

State Corporation Commission 2012 Fiscal Impact Statement

1. Bill Number: HB519

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|------------------------|-------------------------------------|--------------|--------------------------|------------|--------------------------|-----------|
| House of Origin | <input checked="" type="checkbox"/> | Introduced | <input type="checkbox"/> | Substitute | <input type="checkbox"/> | Engrossed |
| Second House | <input type="checkbox"/> | In Committee | <input type="checkbox"/> | Substitute | <input type="checkbox"/> | Enrolled |

2. Patron: Purkey

3. Committee: House Floor

4. Title: Corporations and other business entities; conversion and termination.

5. Summary: Corporations and other business entities; conversion and termination. Makes provisions that set out how amended and restated articles are to be an attachment to a plan of domestication uniform across the laws regarding corporations, limited liability companies, business trusts, and limited partnerships. The changes prevent duplicate submission of the organizational instrument. The measure also (i) addresses how a federal bankruptcy court may order an entity conversion or termination of a corporation incident to reorganization; (ii) provides that a plan of entity conversion can be approved by the management or organizers of a corporation or limited liability company when the entity has no shareholders or members; (iii) provides that an application for withdrawal or cancellation of registration submitted by a foreign business entity affirms that the foreign entity is in existence and has not been merged, consolidated, or converted; and (iv) makes other technical changes.

6. Budget Amendment Necessary: No

7. Fiscal Impact Estimates: Fiscal impact estimates are not available, but are expected to be minimal. See Item 8.

8. Fiscal Implications: There will be a minimal fiscal impact for the Clerk's Office relating to computer programming expenses.

9. Specific Agency or Political Subdivisions Affected: State Corporation Commission and the Commission's Clerk's Office

10. Technical Amendment Necessary: No

11. Other Comments: This bill was introduced at the request of the State Corporation Commission.

Date: 1/19/12 JP