

Topic: Bulk Resident Agent Change Filings

Question by: Stephanie Mickelsen

Jurisdiction: Kansas

Date: 20 July 2010

	Question(s)			
Jurisdiction	Do you file bulk changes?	How does your state file and image these amendments?	Do you store the large image (the entire list of entities in the bulk amendment) in each company's records?	Do you have authority/discretion to alter the image that is filed—perhaps just imaging a page that shows the address change?
Manitoba				
Corporations Canada				
Alabama				
Alaska				
Arizona				
Arkansas	Yes	The database is designed for bulk address changes by registered agent and associated images are attached to the appropriate files.	NO, with MoRAA they can file one form for all entities,	
California				
Colorado	No	N/A	N/A	N/A
Connecticut				
Delaware				
District of Columbia	Yes	We used to ask registered agent make the copy of the statement of change for each entity that is being	Yes	Not really unless correction must be made.

		<p>updated; it was a cumbersome process.</p> <p>We have changed that process to require one blanket statement of change with the list of entities attached to it. The list must indicate the name of the entity, the file number and the status. Now we scan and image the blanket statement under registered agent rather than under each entity.</p>		
Florida	Yes	<p>When a request is received we create a "file" from our records of all entities, "active and inactive", that the RA in question serves for. The file is sent (paper or electronically) to the requestor to indicate which entities are to be changed. The response is returned to us, our file is marked accordingly, and the change made for all records indicated at the same time. The master copy and request are maintained separately.</p>	No	N/A
Georgia				
Hawaii	Hawaii adopted MORAA and has just implemented it so it is very easy for commercial registered			

	<p>agents to change their info. They change it once and it is changed across the board to all entities that are properly linked to that commercial registered agent. But they do still have to pay for changed information per entity they represent. In this economy, we needed to make MORAA fiscally neutral.</p> <p>For non commercial agents, our law does not permit bulk changes so they have to do it the long, hard way - a filing for each entity represented by the agent that is making the change.</p>			
Idaho				
Illinois				
Indiana				
Iowa				
Kansas				
Kentucky				
Louisiana	Yes	When the agent files the change we automatically make an amendment on each entity the agent represents and share a copy of the agent change to that amendment.	No just the one page from the agent stating the address change.	No

Maine	<p>Maine adopted MORAA in 2008. MORAA definitely simplifies the process of changing clerk/registered agent information, since everything is done electronically.</p> <p>Prior to 2008, we provided a lower filing fee for bulk changes of registered office address done on paper filings. That changed in 2008 when we adopted MORAA. If they want the benefit of the lower filing fee for changes of registered office address, they now need to become listed as commercial registered agent. Currently, a non-commercial clerk/registered agent can file a change of registered office (on paper) listing multiple entities; however, they no longer get a lower filing fee. This filing is imaged exactly with the number of pages presented, and that is the number of pages someone would get if they ordered copies.</p>			
--------------	--	--	--	--

	We do not alter the filing or image in anyway and the image is linked to each entities filing history.			
Maryland				
Massachusetts				
Michigan	No	N/A	N/A	N/A
Minnesota				
Mississippi				
Missouri	No	N/A	N/A	N/A
Montana	<p>Montana does not file bulk changes. We adopted MORAA in 2009 and it is easy for commercial registered agents to change their name and/or address. They file one statement of change and it is changed for all entities that are properly linked to that commercial registered agent.</p> <p>For non commercial agents, a filing for each entity represented by the agent that is making the change is required.</p>			
Nebraska				
Nevada	Like Utah, for Commercial Registered Agents, they file one change that is reflected on all associated			

	entities. We do allow bulk filing (Global) on non commercial RAs. The cost is higher and the entire filing associated with each entity.			
New Hampshire				
New Jersey				
New Mexico				
New York				
North Carolina	Yes, but not very often.	Within the last few years, one registered agent having well over 1000 entities changed their office location. This created the need to file bulk registered agent changes on our system. We required the registered agent to file one document with an electronic Excel spreadsheet listing all of the business entities. In this instance the fee was reduced by the general assembly. The entire process was done electronically, except for the actual document and check presented for filing.	Only the paper filing was imaged in each entities profile	No
North Dakota	North Dakota does not file bulk changes such as you described. When these changes have become necessary, we will print a separate form for each client entity with	N/A	N/A	N/A

	the name or address changes, send the forms to the registered agent for signature to be returned to our office with the respective fees for filing.			
Ohio	Yes, we file bulk statutory agent updates.	The information is entered into the database. The physical documents are scanned into the system and images of the application, the certificate issued and any other documents pertaining to this filing are available for viewing internally and from our website.	Yes. The documents imaged include the initial application to update agent information, the first Bulk listing that is sent to the agent (listing that identifies all entities under named agent), the final Bulk listing after the customer returns the list and updates have taken place, and the image of the certificate issued.	No
Oklahoma				
Oregon	Yes	We have a single filing and image once in our enterprise imaging system. The index of each entity is updated to note a Global Registered Agent filing.	No	N/A
Pennsylvania				
Rhode Island				
South Carolina				
South Dakota				
Tennessee				
Texas	Yes. Texas law allows a registered agent to file a statement of change to its name or its address that will apply to multiple entities and multiple	Paper Submissions: Changes submitted by using paper Form 408 must be processed manually and may take several days to process depending on the number	Yes, when the change document is submitted as a paper filing. No, when the change document is submitted electronically as a bulk change filing.	No, when the change document is submitted as a paper filing. The SOS has authority to determine how electronic filings will be submitted and formatted. Consequently, the template developed for the electronic

	<p>types of entities. Maximum fees apply for each different type of represented entity. An agent may submit a simultaneous change of name or address by using a form developed by the SOS (<u>SOS Form 408</u>), which provides attachment pages to list the entity name(s) and file number(s).</p> <p>If an agent represents numerous entities, the agent will generally notify the SOS in advance of the change. In this case, the agent is directed to file the statement of change as a master electronic filing (“bulk” change filing). Filing the change electronically permits the SOS to automate the process of updating the database to reflect the change and to create a document image of the transaction.</p>	<p>of entities. An image of the file-stamped statement of change document, with attachments, will be found in the filing history of each affected represented entity.</p> <p>Electronic Master Filing: An electronic file is submitted by the registered agent in a format defined by the SOS. A document image template has been developed for filings submitted and processed electronically as master filings. The filing history of each represented entity contains a 1 page electronic document image that includes the name of the represented entity, its file number, the agent’s statement of change, an execution block, and an electronic file stamp.</p>		<p>master filing was designed as a single page document.</p>
<p>Utah</p>	<p>Utah enacted MoRAA wherein the commercial registered agent (those with loads of entities they represent) can file their basic information with</p>			

	<p>us and then the client business simply puts their name down and we link to the registration already on file for addresses and signatures. If any changes are necessary, they change only the one filing and all the clients are updated with the new information.</p> <p>Prior to MoRAA, Utah did allow bulk changes. Our system was very similar to Washington's, but MoRAA is much easier to manage. For non-commercial registered agents, we run an excel file with the entities involved and send it to the agent. they review and send the corrected list back and we make an electronic change with a note on the data file that a mass change happened and what it was. The fee is \$10.00 per record or \$500.00 whichever is less. There is no paper involved.</p>			
Vermont				

Virginia				
Washington	Yes, for registered agent or registered agent address only.	We create a list of all entities to have data changed and changed them directly in the database. We image the Statement of Change form and the list but keep them separate from the entities' records, in a file specifically for bulk changes.	No	No
West Virginia				
Wisconsin				
Wyoming				

Additional comments:

Full text of email:

Greetings from Kansas.

We file bulk resident agent amendments--for example when a resident agent's address changes, and the resident agent then files the amendment on all of their clients. One amendment may cause us to update this address on thousands of entities on file here. The image we capture for this filing lists all of the companies included on the amendment, and in some cases comprises a list of hundreds of pages, and this large image is then stored in the history for each entity. When customers subsequently order copies of articles and amendments for an entity, they will receive and pay copy fees for this large document.

My questions:

Do you file bulk changes?

How does your state file and image these amendments?

Do you store the large image (the entire list of entities in the bulk amendment) in each company's records?

Do you have authority/discretion to alter the image that is filed—perhaps just imaging a page that shows the address change?

Thank you for your wisdom, I hope your summer is much cooler than ours,

Stephanie

STEPHANIE MICKELSEN

Deputy Assistant Secretary of State, Business Services

Kansas Secretary of State

785-296-7456 P | 785-296-4570 F

Memorial Hall, 1st Floor | 120 SW 10th Ave. | Topeka, KS 66612-1594

www.kssos.org

