

1 AN ACT concerning business.

2 **Be it enacted by the People of the State of Illinois,**
3 **represented in the General Assembly:**

4 (805 ILCS 180/1-28 rep.)

5 Section 5. The Limited Liability Company Act is amended by
6 repealing Section 1-28.

7 Section 10. The Uniform Partnership Act (1997) is amended
8 by changing Section 108 and by adding Section 1209 as follows:

9 (805 ILCS 206/108)

10 Sec. 108. Fees.

11 (a) The Secretary of State shall charge and collect in
12 accordance with the provisions of this Act and rules
13 promulgated under its authority:

14 (1) fees for filing documents;

15 (2) miscellaneous charges; and

16 (3) fees for the sale of lists of filings and for
17 copies of any documents.

18 (b) The Secretary of State shall charge and collect:

19 (1) for furnishing a copy or certified copy of any
20 document, instrument, or paper relating to a registered
21 limited liability partnership, \$25;

22 (2) for the transfer of information by computer process

- 1 media to any purchaser, fees established by rule;
- 2 (3) for filing a statement of partnership authority,
- 3 \$25;
- 4 (4) for filing a statement of denial, \$25;
- 5 (5) for filing a statement of dissociation, \$25;
- 6 (6) for filing a statement of dissolution, \$100;
- 7 (7) for filing a statement of merger, \$100;
- 8 (8) for filing a statement of qualification for a
- 9 limited liability partnership organized under the laws of
- 10 this State, \$100 for each partner, but in no event shall
- 11 the fee be less than \$200 or exceed \$5,000;
- 12 (9) for filing a statement of foreign qualification,
- 13 \$500;
- 14 (10) for filing a renewal statement for a limited
- 15 liability partnership organized under the laws of this
- 16 State, \$100 for each partner, but in no event shall the fee
- 17 be less than \$200 or exceed \$5,000;
- 18 (11) for filing a renewal statement for a foreign
- 19 limited liability partnership, \$300;
- 20 (12) for filing an amendment or cancellation of a
- 21 statement, \$25;
- 22 (13) for filing a statement of withdrawal, \$100;
- 23 (14) for the purposes of changing the registered agent
- 24 name or registered office, or both, \$25;
- 25 (15) for filing an application for reinstatement,
- 26 \$200;

1 (16) for filing any other document, \$25.

2 (c) All fees collected pursuant to this Act shall be
3 deposited into the Division of Corporations Registered Limited
4 Liability Partnership Fund.

5 (d) There is hereby continued in the State treasury a
6 special fund to be known as the Division of Corporations
7 Registered Limited Liability Partnership Fund. Moneys
8 deposited into the Fund shall, subject to appropriation, be
9 used by the Business Services Division of the Office of the
10 Secretary of State to administer the responsibilities of the
11 Secretary of State under this Act. The balance in the Fund at
12 the end of any fiscal year shall not exceed \$600,000 and any
13 amount in excess of \$600,000 ~~On or before August 31 of each~~
14 ~~year, the balance in the Fund in excess of \$200,000~~ shall be
15 transferred to the General Revenue Fund.

16 (Source: P.A. 99-620, eff. 1-1-17; 99-933, eff. 1-27-17;
17 revised 2-2-17.)

18 (805 ILCS 206/1209 new)

19 Sec. 1209. Expedited services; fees.

20 (a) As used in this Section:

21 "Department" means the Department of Business Services of
22 the Office of the Secretary of State.

23 "Expedited services" means services rendered within the
24 same day or within 24 hours after the time the request therefor
25 is submitted by the filer, law firm, service company, or

1 messenger physically, in person, or at the Secretary of State's
2 discretion, by electronic means to the Department's
3 Springfield office or Chicago office and includes requests for
4 certified copies, photocopies, and certificates of existence
5 or abstracts of computer record made to the Department's
6 Springfield office in person, by mail, or by fax or requests
7 for certificates of existence or abstracts of computer record
8 made in person to the Department's Chicago office.

9 (b) The Secretary of State shall charge and collect the
10 following fees for expedited services:

11 (1) Statement of Qualification or Foreign
12 Qualification, \$100.

13 (2) Application for Reinstatement, \$100.

14 (3) Statement of Merger, \$200.

15 (4) Certificate of existence or computer abstract,
16 \$20.

17 (5) All other filings and copies of documents, \$50.

18 (c) All fees collected by and payable to the Secretary of
19 State under this Section shall be deposited into the Division
20 of Corporations Registered Limited Liability Partnership Fund
21 to the credit of an account within the Fund. Subject to
22 appropriation, moneys in the account shall be used by the
23 Department to create and maintain the capability to perform
24 expedited services in response to special requests made by the
25 public for same-day or 24-hour service and shall also be used
26 for purposes including, but not limited to, expenditures for

1 personal services, retirement, Social Security, contractual
2 services, equipment, electronic data processing, and
3 telecommunications. No other fees or charges collected under
4 this Act shall be credited to the account established under
5 this subsection (c)

6 Section 15. The Business Corporation Act of 1983 is amended
7 by changing Sections 12.43 and 14.05 as follows:

8 (805 ILCS 5/12.43)

9 Sec. 12.43. Administrative dissolution; corporate name.
10 The Secretary of State shall not allow another corporation or
11 limited liability company to use the name of a domestic
12 corporation that has been administratively dissolved until 3
13 years have elapsed following the date of issuance of the
14 certificate of dissolution. If the domestic corporation that
15 has been administratively dissolved is reinstated within 3
16 years after the date of issuance of the certificate of
17 dissolution, the domestic corporation shall continue under its
18 previous name without impacting its continuous legal status,
19 unless the corporation petitions to change its name upon
20 reinstatement.

21 (Source: P.A. 95-507, eff. 8-28-07.)

22 (805 ILCS 5/14.05) (from Ch. 32, par. 14.05)

23 Sec. 14.05. Annual report of domestic or foreign

1 corporation. Each domestic corporation organized under any
2 general law or special act of this State authorizing the
3 corporation to issue shares, other than homestead
4 associations, building and loan associations, banks and
5 insurance companies (which includes a syndicate or limited
6 syndicate regulated under Article V 1/2 of the Illinois
7 Insurance Code or member of a group of underwriters regulated
8 under Article V of that Code), and each foreign corporation
9 (except members of a group of underwriters regulated under
10 Article V of the Illinois Insurance Code) authorized to
11 transact business in this State, shall file, within the time
12 prescribed by this Act, an annual report setting forth:

13 (a) The name of the corporation.

14 (b) The address, including street and number, or rural
15 route number, of its registered office in this State, and
16 the name of its registered agent at that address.

17 (c) The address, including street and number, or rural
18 route number, of its principal office.

19 (d) The names and respective addresses, including
20 street and number, or rural route number, of its directors
21 and officers.

22 (e) A statement of the aggregate number of shares which
23 the corporation has authority to issue, itemized by classes
24 and series, if any, within a class.

25 (f) A statement of the aggregate number of issued
26 shares, itemized by classes, and series, if any, within a

1 class.

2 (g) A statement, expressed in dollars, of the amount of
3 paid-in capital of the corporation as defined in this Act.

4 (h) Either a statement that (1) all the property of the
5 corporation is located in this State and all of its
6 business is transacted at or from places of business in
7 this State, or the corporation elects to pay the annual
8 franchise tax on the basis of its entire paid-in capital,
9 or (2) a statement, expressed in dollars, of the value of
10 all the property owned by the corporation, wherever
11 located, and the value of the property located within this
12 State, and a statement, expressed in dollars, of the gross
13 amount of business transacted by the corporation and the
14 gross amount thereof transacted by the corporation at or
15 from places of business in this State as of the close of
16 its fiscal year on or immediately preceding the last day of
17 the third month prior to the anniversary month or in the
18 case of a corporation which has established an extended
19 filing month, as of the close of its fiscal year on or
20 immediately preceding the last day of the third month prior
21 to the extended filing month; however, in the case of a
22 domestic corporation that has not completed its first
23 fiscal year, the statement with respect to property owned
24 shall be as of the last day of the third month preceding
25 the anniversary month and the statement with respect to
26 business transacted shall be furnished for the period

1 between the date of incorporation and the last day of the
2 third month preceding the anniversary month. In the case of
3 a foreign corporation that has not been authorized to
4 transact business in this State for a period of 12 months
5 and has not commenced transacting business prior to
6 obtaining authority, the statement with respect to
7 property owned shall be as of the last day of the third
8 month preceding the anniversary month and the statement
9 with respect to business transacted shall be furnished for
10 the period between the date of its authorization to
11 transact business in this State and the last day of the
12 third month preceding the anniversary month. If the data
13 referenced in item (2) of this subsection is not completed,
14 the franchise tax provided for in this Act shall be
15 computed on the basis of the entire paid-in capital.

16 (i) A statement, including the basis therefor, of
17 status as a "minority owned business" or as a "female owned
18 business" as those terms are defined in the Business
19 Enterprise for Minorities, Females, and Persons with
20 Disabilities Act.

21 (j) Additional information as may be necessary or
22 appropriate in order to enable the Secretary of State to
23 administer this Act and to verify the proper amount of fees
24 and franchise taxes payable by the corporation.

25 The annual report shall be made on forms prescribed and
26 furnished by the Secretary of State, and the information

1 therein required by paragraphs (a) through (d), both inclusive,
2 of this Section, shall be given as of the date of the execution
3 of the annual report and the information therein required by
4 paragraphs (e), (f) and (g) of this Section shall be given as
5 of the last day of the third month preceding the anniversary
6 month, except that the information required by paragraphs (e),
7 (f) and (g) shall, in the case of a corporation which has
8 established an extended filing month, be given in its final
9 transition annual report and each subsequent annual report as
10 of the close of its fiscal year on or immediately preceding the
11 last day of the third month prior to its extended filing month.
12 It shall be executed by the corporation by its president, a
13 vice-president, secretary, assistant secretary, treasurer or
14 other officer duly authorized by the board of directors of the
15 corporation to execute those reports, and verified by him or
16 her, or, if the corporation is in the hands of a receiver or
17 trustee, it shall be executed on behalf of the corporation and
18 verified by the receiver or trustee.

19 (Source: P.A. 92-16, eff. 6-28-01; 92-33, eff. 7-1-01; 93-59,
20 7-1-03.)

21 Section 99. Effective date. This Act takes effect July 1,
22 2017, except that Section 5 and this Section take effect upon
23 becoming law.

1 INDEX

2 Statutes amended in order of appearance

3 805 ILCS 180/1-28 rep.

4 805 ILCS 206/108

5 805 ILCS 206/1209 new

6 805 ILCS 5/12.43

7 805 ILCS 5/14.05 from Ch. 32, par. 14.05