

SUBSTITUTE FOR
SENATE BILL NO. 665

A bill to amend 1993 PA 23, entitled
"Michigan limited liability company act,"
by amending section 104 (MCL 450.4104), as amended by 2002 PA 686.

THE PEOPLE OF THE STATE OF MICHIGAN ENACT:

1 Sec. 104. (1) A document required or permitted to be filed
2 under this act shall be ~~filed~~ **SUBMITTED** by delivering the
3 document to the administrator together with the fees and
4 accompanying documents required by law. The administrator may
5 establish ~~procedures~~ **A PROCEDURE** for accepting delivery **OF A**
6 **DOCUMENT SUBMITTED UNDER THIS SUBSECTION** by ~~means of~~ facsimile or
7 other electronic transmission. **HOWEVER, BY DECEMBER 31, 2006, THE**
8 **ADMINISTRATOR SHALL ESTABLISH A PROCEDURE FOR ACCEPTING DELIVERY OF**
9 **A DOCUMENT SUBMITTED UNDER THIS SUBSECTION BY ELECTRONIC MAIL OR**

1 OVER THE INTERNET. BEGINNING JANUARY 1, 2007, THE ADMINISTRATOR
2 SHALL ACCEPT DELIVERY OF DOCUMENTS SUBMITTED BY ELECTRONIC MAIL OR
3 OVER THE INTERNET.

4 (2) If ~~the~~ A document SUBMITTED UNDER SUBSECTION (1)
5 substantially conforms to the requirements of this act, the
6 administrator shall ~~indorse~~ ENDORSE upon it the word "filed" with
7 his or her official title and the date of receipt and of filing,
8 and shall file and index the document or a photostatic,
9 micrographic, photographic, optical disc media, or other reproduced
10 copy in his or her office. If ~~so~~ requested at the time of the
11 delivery of the document to his or her office, the administrator
12 shall include the hour of filing in ~~his or her indorsement~~ THE
13 ENDORSEMENT ON THE DOCUMENT.

14 (3) The administrator shall ~~prepare and~~ return a ~~true~~ copy
15 of ~~the~~ A document FILED UNDER SUBSECTION (2), or, at his or her
16 discretion, the original, to the person who submitted it for
17 filing. ~~showing the filing date.~~ THE ADMINISTRATOR SHALL MARK THE
18 FILING DATE ON THE COPY OR ORIGINAL BEFORE RETURNING IT OR, IF THE
19 DOCUMENT WAS SUBMITTED BY ELECTRONIC MAIL OR OVER THE INTERNET, MAY
20 PROVIDE PROOF OF THE FILING DATE TO THE PERSON WHO SUBMITTED THE
21 DOCUMENT FOR FILING IN ANOTHER MANNER DETERMINED BY THE
22 ADMINISTRATOR.

23 (4) The records and files of the administrator relating to
24 domestic and foreign limited liability companies shall be open to
25 reasonable inspection by the public. The ADMINISTRATOR MAY MAINTAIN
26 THE records or files ~~may be maintained~~ either in their original
27 form or in a photostatic, micrographic, photographic, optical disc

1 media, or other reproduced form.

2 (5) The administrator may make copies of ~~all~~ **ANY** documents
3 filed under this act or any predecessor act by a photostatic,
4 micrographic, photographic, optical disc media, or other process,
5 and may destroy the originals of the **COPIED** documents. ~~so copied.~~
6 A photostatic, micrographic, photographic, optical disc media, or
7 other reproduced copy certified by the administrator, ~~which may be~~
8 **INCLUDING A COPY** sent by facsimile or other electronic
9 transmission, ~~shall be~~ **IS** considered an original for all purposes
10 and is admissible in evidence in like manner as an original.

11 (6) ~~The~~ **A** document **FILED UNDER SUBSECTION (2)** is effective
12 at the time it is ~~indorsed~~ **ENDORSED** unless a subsequent effective
13 time is set forth in the document that is not later than 90 days
14 after the date of delivery.

15 (7) The administrator may require that **A PERSON SUBMIT** a
16 document ~~required or permitted to be filed under this act be~~
17 **DESCRIBED IN SUBSECTION (1)** on a form prescribed by the
18 administrator.

19 (8) **THE ADMINISTRATOR SHALL CHARGE 1 OF THE FOLLOWING**
20 **NONREFUNDABLE FEES IF EXPEDITED FILING OF A DOCUMENT BY THE**
21 **ADMINISTRATOR IS REQUESTED AND THE ADMINISTRATOR SHALL RETAIN THE**
22 **REVENUE COLLECTED UNDER THIS SUBSECTION AND THE DEPARTMENT SHALL**
23 **USE IT TO CARRY OUT ITS DUTIES REQUIRED BY LAW:**

24 (A) **FOR ANY FILING THAT A PERSON REQUESTS THE ADMINISTRATOR TO**
25 **COMPLETE WITHIN 1 HOUR ON THE SAME DAY AS THE DAY OF THE REQUEST,**
26 **\$1,000.00. THE DEPARTMENT MAY ESTABLISH A DEADLINE BY WHICH A**
27 **PERSON MUST SUBMIT A REQUEST FOR FILING UNDER THIS SUBDIVISION.**

1 (B) FOR ANY FILING THAT A PERSON REQUESTS THE ADMINISTRATOR TO
2 COMPLETE WITHIN 2 HOURS ON THE SAME DAY AS THE DAY OF THE REQUEST,
3 \$500.00. THE DEPARTMENT MAY ESTABLISH A DEADLINE BY WHICH A PERSON
4 MUST SUBMIT A REQUEST FOR FILING UNDER THIS SUBDIVISION.

5 (C) EXCEPT FOR A FILING REQUEST UNDER SUBDIVISION (A) OR (B),
6 FOR THE FILING OF ANY FORMATION OR QUALIFICATION DOCUMENT THAT A
7 PERSON REQUESTS THE ADMINISTRATOR TO COMPLETE ON THE SAME DAY AS
8 THE DAY OF THE REQUEST, \$100.00. THE DEPARTMENT MAY ESTABLISH A
9 DEADLINE BY WHICH A PERSON MUST SUBMIT A REQUEST FOR FILING UNDER
10 THIS SUBDIVISION.

11 (D) EXCEPT FOR A FILING REQUEST UNDER SUBDIVISION (A) OR (B),
12 FOR THE FILING OF ANY OTHER DOCUMENT CONCERNING AN EXISTING
13 DOMESTIC LIMITED LIABILITY COMPANY OR A QUALIFIED FOREIGN LIMITED
14 LIABILITY COMPANY THAT A PERSON REQUESTS THE ADMINISTRATOR TO
15 COMPLETE ON THE SAME DAY AS THE DAY OF THE REQUEST, \$200.00. THE
16 DEPARTMENT MAY ESTABLISH A DEADLINE BY WHICH A PERSON MUST SUBMIT A
17 REQUEST FOR FILING UNDER THIS SUBDIVISION.

18 (E) FOR THE FILING OF ANY FORMATION OR QUALIFICATION DOCUMENT
19 THAT A PERSON REQUESTS THE ADMINISTRATOR TO COMPLETE WITHIN 24
20 HOURS OF THE TIME THE ADMINISTRATOR RECEIVES THE REQUEST, \$50.00.

21 (F) FOR THE FILING OF ANY OTHER DOCUMENT CONCERNING AN
22 EXISTING DOMESTIC LIMITED LIABILITY COMPANY OR A QUALIFIED FOREIGN
23 LIMITED LIABILITY COMPANY THAT A PERSON REQUESTS THE ADMINISTRATOR
24 TO COMPLETE WITHIN 24 HOURS OF THE TIME THE ADMINISTRATOR RECEIVES
25 THE REQUEST, \$100.00.

26 Enacting section 1. This amendatory act takes effect January
27 1, 2006.

1 Enacting section 2. This amendatory act does not take effect
2 unless Senate Bill No. 298 of the 93rd Legislature is enacted into
3 law.