

Business Filings Modified; HB 2117

HB 2117 modifies business filing requirements for certain entities, authorizes certain entities rendering a professional service to participate in transactions under the Business Entity Transactions Act, and makes certain information provided by a covered entity's former registered agent a public record.

Business Filings

The bill removes the requirement to file a certified copy of a resolution adopted by the entity's trustees declaring the entity's intention to withdraw from the Kansas Business Trust Act of 1961 with the Office of the Secretary of State. The bill requires the entity to file a certificate of dissolution or withdrawal executed by an authorized person. The bill also replaces the \$20 withdrawal fee with the Secretary of State's fee for filing such a certificate at the time the certificate is filed, not exceeding \$150.

The bill removes the merger or incorporation filing requirement of a certificate of the proper officer of the jurisdiction and replaces it with a form prescribed by the Secretary of State.

The bill removes the latest date upon which a limited partnership is to dissolve from the certificate of limited partnership filed with the Secretary of State. The bill replaces the \$150 application fee for limited partnership filings, including for foreign (non-Kansas) limited partnerships, with a fee established by the Secretary of State in rules and regulations, not to exceed \$150.

Professional Service Entities and Transactions

The bill allows professional corporations or limited liability companies to participate in transactions under the Business Entity Transactions Act.

Registered Agents

When a covered entity's resident agent files a certificate of resignation, the bill makes the name, postal address, and contact information of the officer, director, employee, or designated agent who is authorized to receive communications from the resident agent a public record. [Note: This information is also accessible through additional public filings.]