
SUBSTITUTE SENATE BILL 5492

State of Washington

53rd Legislature

1993 Regular Session

By Senate Committee on Law & Justice (originally sponsored by Senators Spanel, Snyder, Nelson and M. Rasmussen; by request of Secretary of State)

Read first time 03/01/93.

1 AN ACT Relating to fees paid to the secretary of state's office;
2 amending RCW 23.86.070, 23B.01.220, 23B.01.560, 24.03.405, 24.03.410,
3 24.06.450, 24.06.455, 24.06.520, 31.12.085, 33.28.010, 43.07.120, and
4 46.64.040; adding a new section to chapter 43.07 RCW; providing an
5 effective date; and declaring an emergency.

6 BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF WASHINGTON:

7 **Sec. 1.** RCW 23.86.070 and 1991 c 72 s 15 are each amended to read
8 as follows:

9 For filing articles of incorporation of an association organized
10 under this chapter or filing application for a certificate of authority
11 by a foreign corporation, there shall be paid to the secretary of state
12 the sum of twenty-five dollars and for filing of an amendment the sum
13 of twenty dollars. Fees for filing other documents with the secretary
14 of state and issuing certificates shall be as prescribed in RCW
15 23B.01.220. Associations subject to this chapter shall not be subject
16 to any corporation license fees excepting the fees hereinabove
17 enumerated.

1 **Sec. 2.** RCW 23B.01.220 and 1992 c 107 s 7 are each amended to read
2 as follows:

3 (1) The secretary of state shall collect in accordance with the
4 provisions of this title:

5 (a) Fees for filing documents and issuing certificates;

6 (b) Miscellaneous charges;

7 (c) License fees as provided in RCW 23B.01.500 through 23B.01.550;

8 (d) Penalty fees; and

9 (e) Other fees as the secretary of state may establish by rule
10 adopted under chapter 34.05 RCW.

11 (2) The secretary of state shall collect the following fees when
12 the documents described in this subsection are delivered for filing:

13 ~~((a))~~ One hundred seventy-five dollars, pursuant to RCW
14 23B.01.520 and 23B.01.540, for:

15 ~~((i))~~ (a) Articles of incorporation; and

16 ~~((ii))~~ (b) Application for certificate of authority;

17 ~~((b) Fifty dollars for an))~~ (3) The secretary of state shall
18 establish by rule, fees for the following:

19 (a) Application for reinstatement;

20 ~~((c) Twenty-five dollars for:~~

21 *(i))* (b) Articles of correction;

22 ~~((ii))~~ (c) Amendment of articles of incorporation;

23 ~~((iii))~~ (d) Restatement of articles of incorporation, with or
24 without amendment;

25 ~~((iv))~~ (e) Articles of merger or share exchange;

26 ~~((v))~~ (f) Articles of revocation of dissolution; ~~((and~~

27 ~~((vi))~~ (g) Application for amended certificate of authority;

28 ~~((d) Twenty dollars for an))~~ (h) Application for reservation,
29 registration, or assignment of reserved name;

30 ~~((e) Ten dollars for:))~~

31 (i) Corporation's statement of change of registered agent or
32 registered office, or both, except where this information is provided
33 in conjunction with and on an initial report or an annual report form
34 filed under RCW 23B.01.530, 23B.01.550, 23B.02.050, or 23B.16.220;

35 ~~((ii))~~ (j) Agent's resignation, or statement of change of
36 registered office, or both, for each affected corporation;

37 ~~((iii))~~ (k) Initial report; and

38 ~~((iv))~~ (l) Any document not listed in this subsection that is
39 required or permitted to be filed under this title~~((i))~~.

1 (~~((f) No fee~~)) (4) The secretary of state shall not collect fees
2 for:

3 (~~((i))~~) (a) Agent's consent to act as agent;

4 (~~((ii))~~) (b) Agent's resignation, if appointed without consent;

5 (~~((iii))~~) (c) Articles of dissolution;

6 (~~((iv))~~) (d) Certificate of judicial dissolution;

7 (~~((v))~~) (e) Application for certificate of withdrawal; and

8 (~~((vi))~~) (f) Annual report when filed concurrently with the payment
9 of annual license fees.

10 (~~((3))~~) (5) The secretary of state shall collect a fee (~~(of twenty-~~
11 five dollars)) in an amount established by the secretary of state by
12 rule per defendant served, upon being served process under this title.
13 The party to a proceeding causing service of process is entitled to
14 recover this fee as costs if such party prevails in the proceeding.

15 (~~((4))~~) (6) The secretary of state shall establish by rule and
16 collect a fee from every person or organization:

17 (a) For furnishing a certified copy of any document, instrument, or
18 paper relating to a corporation(~~(, ten dollars for the certificate,~~
19 ~~plus twenty cents for each page copied))~~);

20 (b) For furnishing a certificate, under seal, attesting to the
21 existence of a corporation, or any other certificate(~~(, ten dollars))~~);
22 and

23 (c) For furnishing copies of any document, instrument, or paper
24 relating to a corporation, other than of an initial report or an annual
25 report(~~(, one dollar for the first page and twenty cents for each page~~
26 ~~copied thereafter. The fee for furnishing a copy of the most recent~~
27 ~~annual report of a corporation (or of the initial report if no annual~~
28 ~~report has been filed) is one dollar, and the fee for furnishing a copy~~
29 ~~of any other annual report of a corporation is five dollars))~~).

30 (~~((5))~~) (7) For annual license fees for domestic and foreign
31 corporations, see RCW 23B.01.500, 23B.01.510, 23B.01.530, and
32 23B.01.550. For penalties for nonpayment of annual license fees and
33 failure to complete annual report, see RCW 23B.01.570.

34 **Sec. 3.** RCW 23B.01.560 and 1989 c 165 s 22 are each amended to
35 read as follows:

36 (1) A corporation seeking reinstatement shall pay the full amount
37 of all annual corporation license fees which would have been assessed
38 for the license years of the period of administrative dissolution had

1 the corporation been in active status, plus a surcharge (~~of twenty-~~
2 ~~five percent~~) established by the secretary of state by rule, and the
3 license fee for the year of reinstatement.

4 (2) The penalties herein established shall be in lieu of any other
5 penalties or interest which could have been assessed by the secretary
6 of state under the corporation laws or which, under those laws, would
7 have accrued during any period of delinquency, dissolution, or
8 expiration of corporate duration.

9 **Sec. 4.** RCW 24.03.405 and 1991 c 223 s 1 are each amended to read
10 as follows:

11 (1) The secretary of state shall charge and collect for:

12 ~~((1))~~ (a) Filing articles of incorporation (~~(or)~~), thirty
13 dollars.

14 (b) Filing an application of a foreign corporation for a
15 certificate of authority to conduct affairs in this state, thirty
16 dollars.

17 (c) Filing an annual report of a domestic or foreign corporation,
18 ten dollars.

19 (2) The secretary of state shall establish by rule, fees for the
20 following:

21 (a) An application for reinstatement under RCW 24.03.386 (~~(, thirty~~
22 ~~dollars))~~.

23 ~~((2))~~ (b) Filing articles of amendment or restatement or an
24 amendment or supplement to an application for reinstatement (~~(, twenty~~
25 ~~dollars))~~.

26 ~~((3))~~ (c) Filing articles of merger or consolidation (~~(, twenty~~
27 ~~dollars))~~.

28 ~~((4))~~ (d) Filing a statement of change of address of registered
29 office or change of registered agent, or revocation, resignation, or
30 any combination of these (~~(, ten dollars))~~. A separate fee for filing
31 such statement shall not be charged if the statement appears in an
32 amendment to articles of incorporation or in conjunction with the
33 filing of the annual report.

34 ~~((5))~~ (e) Filing articles of dissolution, no fee.

35 ~~((6) Filing an application of a foreign corporation for a~~
36 ~~certificate of authority to conduct affairs in this state, thirty~~
37 ~~dollars.~~

1 ~~(7))~~ (f) Filing an application of a foreign corporation for an
2 amended certificate of authority to conduct affairs in this state(~~(7~~
3 ~~twenty dollars)~~)).

4 ~~((8))~~ (g) Filing an application for withdrawal of a foreign
5 corporation and issuing a certificate of withdrawal, no fee.

6 ~~((9))~~ (h) Filing a certificate by a foreign corporation of the
7 appointment of a registered agent(~~(7, ten dollars)~~). A separate fee for
8 filing such certificate shall not be charged if the statement appears
9 in conjunction with the filing of the annual report.

10 ~~((10))~~ (i) Filing a certificate of election adopting the
11 provisions of chapter 24.03 RCW(~~(7, twenty dollars)~~)).

12 ~~((11))~~ (j) Filing an application to reserve a corporate name(~~(7~~
13 ~~twenty dollars)~~)).

14 ~~((12))~~ (k) Filing a notice of transfer of a reserved corporate
15 name(~~(7, twenty dollars)~~)).

16 ~~((13))~~ (l) Filing a name registration(~~(7, twenty dollars per year,~~
17 ~~or part thereof)~~)).

18 ~~((14) Filing an annual report of a domestic or foreign~~
19 ~~corporation, ten dollars.~~

20 ~~(15))~~ (m) Filing any other statement or report authorized for
21 filing under this chapter(~~(7, ten dollars)~~)).

22 **Sec. 5.** RCW 24.03.410 and 1982 c 35 s 111 are each amended to read
23 as follows:

24 The secretary of state shall ~~((charge and collect))~~ establish by
25 rule, fees for the following:

26 (1) For furnishing a certified copy of any charter document or any
27 other document, instrument, or paper relating to a corporation(~~(7, five~~
28 ~~dollars for the certificate, plus twenty cents for each page copied)~~)).

29 (2) For furnishing a certificate, under seal, attesting to the
30 status of a corporation(~~(7)~~) or any other certificate(~~(7, five~~
31 ~~dollars)~~)).

32 (3) For furnishing copies of any document, instrument or paper
33 relating to a corporation(~~(7, one dollar for the first page and twenty~~
34 ~~cents for each page copied thereafter)~~)).

35 (4) At the time of any service of process on him or her as
36 registered agent of a corporation(~~(7, twenty five dollars, which)~~) an
37 amount that may be recovered as taxable costs by the party to the suit

1 or action causing such service to be made if such party prevails in the
2 suit or action.

3 **Sec. 6.** RCW 24.06.450 and 1991 c 223 s 2 are each amended to read
4 as follows:

5 (1) The secretary of state shall charge and collect for:

6 ~~((1))~~ (a) Filing articles of incorporation, thirty dollars.

7 ~~((2) Filing articles of amendment or restatement, twenty dollars.~~

8 ~~(3))~~ (b) Filing an application of a foreign corporation for a
9 certificate of authority to conduct affairs in this state, thirty
10 dollars.

11 (c) Filing an annual report of a domestic or foreign corporation,
12 ten dollars.

13 (2) The secretary of state shall establish by rule, fees for the
14 following:

15 (a) Filing articles of amendment or restatement.

16 (b) Filing articles of merger or consolidation(~~(, twenty dollars)~~).

17 ~~((4))~~ (c) Filing a statement of change of address of registered
18 office or change of registered agent, or revocation, resignation, or
19 any combination of these(~~(, ten dollars)~~). A separate fee for filing
20 such statement shall not be charged if the statement appears in an
21 amendment to the articles of incorporation or in conjunction with the
22 annual report.

23 ~~((5))~~ (d) Filing articles of dissolution, no fee.

24 ~~((6) Filing an application of a foreign corporation for a~~
25 ~~certificate of authority to conduct affairs in this state, thirty~~
26 ~~dollars.~~

27 ~~(7))~~ (e) Filing an application of a foreign corporation for an
28 amended certificate of authority to conduct affairs in this state(~~(, twenty dollars)~~).

29 ~~((8))~~ (f) Filing a copy of an amendment to the articles of
30 incorporation of a foreign corporation holding a certificate of
31 authority to conduct affairs in this state(~~(, twenty dollars)~~).

32 ~~((9))~~ (g) Filing a copy of articles of merger of a foreign
33 corporation holding a certificate of authority to conduct affairs in
34 this state(~~(, twenty dollars)~~).

35 ~~((10))~~ (h) Filing an application for withdrawal of a foreign
36 corporation and issuing a certificate of withdrawal, no fee.
37

1 (~~(11)~~) (i) Filing a certificate by a foreign corporation of the
2 appointment of a registered agent(~~(, ten dollars)~~). A separate fee for
3 filing such certificate shall not be charged if the statement appears
4 in an amendment to the articles of incorporation or in conjunction with
5 the annual report.

6 (~~(12)~~) (j) Filing a certificate by a foreign corporation of the
7 revocation of the appointment of a registered agent(~~(, ten dollars)~~).
8 A separate fee for filing such certificate shall not be charged if the
9 statement appears in an amendment to the articles of incorporation or
10 in conjunction with the annual report.

11 (~~(13)~~) (k) Filing an application to reserve a corporate name(~~(, twenty dollars)~~).

12 (~~(14)~~) (l) Filing a notice of transfer of a reserved corporate
13 name(~~(, twenty dollars)~~).

14 (~~(15)~~) (m) Filing any other statement or report(~~(, including an~~
15 ~~annual report,~~) of a domestic or foreign corporation(~~(, ten dollars)~~).

17 **Sec. 7.** RCW 24.06.455 and 1982 c 35 s 155 are each amended to read
18 as follows:

19 The secretary of state shall (~~charge and collect in advance~~)
20 establish by rule, fees for the following:

21 (1) For furnishing a certified copy of any charter document or any
22 other document, instrument, or paper relating to a corporation(~~(, five~~
23 ~~dollars for the certificate, plus twenty cents for each page copied.))i~~

24 (2) For furnishing a certificate, under seal, attesting to the
25 status of a corporation; or any other certificate(~~(, five dollars.))i~~

26 (3) For furnishing copies of any document, instrument, or paper
27 relating to a corporation(~~(, one dollar for the first page and twenty~~
28 ~~cents for each page copied thereafter.))i and~~

29 (4) At the time of any service of process on (~~him~~) the secretary
30 of state as resident agent of any corporation(~~(, twenty-five dollars,~~
31 ~~which)~~). This amount may be recovered as taxable costs by the party to
32 the suit or action causing such service to be made if such party
33 prevails in the suit or action.

34 **Sec. 8.** RCW 24.06.520 and 1982 c 35 s 162 are each amended to read
35 as follows:

36 If the term of existence of a corporation which was organized under
37 this chapter, or which has availed itself of the privileges thereby

1 provided expires, such corporation shall have the right to renew within
2 two years of the expiration of its term of existence. The corporation
3 may renew the term of its existence for a definite period or
4 perpetually and be reinstated under any name not then in use by or
5 reserved for a domestic corporation organized under any act of this
6 state or a foreign corporation authorized under any act of this state
7 to transact business or conduct affairs in this state. To do so the
8 directors, members and officers shall adopt amended articles of
9 incorporation containing a certification that the purpose thereof is a
10 reinstatement and renewal of the corporate existence. They shall
11 proceed in accordance with the provisions of this chapter for the
12 adoption and filing of amendments to articles of incorporation.
13 Thereupon such corporation shall be reinstated and its corporate
14 existence renewed as of the date on which its previous term of
15 existence expired and all things done or omitted by it or by its
16 officers, directors, agents and members before such reinstatement shall
17 be as valid and have the same legal effect as if its previous term of
18 existence had not expired.

19 A corporation reinstating under this section shall pay to the state
20 all fees and penalties which would have been due if the corporate
21 charter had not expired, plus a reinstatement fee (~~of twenty five~~
22 ~~dollars~~) established by the secretary of state by rule.

23 **Sec. 9.** RCW 31.12.085 and 1984 c 31 s 10 are each amended to read
24 as follows:

25 (1) Upon the approval of the supervisor under RCW 31.12.075(2), the
26 applicants shall file a copy of the articles of incorporation with the
27 secretary of state. Upon receipt of the approved articles of
28 incorporation and a (~~five~~) twenty dollar filing fee to be provided by
29 the applicants, the secretary of state shall file and record the
30 articles of incorporation. The applicants shall in writing promptly
31 notify the supervisor of the exact date of the filing.

32 (2) Upon the filing and recording of the approved articles of
33 incorporation with the secretary of state, the persons named in the
34 articles of incorporation and their successors may operate as a credit
35 union, which shall have the powers and be subject to the duties and
36 obligations of this chapter. A credit union shall not conduct business
37 until the articles have been recorded by the secretary of state.

1 (3) A credit union shall organize and begin business within six
2 months of the date that its articles of incorporation are filed and
3 recorded with the secretary of state or its charter shall become void,
4 unless the supervisor for cause grants an extension of the six-month
5 period. The supervisor shall not grant a single extension exceeding
6 three months, but may grant as many extensions to a credit union as
7 circumstances require.

8 **Sec. 10.** RCW 33.28.010 and 1981 c 302 s 33 are each amended to
9 read as follows:

10 The secretary of state shall collect fees of twenty dollars in
11 advance (~~((the following fees from each association:))~~) for filing
12 articles of incorporation(~~(, or amendments thereof, or)~~). The
13 secretary of state shall establish by rule, fees for amendments to
14 articles of incorporation, other certificates required to be filed in
15 his or her office(~~(, ten dollars:))~~) and for furnishing copies of papers
16 filed in his or her office(~~(, per folio, twenty cents))~~).

17 Every association shall also pay to the secretary of state, for
18 filing any instrument with him or her, the same fees as are required of
19 general corporations for filing similar papers.

20 NEW SECTION. **Sec. 11.** A new section is added to chapter 43.07 RCW
21 to read as follows:

22 The secretary of state may adopt rules under chapter 34.05 RCW
23 establishing reasonable fees for the following services rendered under
24 chapter 11.110 or 19.09 RCW:

25 (1) Any service rendered in-person at the secretary of state's
26 office;

27 (2) Any expedited service;

28 (3) The electronic transmittal of documents;

29 (4) The providing of information by microfiche or other reduced-
30 format compilation;

31 (5) The handling of checks or drafts for which sufficient funds are
32 not on deposit;

33 (6) The resubmission of documents previously submitted to the
34 secretary of state where the documents have been returned to the
35 submittor to make such documents conform to the requirements of the
36 applicable statute;

37 (7) The handling of telephone requests for information; and

1 (8) Special search charges.

2 **Sec. 12.** RCW 43.07.120 and 1991 c 72 ú 53 are each amended to read
3 as follows:

4 (1) The secretary of state shall establish by rule and collect the
5 fees ~~((herein prescribed for the secretary of state's official~~
6 ~~services))~~ in this subsection:

7 (a) For a copy of any law, resolution, record, or other document or
8 paper on file in the secretary's office ~~((for which no other fee is~~
9 ~~provided, fifty cents per page for the first ten pages and twenty five~~
10 ~~cents per page for each additional page))~~;

11 (b) For any certificate under seal ~~((, five dollars))~~;

12 (c) For filing and recording trademark ~~((, fifty dollars))~~;

13 (d) For each deed or patent of land issued by the governor ~~((, if~~
14 ~~for one hundred and sixty acres of land, or less, one dollar, and for~~
15 ~~each additional one hundred and sixty acres, or fraction thereof, one~~
16 ~~dollar))~~;

17 (e) For recording miscellaneous records, papers, or other
18 documents ~~((, five dollars for filing each case))~~.

19 (2) The secretary of state may adopt rules under chapter 34.05 RCW
20 establishing reasonable fees for the following services rendered under
21 Title 23B RCW, chapter 18.100, 23.86, 23.90, 24.03, 24.06, 24.12,
22 24.20, 24.24, 24.28, 24.36, or 25.10 RCW:

23 (a) Any service rendered in-person at the secretary of state's
24 office;

25 (b) Any expedited service;

26 (c) The electronic or facsimile transmittal of information from
27 corporation records or copies of documents;

28 (d) The providing of information by ~~((microfiche))~~ micrographic or
29 other reduced-format compilation;

30 (e) The handling of checks ~~((or))~~, drafts, or credit or debit cards
31 upon adoption of rules authorizing their use for which sufficient funds
32 are not on deposit; and

33 (f) ~~((The resubmission of documents previously submitted to the~~
34 ~~secretary of state where the documents have been returned to the~~
35 ~~submitter to make such documents conform to the requirements of the~~
36 ~~applicable statute~~;

37 (g) ~~The handling of telephone requests for information; and~~

38 (h)) Special search charges.

1 (3) To facilitate the collection of fees, the secretary of state
2 may establish accounts for deposits by persons who may frequently be
3 assessed such fees to pay the fees as they are assessed. The secretary
4 of state may make whatever arrangements with those persons as may be
5 necessary to carry out this section.

6 (4) The secretary of state may adopt rules for the use of credit or
7 debit cards for payment of fees.

8 (5) No member of the legislature, state officer, justice of the
9 supreme court, judge of the court of appeals, or judge of the superior
10 court shall be charged for any search relative to matters pertaining to
11 the duties of his or her office; nor may such official be charged for
12 a certified copy of any law or resolution passed by the legislature
13 relative to his or her official duties, if such law has not been
14 published as a state law.

15 **Sec. 13.** RCW 46.64.040 and 1982 c 35 s 197 are each amended to
16 read as follows:

17 The acceptance by a nonresident of the rights and privileges
18 conferred by law in the use of the public highways of this state, as
19 evidenced by his or her operation of a vehicle thereon, or the
20 operation thereon of his or her vehicle with his or her consent,
21 express or implied, shall be deemed equivalent to and construed to be
22 an appointment by such nonresident of the secretary of state of the
23 state of Washington to be his or her true and lawful attorney upon whom
24 may be served all lawful summons and processes against him or her
25 growing out of any accident, collision, or liability in which such
26 nonresident may be involved while operating a vehicle upon the public
27 highways, or while his or her vehicle is being operated thereon with
28 his or her consent, express or implied, and such operation and
29 acceptance shall be a signification of ((his)) the nonresident's
30 agreement that any summons or process against him or her which is so
31 served shall be of the same legal force and validity as if served on
32 ((him)) the nonresident personally within the state of Washington.
33 Likewise each resident of this state who, while operating a motor
34 vehicle on the public highways of this state, is involved in any
35 accident, collision or liability and thereafter within three years
36 departs from this state appoints the secretary of state of the state of
37 Washington as his or her lawful attorney for service of summons as
38 provided in this section for nonresidents. Service of such summons or

1 process shall be made by leaving two copies thereof with a fee ((of
2 ~~twenty-five dollars~~)) established by the secretary of state by rule
3 with the secretary of state of the state of Washington, or at ((his))
4 the secretary of state's office, and such service shall be sufficient
5 and valid personal service upon said resident or nonresident:
6 PROVIDED, That notice of such service and a copy of the summons or
7 process is forthwith sent by registered mail with return receipt
8 requested, by plaintiff to the defendant at the last known address of
9 the said defendant, and the plaintiff's affidavit of compliance
10 herewith are appended to the process, together with the affidavit of
11 the plaintiff's attorney that ((he)) the attorney has with due
12 diligence attempted to serve personal process upon the defendant at all
13 addresses known to him or her of defendant and further listing in his
14 or her affidavit the addresses at which he or she attempted to have
15 process served. However, if process is forwarded by registered mail
16 and defendant's endorsed receipt is received and entered as a part of
17 the return of process then the foregoing affidavit of plaintiff's
18 attorney need only show that the defendant received personal delivery
19 by mail: PROVIDED FURTHER, That personal service outside of this state
20 in accordance with the provisions of law relating to personal service
21 of summons outside of this state shall relieve the plaintiff from
22 mailing a copy of the summons or process by registered mail as
23 hereinbefore provided. The secretary of state shall forthwith send one
24 of such copies by mail, postage prepaid, addressed to the defendant at
25 ((his)) the defendant's address, if known to the secretary of state.
26 The court in which the action is brought may order such continuances as
27 may be necessary to afford the defendant reasonable opportunity to
28 defend the action. The fee ((of ~~twenty-five dollars~~)) paid by the
29 plaintiff to the secretary of state shall be taxed as part of his or
30 her costs if he or she prevails in the action. The secretary of state
31 shall keep a record of all such summons and processes, which shall show
32 the day of service.

33 NEW SECTION. **Sec. 14.** This act is necessary for the immediate
34 preservation of the public peace, health, or safety, or support of the
35 state government and its existing public institutions, and shall take
36 effect July 1, 1993.

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