

Topic: Registered Agents

Question by: Jeff Harvey

Jurisdiction: Idaho

Date: February 8, 2012

Jurisdiction	During a review of the Harmonized Business Organization Code, a question has come up regarding the physical addresses of registered agents. When an owner/manager of a business entity chooses to serve as his or her own registered agent, there are times when using that person's physical (home) address may be impractical or unsafe. Essentially, they choose to serve as registered agent, but do not want their home address made part of the public record for a specific reason.		
	Have you had this issue in your state?	Does your state have a provision that provides for an alternative address (i.e. UPS Store mailboxes)?	Have other alternatives been considered or implemented?
Manitoba			
Corporations Canada			
Alabama	Same as North Carolina		
Alaska			

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Arizona	Arizona still requires a street or physical address, with no provision for a PMB or PO Box.	As a practical matter, many customers submit their PMB (personal mailbox) address, which is usually a street address. On its face, such an address appears to meet statutory requirements. If, however, we get a complaint that the address is not a valid address, we inform the customer the entity may be administratively dissolved if the address is not brought into compliance.	
Arkansas			
California			
Colorado	See Below Additional Comments		
Connecticut			
Delaware			
District of Columbia	Some agents were concerned with their home address being out there; we have advised them to use business address in DC rather than home address. That solution met their needs.	In the District of Columbia registered agent can use home or business address in the District. Said address must be the physical street address in the District, never a post office box.	

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Florida	In Florida the registered agent's address must be a physical street address. Individuals serving as registered agent who provide their home address and do not want it shown on our records/website must provide a new address or designate a new agent.	Post Office Box addresses are not allowed. Statutes were revised several years ago to allow for PMB addresses (Personal Mail Box). A registered agent can use the address of a UPS, Mail Box Etc., or similar type store as the registered agent's address. The person serving as registered agent must rent a box from the store. The employee working at the store is authorized, by statute, to accept service and then notify the individual (registered agent) that service has been accepted on their behalf.	
Georgia			
Hawaii	In Hawaii, the registered agent's address requires a street address or rural route box number in this State that is the address of place of business of the person who will receive service of process. See additional comment below.		
Idaho			
Illinois			
Indiana			
Iowa			

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Kansas			
Kentucky			
Louisiana	Louisiana is the same as North Carolina		
Maine			
Maryland			
Massachusetts			
Michigan			
Minnesota			
Mississippi			
Missouri			

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Montana	Yes, we have had agents that do not want their home addresses listed. Unfortunately if they are working out of their home our statutes require them, to provide a physical address due to service of process	An agent can also provide a mailing address if that is different from their physical address. In these situations both address are public information.	Because process servers are unable to serve an agent at a PO BOX or UPS Store mailboxes, etc. we have not considered any alternatives to the requirement for the listed agent to provide a physical address. We have suggested that if they do not want their physical address as public information and they do not have any other physical address they can use (such as an off premises office) it may be necessary for them to hire an agent.
Nebraska			
Nevada	Nevada too, requires a physical address for the service of legal process	They can have a separate mailing address that is a P.O. Box.	
New Hampshire	We have had this questioned before but as with most of the state's the registered office must be a physical address. But we generally just advise them to seek legal counsel regarding the registered agent/office.		
New Jersey			

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New Mexico			
New York			
North Carolina	This issue of having a residential address as the registered agent street address has come up in North Carolina.	However, per statute we need a physical address where the registered agent is located for service of process. The mailing address can be a post office box, but not the physical address.	
North Dakota	North Dakota requires a physical address where the agent is available for service of process.		
Ohio	In Ohio, the law requires “the name and address in this state of the agent, including the street and number or other particular description.”	We would accept a residential, business or PO Box address. We are not aware what type of address the agent provides, but only require that it be in Ohio	
Oklahoma			

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Oregon	Like most states, Oregon requires a physical address, too. There is a Personal Safety Exemption provision in our public records law that allows a person to keep their home address exempt from disclosure upon proof of peril, but we still need a discloseable address we can have for public notice. In the case of a registered agent, we recommend that they contract with a reputable service company or other professional to be their agent, if they are concerned about their home address. In any case, a PMB or POB is not acceptable.		
Pennsylvania			
Rhode Island			
South Carolina			
South Dakota			
Tennessee			

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Texas	<p>Section 5.201 of the Texas Business Organizations Code provides as follows:</p> <p style="padding-left: 40px;">(c) The registered office:</p> <p style="padding-left: 80px;">(1) must be located at a street address where process may be personally served on the entity's registered agent;</p> <p style="padding-left: 80px;">(2) is not required to be a place of business of the filing entity or foreign filing entity; and</p> <p style="padding-left: 80px;">(3) May not be solely a mailbox service or a telephone answering service.</p>		
Utah	Utah is the same as North Carolina		
Vermont			
Virginia			

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Washington	WA has had this issue, but the law has not addressed it yet. What we can do is not display the RA's physical address on our web site, but if someone requests it, we must supply it.	Our agency has an Address Confidentiality Program, for victims of abuse, assault, or stalking. These participants are given a PO Box address to use where all their mail is sorted and sent to the appropriate nonpublic address. We usually encourage participants to use a registered agent, other than themselves, but if they insist on using the ACP address, we have allowed it.	
West Virginia			
Wisconsin			
Wyoming			

Additional comments:

HAWAII:

Hi Jeff,

As Kris said, Hawaii is the same as NC. We feel the required physical address is for a good reason which is that one of the most important functions of having a registered agent in the first place is for service of process and subpoenas. We had to make accommodations for some rural areas where some homes didn't have numbers but basically, it has to be a physical address, If you want to be in the registered agent business, but you don't want anyone to be able to find your physical location - whether you choose it to be a home or office, then you can't be a registered

agent in Hawaii.

Tung Chan
Commissioner of Securities
Business Registration Division, Chief
Department of Commerce and Consumer Affairs
335 Merchant St.
Honolulu, HI 96813
Phone: (808) 586-2744

COLORADO:

Hi Jeff! Colorado follows the same reasoning as Hawaii. Here's how we define "street address":

7-90-102 (62) "Street address" means, with respect to a physical location, the street name and number, city, state, and (if not the United States) country, and the postal code, if any, that is required for delivery of mail to the location. If, by reason of rural location or otherwise, a street name and number, city, or town does not exist, "street address" shall mean an appropriate description fixing as nearly as possible the actual physical location, but, for all locations in the United States, the county or parish and, if any, the rural free delivery route and the United States postal code shall be included.

We do receive questions from people who don't want their home address to be part of the public record. If they participate in our state's Address Confidentiality program (for victims of domestic violence, stalking, etc), they can use that address. We advise them that they need to provide a physical address, but we do not have a system for validating the address, so we do occasionally see PO Boxes and other "invalid" addresses.

Hope this helps!

Full text of email:

Hello everyone,

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Have you had this issue in your state?

Does your state have a provision that provides for an alternative address (i.e. UPS Store mailboxes)?

Have other alternatives been considered or implemented?

Thanks in advance for your help.

Jeff Harvey

UCC Supervisor

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<http://www.sos.idaho.gov>