ~~shall mail or otherwise provide written notice of the filing to the~~  
26 ~~unincorporated association at its address set out in the statement~~  
27 ~~filed by the association.~~

28 ~~(b) An unincorporated association may at any time file with the~~  
29 ~~Secretary of State a revocation of a designation of an agent for~~  
30 ~~service of process on a form prescribed by the Secretary of State~~  
31 ~~containing the name of the unincorporated association and~~  
32 ~~Secretary of State's file number for the unincorporated association;~~  
33 ~~the name of the agent whose designation to accept service of~~  
34 ~~process is being revoked and a statement that the unincorporated~~  
35 ~~association has revoked the designation to accept service of~~  
36 ~~process. The revocation is effective when filed.~~

37 ~~(c) Notwithstanding subdivisions (a) and (b), service made on~~  
38 ~~an agent designated by an unincorporated association for service~~  
39 ~~of process in the manner provided in subdivision (f) of Section~~

1 18200 is effective if made within 30 days after the statement of  
2 resignation or the revocation is filed with the Secretary of State.

3 (d) ~~The resignation of an agent may be effective if, on a form~~  
4 ~~prescribed by the Secretary of State containing the name of the~~  
5 ~~unincorporated association and Secretary of State's file number~~  
6 ~~for the unincorporated association and the name of the agent for~~  
7 ~~service of process, the agent disclaims having been properly~~  
8 ~~appointed as the agent.~~

9 (e) ~~The Secretary of State may destroy or otherwise dispose of~~  
10 ~~any resignation filed pursuant to this section after a new form is~~  
11 ~~filed pursuant to Section 18200 replacing the agent for service of~~  
12 ~~process that has resigned.~~

13 *SEC. 4. Section 12176 of the Government Code is amended to*  
14 *read:*

15 12176. (a) Commencing July 1, 1992, all fees collected by the  
16 Secretary of State's office pursuant to the Business and Professions  
17 Code, Civil Code, Code of Civil Procedure, Commercial Code,  
18 Corporations Code, Food and Agricultural Code, Harbors and  
19 Navigation Code, and this code, excluding Section 81008 of this  
20 code, shall be paid into the Secretary of State's Business Fees Fund  
21 which was created by former Section 12181 and is hereby  
22 continued in existence in the State Treasury for the administration  
23 of that portion of the Secretary of State's functions under these  
24 codes.

25 (b) It is the intent of the Legislature that moneys deposited into  
26 the Secretary of State's Business Fees Fund shall be used to support  
27 the programs from which fees are collected. It is further the intent  
28 of the Legislature that fees shall be sufficient to cover the costs of  
29 these programs and shall be expended, commencing in the 1992-93  
30 fiscal year, to the extent that appropriations are made in the annual  
31 Budget Act. Of the fees collected, and any interest earned thereon,  
32 in excess of the authority of the Secretary of State to expend  
33 pursuant to the annual Budget Act, up to one million dollars  
34 (\$1,000,000) may remain in the Secretary of State's Business Fee  
35 Fund. Any additional excess fees and interest earned shall be  
36 transferred to the General Fund at the end of each fiscal year.

37 At least weekly, all fees collected by the Secretary of State shall  
38 be paid into the State Treasury.

39 (c) *Notwithstanding subdivisions (a) and (b), the amount of the*  
40 *fees collected by the Secretary of State that are increased pursuant*

1 to paragraph (2) of subdivision (g) of Section 12186, paragraph  
2 (2) of subdivision (h) of Section 12186, and paragraph (2) of  
3 subdivision (k) of Section 12190 shall be used to support the  
4 Secretary of State's regulatory activities imposed by the act adding  
5 this subdivision and shall not be considered additional excess fees  
6 as described in subdivision (b).

7 SEC. 5. Section 12186 of the Government Code is amended to  
8 read:

9 12186. The fees for corporate filings are the following:

10 (a) Issuing a certificate of reservation of corporate name: Ten  
11 dollars (\$10).

12 (b) Registering a corporate name for the calendar year pursuant  
13 to Section 2101 of the Corporations Code: Fifty dollars (\$50).

14 (c) Filing articles of incorporation providing for shares: One  
15 hundred dollars (\$100).

16 (d) Filing articles of incorporation not providing for shares:  
17 Thirty dollars (\$30).

18 (e) Filing the statement and designation upon the qualification  
19 of a foreign, nonprofit, nonstock corporation, and of a foreign  
20 corporation organized for educational, religious, scientific, or  
21 charitable purposes, and not issuing shares: Thirty dollars (\$30).

22 (f) Filing the statement and designation upon the qualification  
23 of any other foreign corporation not provided for in subdivision  
24 (e): One hundred dollars (\$100).

25 (g) ~~Filing~~(1) Subject to paragraph (2), filing the statement of  
26 information for every corporation pursuant to Sections 1502, 6210,  
27 8210, 9660, and 12570 of the Corporations Code and Section  
28 14101.6 of the Financial Code: Twenty dollars (\$20).

29 (2) The Secretary of State may, by regulation, increase the  
30 amount of the fee described in paragraph (1) for every corporation  
31 pursuant to Sections 1502 of the Corporations Code, not to exceed  
32 the reasonable cost of any regulatory activities necessary to  
33 implement paragraph (1) of subdivision (a) of Section 1502 of  
34 the Corporations Code.

35 (h) ~~Filing~~(1) Subject to paragraph (2), filing the statement of  
36 information for every foreign corporation (other than a foreign  
37 association) qualified to transact intrastate business pursuant to  
38 Section 2117 of the Corporations Code: Twenty dollars (\$20).

39 (2) The Secretary of State may, by regulation, increase the  
40 amount of the fee described in paragraph (1), not to exceed the



1 *reasonable cost of any regulatory activities necessary to implement*  
2 *paragraph (9) of subdivision (a) of Section 2117 of the*  
3 *Corporations Code.*

4 (i) Filing changes to any statement of information subject to  
5 subdivisions (g) and (h): No fee.

6 (j) Filing the statement pursuant to Section 1502.1 or 2117.1 of  
7 the Corporations Code: No fee.

8 (k) Filing for the merger of one corporation solely with one or  
9 more other corporations: One hundred dollars (\$100).

10 (l) Filing for the merger of one or more corporations with one  
11 or more other types of business entities: One hundred fifty dollars  
12 (\$150).

13 (m) Filing a certificate of amendment changing the status of a  
14 nonprofit corporation into a stock corporation: Seventy dollars  
15 (\$70).

16 (n) Filing a certificate of election to dissolve a corporation, a  
17 certificate of dissolution of a corporation, or a certificate of  
18 surrender, or of change of address: No fee.

19 (o) Filing a statement of address by a foreign lending institution  
20 on or before June 30 of each year pursuant to Section 2104 of the  
21 Corporations Code: Fifty dollars (\$50).

22 (p) Filing any other instrument by or on behalf of a corporation,  
23 unless another fee is specified by law: Thirty dollars (\$30).

24 *SEC. 6. Section 12190 of the Government Code is amended to*  
25 *read:*

26 12190. The limited liability company filing fees are the  
27 following:

28 (a) Issuing a certificate of reservation of limited liability  
29 company name: Ten dollars (\$10).

30 (b) Filing articles of organization of a limited liability company:  
31 Seventy dollars (\$70).

32 (c) Filing an application for registration as a foreign limited  
33 liability company: Seventy dollars (\$70).

34 (d) Filing a certificate of amendment to the articles of  
35 organization of a limited liability company: Thirty dollars (\$30).

36 (e) Filing restated articles of organization of a limited liability  
37 company: Thirty dollars (\$30).

38 (f) Filing an amendment to the application for registration as a  
39 foreign limited liability company: Thirty dollars (\$30).

1 (g) Filing a certificate of correction for a limited liability  
2 company: Thirty dollars (\$30).

3 (h) Filing a certificate of continuation for a limited liability  
4 company after a certificate of dissolution has been filed: Thirty  
5 dollars (\$30).

6 (i) Filing a certificate of merger for a merger of a limited liability  
7 company with one or more other limited liability companies:  
8 Seventy dollars (\$70).

9 (j) Filing a certificate of merger for a merger of one or more  
10 limited liability companies with one or more other business entities:  
11 One hundred fifty dollars (\$150).

12 (k) ~~Filing~~ (1) *Subject to paragraph (2), filing* the statement of  
13 information of a limited liability company or of a foreign limited  
14 liability company pursuant to Section 17702.09 of the Corporations  
15 Code: Twenty dollars (\$20).

16 (2) *The Secretary of State may, by regulation, increase the*  
17 *amount of the fee described in paragraph (1), not to exceed the*  
18 *reasonable cost of any regulatory activities necessary to implement*  
19 *paragraph (6) of subdivision (a) of Section 17702.09 of the*  
20 *Corporations Code.*

21 (l) Filing changes to any statement of information: No fee.

22 (m) Filing a certificate of dissolution or a certificate of  
23 cancellation of articles of organization for purposes of the  
24 dissolution of a limited liability company: No fee.

25 (n) Filing a certificate of cancellation for purposes of the  
26 cancellation of registration of a foreign limited liability company:  
27 No fee.

28 (o) Filing any instrument by or on behalf of a limited liability  
29 company, unless another fee is specified by law or the law specifies  
30 that no fee is to be charged: Thirty dollars (\$30).

31 SEC. 7. No reimbursement is required by this act pursuant to  
32 Section 6 of Article XIII B of the California Constitution because  
33 the only costs that may be incurred by a local agency or school  
34 district will be incurred because this act creates a new crime or  
35 infraction, eliminates a crime or infraction, or changes the penalty  
36 for a crime or infraction, within the meaning of Section 17556 of  
37 the Government Code, or changes the definition of a crime within

1 the meaning of Section 6 of Article XIII B of the California  
2 Constitution.

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