



General Assembly

February Session, 2004

**Raised Bill No. 5625**

LCO No. 2180

\*02180\_\_\_\_\_JUD\*

Referred to Committee on Judiciary

Introduced by:  
(JUD)

**AN ACT CONCERNING REGISTERED AGENTS AND ANNUAL REPORTS OF STOCK AND NONSTOCK CORPORATIONS, THE NAMES OF BUSINESS ENTITIES REQUIRED TO FILE WITH THE SECRETARY OF THE STATE, THE FILING OF AIRCRAFT AND VESSEL LIENS AND THE FILING OF CERTAIN NOTICES AND REPORTS BY LIMITED LIABILITY COMPANIES.**

Be it enacted by the Senate and House of Representatives in General Assembly convened:

1 Section 1. Subsection (b) of section 33-655 of the general statutes is  
2 repealed and the following is substituted in lieu thereof (*Effective*  
3 *October 1, 2004*):

4 (b) Except as authorized by subsections (c) and (d) of this section, a  
5 corporate name must be distinguishable upon the records of the  
6 Secretary of the State from: (1) The corporate name of a corporation  
7 incorporated or authorized to transact business in this state; (2) a  
8 corporate name reserved or registered under section 33-656 or 33-657;  
9 (3) the fictitious name adopted by a foreign corporation authorized to  
10 transact business in this state because its real name is unavailable; (4)  
11 the corporate name of a nonprofit corporation incorporated or  
12 authorized to transact business in this state; (5) the corporate name of  
13 any domestic or foreign nonstock corporation incorporated or

14 authorized to transact business in this state; (6) the name of any  
15 domestic or foreign limited partnership organized or authorized to  
16 transact business in this state; (7) the name of any domestic or foreign  
17 limited liability company organized or authorized to transact business  
18 in this state; [and] (8) the name of any domestic or foreign limited  
19 liability partnership organized or authorized to transact business in  
20 this state; and (9) the name of any other entity whose name is carried  
21 upon the records of the Secretary of the State as organized or  
22 authorized to transact business or conduct affairs in this state.

23 Sec. 2. Subsection (a) of section 33-660 of the general statutes is  
24 repealed and the following is substituted in lieu thereof (*Effective*  
25 *October 1, 2004*):

26 (a) Each corporation that is required to file an annual report as  
27 provided in section 33-953, as amended by this act, shall continuously  
28 maintain in this state: (1) A registered office that may be the same as  
29 any of its places of business; and (2) a registered agent at such  
30 registered office, who may be: (A) A natural person who is a resident  
31 [in] of this state; (B) a domestic corporation; (C) a foreign corporation  
32 [not organized under the laws of this state and] which has procured a  
33 certificate of authority to transact business or conduct its affairs in this  
34 state; (D) a domestic limited liability company; [or] (E) a limited  
35 liability company not organized under the laws of this state and which  
36 has procured a certificate of [authority] registration to transact  
37 business or conduct its affairs in this state; (F) a domestic registered  
38 limited liability partnership; (G) a registered limited liability  
39 partnership not organized under the laws of this state and which has  
40 procured a certificate of authority to transact business or conduct its  
41 affairs in this state; (H) a domestic statutory trust; or (I) a statutory  
42 trust not organized under the laws of this state and which has  
43 procured a certificate of registration to transact business or conduct its  
44 affairs in this state. The appointment of such registered agent shall be  
45 in writing and shall be signed by the registered agent therein  
46 appointed. If a natural person is appointed as the registered agent,

47 such appointment shall include [such person's written consent to the  
48 appointment and] the residence address of such person.

49 Sec. 3. Subsection (a) of section 33-926 of the general statutes is  
50 repealed and the following is substituted in lieu thereof (*Effective*  
51 *October 1, 2004*):

52 (a) Each foreign corporation authorized to transact business in this  
53 state shall continuously maintain in this state: (1) A registered office  
54 that may be the same as any of its places of business; and (2) a  
55 registered agent at such registered office, who may be: (A) A natural  
56 person who is a resident of this state; (B) a domestic corporation; [or]  
57 (C) a foreign corporation [not organized under the laws of this state  
58 and] which has procured a certificate of authority to transact business  
59 or conduct its affairs in this state; (D) a domestic limited liability  
60 company; (E) a limited liability company not organized under the laws  
61 of this state and which has procured a certificate of registration to  
62 transact business or conduct its affairs in this state; (F) a domestic  
63 registered limited liability partnership; (G) a registered limited liability  
64 partnership not organized under the laws of this state and which has  
65 procured a certificate of authority to transact business or conduct its  
66 affairs in this state; (H) a domestic statutory trust; or (I) a statutory  
67 trust not organized under the laws of this state and which has  
68 procured a certificate of registration to transact business or conduct its  
69 affairs in this state. The appointment of such registered agent shall be  
70 in writing and shall be signed by the registered agent therein  
71 appointed. If a natural person is appointed as the registered agent,  
72 such appointment shall include the residence address of such person.

73 Sec. 4. Section 33-953 of the general statutes is repealed and the  
74 following is substituted in lieu thereof (*Effective October 1, 2004*):

75 (a) Each domestic corporation, except banks, trust companies,  
76 insurance or surety companies, savings and loan associations and  
77 public service companies, as defined in section 16-1, as amended, and  
78 each foreign corporation authorized to transact business in this state,

79 shall file [a biennial or] an annual report with the Secretary of the State  
80 as prescribed in this section. [On and after January 1, 1995, each such  
81 corporation required to file a report in 1995 shall file an annual report.  
82 On and after January 1, 1996, each such corporation required to file a  
83 report shall file an annual report with the Secretary of the State.]

84 (b) The first annual report of a domestic corporation shall be filed  
85 within thirty days after its organization meeting. Subsequent annual  
86 reports of such domestic corporation and [biennial or] annual reports  
87 of each foreign corporation authorized to transact business in this state  
88 shall be filed at such times as may be provided by regulations [issued]  
89 adopted by the Secretary of the State in accordance with chapter 54,  
90 provided the Secretary of the State may require any corporation to file  
91 [either] an annual [or biennial] report according to reporting schedules  
92 established by [said] the secretary so as to effect staggered filing of all  
93 such reports.

94 (c) Each [biennial or] annual report shall set forth as of a date which  
95 complies with subsection (d) of this section and which is specified in  
96 such report: (1) The name of the corporation; (2) the principal office of  
97 the corporation or, in the case of a foreign corporation (A) the address  
98 of the principal office of the corporation in the state under the laws of  
99 which it is incorporated, (B) the address of the executive offices of the  
100 corporation, and (C) the address of the principal office of the  
101 corporation in this state, if any; and (3) the names and respective  
102 business and residence addresses of the directors and officers of the  
103 corporation, except that if good cause is shown, the Secretary of the  
104 State may accept business addresses in lieu of business and residence  
105 addresses of the directors and officers of the corporation. For the  
106 purposes of this [section] subsection, a showing of good cause shall  
107 include, but not be limited to, a showing that public disclosure of the  
108 residence addresses of the corporation's directors and officers may  
109 expose the personal security of such directors and officers to  
110 significant risk.

111 (d) The date specified in the annual report pursuant to subsection  
112 (c) of this section shall (1) not be later than the date of filing the report,  
113 and (2) not be earlier than the latest date preceding the date of filing on  
114 which any change of circumstances occurred which would affect the  
115 statements of fact required in the report.

116 (e) Each [biennial or] annual report shall be accompanied by the  
117 required filing fee. The report shall be executed as set forth in section  
118 33-608, as amended. The Secretary of the State shall mail to each  
119 domestic corporation at its principal office as shown by his records,  
120 and to each foreign corporation authorized to transact business in this  
121 state at its executive offices as last shown by his records, a form  
122 prescribed by him for the [biennial or] annual report, but failure to  
123 receive such form shall not relieve a corporation of the requirement of  
124 filing the report as provided in this section.

125 Sec. 5. Subsection (b) of section 33-1045 of the general statutes is  
126 repealed and the following is substituted in lieu thereof (*Effective*  
127 *October 1, 2004*):

128 (b) Except as authorized by subsections (c) and (d) of this section, a  
129 corporate name must be distinguishable upon the records of the  
130 Secretary of the State from: (1) The corporate name of a corporation or  
131 business corporation incorporated or authorized to conduct affairs in  
132 this state; (2) a corporate name reserved or registered with the  
133 Secretary of the State; (3) the fictitious name adopted by a foreign  
134 corporation authorized to conduct affairs in this state because its real  
135 name is unavailable; (4) the corporate name of any foreign corporation  
136 or business corporation authorized to transact business or conduct  
137 affairs in this state; (5) the name of any domestic or foreign limited  
138 partnership organized or authorized to transact business in this state;  
139 (6) the name of any domestic or foreign limited liability company  
140 organized or authorized to transact business in this state; (7) the name  
141 of any domestic or foreign limited liability partnership organized or  
142 authorized to transact business in this state; and [(7)] (8) the name of

143 any other entity whose name is carried upon the records of the  
144 Secretary of the State as organized or authorized to transact business  
145 or conduct affairs in this state.

146 Sec. 6. Subsection (a) of section 33-1050 of the general statutes is  
147 repealed and the following is substituted in lieu thereof (*Effective*  
148 *October 1, 2004*):

149 (a) Each corporation that is required to file an annual report as  
150 provided in section 33-1243, as amended by this act, shall continuously  
151 maintain in this state: (1) A registered office that may be the same as  
152 any of its places of business; and (2) a registered agent at such  
153 registered office, who may be: (A) A natural person who is a resident  
154 [in] of this state; (B) a domestic corporation or business corporation;  
155 (C) a foreign corporation or foreign business corporation which has  
156 procured a certificate of authority to transact business or conduct its  
157 affairs in this state; (D) a domestic limited liability company; [or] (E) a  
158 limited liability company not organized under the laws of this state  
159 and which has procured a certificate of [authority] registration to  
160 transact business or conduct its affairs in this state; (F) a domestic  
161 registered limited liability partnership; (G) a registered limited liability  
162 partnership not organized under the laws of this state and which has  
163 procured a certificate of authority to transact business or conduct its  
164 affairs in this state; (H) a domestic statutory trust; or (I) a statutory  
165 trust not organized under the laws of this state and which has  
166 procured a certificate of registration to transact business or conduct its  
167 affairs in this state. The appointment of such registered agent shall be  
168 in writing and shall be signed by the registered agent therein  
169 appointed. If a natural person is appointed as the registered agent,  
170 such appointment shall include [such person's written consent to the  
171 appointment and] the residence address of such person.

172 Sec. 7. Subsection (a) of section 33-1216 of the general statutes is  
173 repealed and the following is substituted in lieu thereof (*Effective*  
174 *October 1, 2004*):

175 (a) Each foreign corporation authorized to conduct affairs in this  
176 state shall continuously maintain in this state: (1) A registered office  
177 that may be the same as any of its offices; and (2) a registered agent at  
178 such registered office, who may be: (A) A natural person who is a  
179 resident [in] of this state; (B) a domestic corporation or business  
180 corporation; [or] (C) a foreign corporation or foreign business  
181 corporation [not organized under the laws of this state and] which has  
182 procured a certificate of authority to [conduct affairs or] transact  
183 business or conduct its affairs in this state; (D) a domestic limited  
184 liability company; (E) a limited liability company not organized under  
185 the laws of this state and which has procured a certificate of  
186 registration to transact business or conduct its affairs in this state; (F) a  
187 domestic registered limited liability partnership; (G) a registered  
188 limited liability partnership not organized under the laws of this state  
189 and which has procured a certificate of authority to transact business  
190 or conduct its affairs in this state; (H) a domestic statutory trust; or (I) a  
191 statutory trust not organized under the laws of this state and which  
192 has procured a certificate of registration to transact business or  
193 conduct its affairs in this state. The appointment of such registered  
194 agent shall be in writing and shall be signed by the registered agent  
195 therein appointed. If a natural person is appointed as the registered  
196 agent, such appointment shall include the residence address of such  
197 person.

198 Sec. 8. Section 33-1243 of the general statutes is repealed and the  
199 following is substituted in lieu thereof (*Effective October 1, 2004*):

200 (a) Each domestic corporation, except banks, trust companies,  
201 insurance or surety companies, savings and loan associations, credit  
202 unions, public service companies, as defined in section 16-1, as  
203 amended, cemetery associations and incorporated church or religious  
204 corporations, and each foreign corporation authorized to conduct  
205 affairs in this state, and except corporations formed before January 1,  
206 1961, which under the law in effect on December 31, 1960, were not  
207 required to file [a biennial] an annual report, shall file [a biennial or] an

208 annual report with the Secretary of the State as prescribed in this  
209 section. [On and after January 1, 1995, each such corporation required  
210 to file a report in 1995 shall file an annual report. On and after January  
211 1, 1996, each such corporation required to file a report shall file an  
212 annual report with the Secretary of the State.]

213 (b) The first annual report of a domestic corporation shall be filed  
214 within thirty days after its organization meeting. Subsequent annual  
215 reports of such domestic corporation and [biennial or] annual reports  
216 of each foreign corporation authorized to conduct affairs in this state  
217 shall be filed at such times as may be provided by regulations [issued]  
218 adopted by the Secretary of the State in accordance with chapter 54,  
219 provided the Secretary of the State may require any corporation to file  
220 [either] an annual [or biennial] report according to reporting schedules  
221 established by [said] the secretary so as to effect staggered filing of all  
222 such reports.

223 (c) Each [biennial or] annual report shall set forth as of a date which  
224 complies with subsection (d) of this section and which is specified in  
225 such report: (1) The name of the corporation and, in the case of a  
226 foreign corporation, the state under the laws of which it is  
227 incorporated; (2) the principal office of the corporation or, in the case  
228 of a foreign corporation (A) the address of the principal office of the  
229 corporation in the state under the laws of which it is incorporated, (B)  
230 the address of the executive offices of the corporation, and (C) the  
231 address of the principal office of the corporation in this state, if any;  
232 and (3) the names and respective business and residence addresses of  
233 the directors and officers of the corporation, except that if good cause  
234 is shown, the Secretary of the State may accept business addresses in  
235 lieu of business and residence addresses of the directors and officers of  
236 the corporation. For the purposes of this [section] subsection, a  
237 showing of good cause shall include, but not be limited to, a showing  
238 that public disclosure of the residence addresses of the corporation's  
239 directors and officers may expose the personal security of such  
240 directors and officers to significant risk.

241 (d) The date specified in the annual report pursuant to subsection  
242 (c) of this section shall (1) not be later than the date of filing the report,  
243 and (2) not be earlier than the latest date preceding the date of filing on  
244 which any change of circumstances occurred which would affect the  
245 statements of fact required in the report.

246 (e) Each [biennial or] annual report shall be accompanied by the  
247 required filing fee. The report shall be executed as set forth in section  
248 33-1004. The Secretary of the State shall mail to each domestic  
249 corporation at its principal office as shown by his records, and to each  
250 foreign corporation authorized to conduct affairs in this state at its  
251 executive offices as last shown by his records, a form prescribed by  
252 him for the [biennial or] annual report, but failure to receive such form  
253 shall not relieve a corporation of the requirement of filing the report as  
254 provided in this section.

255 Sec. 9. Section 34-13 of the general statutes is repealed and the  
256 following is substituted in lieu thereof (*Effective October 1, 2004*):

257 The name of each limited partnership as set forth in its certificate of  
258 limited partnership:

259 (1) Shall contain without abbreviation the words "limited  
260 partnership";

261 (2) May not contain the name of a limited partner unless it is also  
262 the name of a general partner or the business of the limited partnership  
263 had been carried on under that name before the admission of that  
264 limited partner; and

265 (3) Shall be such as to distinguish it upon the records in the office of  
266 the Secretary of the State from the name of (A) any corporation, limited  
267 partnership or limited liability company organized under the laws of  
268 this state or licensed or registered as a foreign corporation, limited  
269 partnership or limited liability company in this state, or (B) any other  
270 entity whose name is carried upon the records of the Secretary of the

271 State as organized or authorized to transact business or conduct affairs  
272 in this state.

273 Sec. 10. Subsection (b) of section 34-13b of the general statutes is  
274 repealed and the following is substituted in lieu thereof (*Effective*  
275 *October 1, 2004*):

276 (b) Each limited partnership shall have and maintain a statutory  
277 agent for service in this state as provided in this section. A statutory  
278 agent for service shall be: [either (1) a] (1) A natural person who is a  
279 resident of this state; [or] (2) a domestic corporation; [organized under  
280 the laws of this state or (3) any] (3) a corporation not organized under  
281 the laws of this state and which has procured a certificate of authority  
282 to transact business or conduct its affairs in this state; (4) a domestic  
283 limited liability company; (5) a limited liability company not organized  
284 under the laws of this state and which has procured a certificate of  
285 registration to transact business or conduct its affairs in this state; (6) a  
286 domestic registered limited liability partnership; (7) a registered  
287 limited liability partnership not organized under the laws of this state  
288 and which has procured a certificate of authority to transact business  
289 or conduct its affairs in this state; (8) a domestic statutory trust; or (9) a  
290 statutory trust not organized under the laws of this state and which  
291 has procured a certificate of registration to transact business or  
292 conduct its affairs in this state.

293 Sec. 11. Section 34-38g of the general statutes is repealed and the  
294 following is substituted in lieu thereof (*Effective October 1, 2004*):

295 Before transacting business in this state, a foreign limited  
296 partnership shall register with the Secretary of the State. In order to  
297 register, a foreign limited partnership shall submit to the Secretary of  
298 the State a signed copy of the application for registration as a foreign  
299 limited partnership, signed and sworn to by a general partner and  
300 setting forth: (1) The name of the foreign limited partnership and, if  
301 different, the name under which it proposes to register and transact  
302 business in the state; (2) the state and date of its formation; (3) the

303 general character of the business it proposes to transact in this state; (4)  
304 the name and address of the agent in this state for service of process on  
305 the foreign limited partnership [whom the foreign limited partnership  
306 elects to appoint; the agent shall be either (A) the Secretary of the State  
307 and his successors in office, or (B) an individual resident of this state, a  
308 domestic corporation, or a foreign corporation having a place of and  
309 authorized to do business in, this state] required to be maintained by  
310 section 34-38p, as amended by this act, and an acceptance of such  
311 appointment signed by the agent appointed if other than the Secretary  
312 of the State; (5) the address of the office required to be maintained in  
313 the state of its organization by the laws of that state, or, if not so  
314 required, of the principal office of the foreign limited partnership; (6)  
315 the name and business address of each general partner; (7) the address  
316 of the office at which is kept a list of the names and addresses of the  
317 limited partners and their capital contributions, together with an  
318 undertaking by the foreign limited partnership to keep those records  
319 until the foreign limited partnership registration in this state is  
320 cancelled or withdrawn; and (8) the date the foreign limited  
321 partnership commenced transacting business in this state.

322 Sec. 12. Section 34-38p of the general statutes is repealed and the  
323 following is substituted in lieu thereof (*Effective October 1, 2004*):

324 (a) Each foreign limited partnership shall, before transacting  
325 business in this state, appoint in writing an agent upon whom all  
326 process, in any action or proceeding against it, may be served, and by  
327 such appointment the foreign limited partnership shall agree that any  
328 process against it which is served on [said] such agent shall be of the  
329 same legal force and validity as if served on the foreign limited  
330 partnership and that such appointment shall continue in force as long  
331 as any liability remains outstanding against the foreign limited  
332 partnership in this state.

333 (b) A foreign limited partnership's agent for service upon whom  
334 process may be served shall be: (1) [the] The Secretary of the State and

335 his successors in office; [ ] (2) a natural person who is a resident of this  
336 state; [ ] (3) a domestic corporation; [organized under the laws of this  
337 state or (4) any] (4) a corporation not organized under the laws of this  
338 state and which has procured a certificate of authority to transact  
339 business or conduct its affairs in this state; (5) a domestic limited  
340 liability company; (6) a limited liability company not organized under  
341 the laws of this state and which has procured a certificate of  
342 registration to transact business or conduct its affairs in this state; (7) a  
343 domestic registered limited liability partnership; (8) a registered  
344 limited liability partnership not organized under the laws of this state  
345 and which has procured a certificate of authority to transact business  
346 or conduct its affairs in this state; (9) a domestic statutory trust; or (10)  
347 a statutory trust not organized under the laws of this state and which  
348 has procured a certificate of registration to transact business or  
349 conduct its affairs in this state.

350 (c) A foreign limited partnership's appointment of the [secretary of  
351 the state] Secretary of the State and his successors in office as its initial  
352 agent upon whom process may be served shall be included in the  
353 application for registration as provided in section 34-38g, as amended  
354 by this act. A subsequent appointment of the Secretary of the State and  
355 his successors in office as a foreign limited partnership's agent upon  
356 whom process may be served shall be filed in the office of the  
357 Secretary of the State in such form as the secretary shall prescribe.

358 (d) A foreign limited partnership's appointment of a natural person  
359 or [corporation] an entity set forth in subdivisions (2) to (10), inclusive,  
360 of subsection (b) of this section as its initial agent upon whom process  
361 may be served shall be included in the application for registration as  
362 provided in section 34-38g, as amended by this act. A foreign limited  
363 partnership's subsequent appointment of [a natural person or  
364 corporation] any such natural person or entity as its agent upon whom  
365 process may be served shall be filed with the Secretary of the State in  
366 such form as [he] the secretary shall prescribe setting forth: (1) The  
367 name of the foreign limited partnership; (2) the name of such agent; (3)

368 a statement of acceptance by the statutory agent therein appointed;  
369 and (4) if such agent is a natural person, [his] the business and  
370 residence addresses thereof; if such agent is [a corporation] an entity  
371 organized under the laws of this state, the address of the principal  
372 office thereof; if such agent is [a corporation] an entity not organized  
373 under the laws of this state, the address of the principal office thereof  
374 in this state. In each case, the address shall include the street and  
375 number or other particular designation. All subsequent written  
376 appointments filed with the Secretary of the State shall be signed by a  
377 general partner of the foreign limited partnership and, if other than the  
378 Secretary of the State, by the statutory agent therein appointed.

379 (e) If an agent dies, dissolves, removes from the state or resigns, the  
380 foreign limited partnership shall forthwith appoint another agent upon  
381 whom process may be served. If such agent changes his or its address  
382 within the state from that appearing upon the records in the office of  
383 the Secretary of the State, the foreign limited partnership or agent shall  
384 forthwith file with the Secretary of the State notice of the new address.  
385 Such agent may resign by filing with the Secretary of the State a signed  
386 statement in duplicate to that effect. The Secretary of the State shall  
387 forthwith file one copy and mail the other copy of such statement,  
388 together with notice that as a result of the failure to comply with this  
389 section, the authority to transact business in this state of such foreign  
390 limited partnership shall be deemed to have been revoked, by certified  
391 mail, to the foreign limited partnership at the office designated in the  
392 certificate of registration filed pursuant to section 34-38g, as amended  
393 by this act. Upon the expiration of one hundred twenty days after the  
394 mailing of such notice, the resignation shall be effective and the  
395 authority of the foreign limited partnership to transact business in this  
396 state shall be revoked unless a new agent has been appointed as  
397 provided in this section within such one-hundred-twenty-day period.  
398 A foreign limited partnership may revoke the appointment of an agent  
399 upon whom process may be served by making a new appointment as  
400 provided in this section and any new appointment so made revokes all  
401 appointments theretofore made.

402 (f) Whenever a foreign limited partnership fails to comply with this  
403 section, the authority of such foreign limited partnership shall be  
404 deemed to have been revoked.

405 Sec. 13. Subsection (b) of section 34-102 of the general statutes is  
406 repealed and the following is substituted in lieu thereof (*Effective*  
407 *October 1, 2004*):

408 (b) A limited liability company name shall be such as to distinguish  
409 it upon the records of the Secretary of the State from: (1) The name of  
410 any limited liability company, limited partnership or corporation  
411 existing under the laws of this state; (2) the name of any foreign limited  
412 liability company, foreign limited partnership or foreign corporation  
413 authorized to transact business in this state; [or] (3) any name reserved  
414 under section 34-103 or reserved or registered under section 33-656, 33-  
415 657, 33-1045, as amended by this act, 33-1046, 33-1047, 34-13, as  
416 amended by this act, or 34-13a; or (4) the name of any other entity  
417 whose name is carried upon the records of the Secretary of the State as  
418 organized or authorized to transact business or conduct affairs in this  
419 state.

420 Sec. 14. Section 34-104 of the general statutes is repealed and the  
421 following is substituted in lieu thereof (*Effective October 1, 2004*):

422 (a) Each limited liability company shall have and maintain a  
423 statutory agent for service in this state as provided in this section. A  
424 statutory agent for service shall be: [either:] (1) A natural person who is  
425 a resident of this state; (2) a domestic corporation; [or domestic limited  
426 liability company; or (3) any corporation or limited liability company  
427 not organized under the laws of this state and] (3) a foreign  
428 corporation which has procured a certificate of authority to transact  
429 business or conduct its affairs in this state; (4) a domestic limited  
430 liability company; (5) a foreign limited liability company which has  
431 procured a certificate of registration to transact business or conduct its  
432 affairs in this state; (6) a domestic registered limited liability  
433 partnership; (7) a registered limited liability partnership not organized

434 under the laws of this state and which has procured a certificate of  
435 authority to transact business or conduct its affairs in this state; (8) a  
436 domestic statutory trust; or (9) a statutory trust not organized under  
437 the laws of this state and which has procured a certificate of  
438 registration to transact business or conduct its affairs in this state.

439 (b) A limited liability company's statutory agent for service shall be  
440 appointed by filing with the Secretary of the State a written  
441 appointment in such form as the Secretary of the State shall prescribe  
442 setting forth: (1) The name of the limited liability company; (2) the  
443 name of the statutory agent for service; and (3) if the statutory agent is  
444 a natural person, the business and residence [address] addresses  
445 thereof; if the statutory agent is [a domestic corporation or domestic  
446 limited liability company] an entity organized under the laws of this  
447 state, the address of the principal office thereof; if the statutory agent is  
448 [a corporation or limited liability company] an entity not organized  
449 under the laws of this state, the address of the principal office thereof  
450 in this state, if any. In each case, the address shall include the street  
451 and number or other particular designation. Each written appointment  
452 shall also be signed by the statutory agent for service therein  
453 appointed.

454 (c) If a statutory agent for service dies, dissolves, removes from the  
455 state or resigns, the limited liability company shall forthwith appoint  
456 another statutory agent for service. If the statutory agent for service  
457 changes his or its address within the state from that appearing upon  
458 the record in the office of the Secretary of the State, the limited liability  
459 company shall forthwith file with the Secretary of the State notice of  
460 the new address. A statutory agent for service may resign by filing  
461 with the Secretary of the State a signed statement in duplicate to that  
462 effect. The Secretary of the State shall forthwith file one copy and mail  
463 the other copy of such statement to the limited liability company at its  
464 principal office. Upon the expiration of thirty days after such filing, the  
465 resignation shall be effective and the authority of such statutory agent  
466 for service shall terminate. A limited liability company may revoke the

467 appointment of a statutory agent for service by making a new  
468 appointment as provided in this section and any new appointment so  
469 made shall revoke all appointments theretofore made.

470 Sec. 15. Section 34-106 of the general statutes is repealed and the  
471 following is substituted in lieu thereof (*Effective October 1, 2004*):

472 (a) Each limited liability company shall file an annual report with  
473 the Secretary of the State which report shall be due upon the  
474 anniversary of the filing of a limited liability company's articles of  
475 organization pursuant to section 34-120.

476 (b) Such reporting requirement shall commence on or after January  
477 1, 1995, and continue annually thereafter.

478 (c) Each annual report shall set forth: (1) The name of the limited  
479 liability company; [ ] (2) the limited liability company's current  
480 principal office address; [ ] and (3) the name and respective business  
481 and residence addresses of a manager or a member of the limited  
482 liability company, except that [ ] if good cause is shown, the Secretary  
483 of the State may accept a business address in lieu of the business and  
484 residence addresses of such manager or member. For the purposes of  
485 this subsection and subsection (d) of this section, a showing of good  
486 cause shall include, but not be limited to, a showing that public  
487 disclosure of the residence address of the manager or member of the  
488 limited liability company may expose the personal security of such  
489 manager or member to significant risk.

490 (d) If the manager or member named in a limited liability  
491 company's most current annual report pursuant to subsection (c) of  
492 this section is replaced for such purpose by another manager or  
493 member after the limited liability company has filed such annual  
494 report, but not later than thirty days preceding the month during  
495 which the limited liability company's next annual report becomes due,  
496 the limited liability company shall file with the Secretary of the State  
497 an interim notice of change of manager or member that sets forth: (1)

498 The name of the limited liability company; and (2) the name, title and  
499 respective business and residence addresses of the new manager or  
500 member and the name and title of the former manager or member,  
501 except that if good cause is shown, the Secretary of the State may  
502 accept a business address in lieu of the business and residence  
503 addresses of the new manager or member. Any such change of  
504 manager or member that occurs within the thirty-day period preceding  
505 the month during which the limited liability company's next annual  
506 report becomes due shall be reflected in such next annual report.

507 [(d)] (e) Each annual report shall be executed in accordance with  
508 section 34-109 and be accompanied by the filing fee established in  
509 section 34-112, as amended by this act. The Secretary of the State shall  
510 mail to each limited liability company at its principal office as shown  
511 on his records a form prescribed by him for the annual report, but  
512 failure to receive such form shall not relieve a limited liability  
513 company of the requirement of filing the report as provided in this  
514 section.

515 Sec. 16. Subsection (a) of section 34-112 of the general statutes, as  
516 amended by section 62 of public act 03-18, is repealed and the  
517 following is substituted in lieu thereof (*Effective October 1, 2004*):

518 (a) Fees for filing documents and issuing certificates: (1) Filing  
519 application to reserve a limited liability company name or to cancel a  
520 reserved limited liability company name, thirty dollars; (2) filing  
521 transfer of reserved limited liability company name, thirty dollars; (3)  
522 filing articles of organization, including appointment of statutory  
523 agent, sixty dollars; (4) filing change of address of statutory agent or  
524 change of statutory agent, twenty-five dollars; (5) filing notice of  
525 resignation of statutory agent in duplicate, twenty-five dollars; (6)  
526 filing amendment to articles of organization, sixty dollars; (7) filing  
527 restated articles of organization, sixty dollars; (8) filing articles of  
528 merger or consolidation, thirty dollars; (9) filing articles of dissolution  
529 by resolution, twenty-five dollars; (10) filing articles of dissolution by

530 expiration, twenty-five dollars; (11) filing judicial decree of dissolution,  
531 twenty-five dollars; (12) filing certificate of reinstatement, sixty dollars;  
532 (13) filing application by a foreign limited liability company for  
533 certificate of registration to transact business in this state and issuing  
534 certificate of registration, sixty dollars; (14) filing application of foreign  
535 limited liability company for amended certificate of registration to  
536 transact business in this state and issuing amended certificate of  
537 registration, sixty dollars; (15) filing application for withdrawal of  
538 foreign limited liability company and issuing certificate of withdrawal,  
539 sixty dollars; (16) filing an annual report, ten dollars; and (17) filing an  
540 interim notice of change of manager or member, ten dollars.

541 Sec. 17. Section 34-224 of the general statutes is repealed and the  
542 following is substituted in lieu thereof (*Effective October 1, 2004*):

543 (a) Each foreign limited liability company shall, before transacting  
544 business in this state, appoint in writing an agent upon whom all  
545 process, in any action or proceeding against it, may be served, and by  
546 such appointment the foreign limited liability company shall agree that  
547 any process against it which is served on [said] such agent shall be of  
548 the same legal force and validity as if served on the foreign limited  
549 liability company and that such appointment shall continue in force as  
550 long as any liability remains outstanding against the foreign limited  
551 liability company in this state.

552 (b) A foreign limited liability company's agent for service upon  
553 whom process may be served shall be: (1) [the] The Secretary of the  
554 State and his successors in office; [ ] (2) a natural person who is a  
555 resident of this state; [ ] (3) a domestic corporation; [or limited liability  
556 company organized under the laws of this state, (4) any corporation  
557 not organized under the laws of this state] (4) a foreign corporation  
558 which has procured a certificate of authority to transact business or  
559 conduct its affairs in this state; [or (5) any] (5) a domestic limited  
560 liability company; (6) a foreign limited liability company [not  
561 organized under the laws of this state] which has procured a certificate

562 of registration to transact business or conduct its affairs in this state; (7)  
563 a domestic registered limited liability partnership; (8) a registered  
564 limited liability partnership not organized under the laws of this state  
565 and which has procured a certificate of authority to transact business  
566 or conduct its affairs in this state; (9) a domestic statutory trust; or (10)  
567 a statutory trust not organized under the laws of this state and which  
568 has procured a certificate of registration to transact business or  
569 conduct its affairs in this state.

570 (c) A foreign limited liability company's appointment of the  
571 Secretary of the State and his successors in office as its initial agent  
572 upon whom process may be served shall be included in the application  
573 for registration as provided in section 34-223. A subsequent  
574 appointment of the Secretary of the State and his successors in office as  
575 a foreign limited liability company's agent upon whom process may be  
576 served shall be filed in the office of the Secretary of the State in such  
577 form as the secretary shall prescribe.

578 (d) A foreign limited liability company's appointment of a natural  
579 person [ , corporation or limited liability company] or an entity set forth  
580 in subdivisions (2) to (10), inclusive, of subsection (b) of this section as  
581 its initial agent upon whom process may be served shall be included in  
582 the application for registration as provided in section 34-223. A foreign  
583 limited liability company's subsequent appointment of [a natural  
584 person, corporation or limited liability company] any such natural  
585 person or entity as its agent upon whom process may be served shall  
586 be filed with the Secretary of the State in such form as the secretary  
587 shall prescribe setting forth: (1) The name of the foreign limited  
588 liability company; (2) the name of such agent; (3) a statement of  
589 acceptance by the statutory agent therein appointed; and (4) if such  
590 agent is a natural person, [his] the business and residence addresses  
591 thereof; if such agent is [a corporation or limited liability company] an  
592 entity organized under the laws of this state, the address of the  
593 principal office thereof; if such agent is [a corporation or limited  
594 liability company] an entity not organized under the laws of this state,

595 the address of the principal office thereof in this state. In each case, the  
596 address shall include the street number or other particular designation.  
597 All subsequent written appointments filed with the Secretary of the  
598 State shall be signed by a member of the foreign limited liability  
599 company and, if other than the Secretary of the State, by the statutory  
600 agent therein appointed.

601 (e) If an agent dies, dissolves, removes from the state or resigns, the  
602 foreign limited liability company shall forthwith appoint another agent  
603 upon whom process may be served. If such agent changes his or its  
604 address within the state from that appearing upon the records in the  
605 office of the Secretary of the State, the foreign limited liability company  
606 or agent shall forthwith file with the Secretary of the State notice of the  
607 new address. Such agent may resign by filing with the Secretary of the  
608 State a signed statement in duplicate to that effect. The Secretary of the  
609 State shall forthwith file one copy and mail the other copy of such  
610 statement, together with notice that as a result of the failure to comply  
611 with this section, the authority to transact business in this state of such  
612 foreign limited liability company shall be deemed to have been  
613 revoked, by certified mail, to the foreign limited liability company at  
614 the office designated in the application for registration filed pursuant  
615 to section 34-223. Upon the expiration of one hundred twenty days  
616 after the mailing of such notice, the resignation shall be effective and  
617 the authority of the foreign limited liability company to transact  
618 business in this state shall be revoked unless a new agent has been  
619 appointed as provided in this section within such one-hundred-  
620 twenty-day period. A foreign limited liability company may revoke  
621 the appointment of an agent upon whom process may be served by  
622 making a new appointment as provided in this section and any new  
623 appointment so made revokes all appointments theretofore made.

624 (f) Whenever a foreign limited liability company fails to comply  
625 with this section, the authority of such foreign limited liability  
626 company shall be deemed to have been revoked.

627 Sec. 18. Section 34-229 of the general statutes is repealed and the  
628 following is substituted in lieu thereof (*Effective October 1, 2004*):

629 (a) A foreign limited liability company registered to transact  
630 business in this state shall file an annual report in the office of the  
631 Secretary of the State which report shall be due upon the anniversary  
632 of such foreign limited liability company's registration pursuant to  
633 section 34-223.

634 (b) Such reporting requirement shall commence on and after  
635 January 1, 1995, and continue annually thereafter.

636 (c) Each annual report shall set forth: (1) The name of the foreign  
637 limited liability company and, if different, the name under which such  
638 foreign limited liability company transacts business in this state; [and]  
639 (2) the address of the office required to be maintained in the state or  
640 other jurisdiction of the foreign limited liability company's  
641 organization by the laws of that state or jurisdiction or, if not so  
642 required, the address of its principal office; and (3) the name and  
643 respective business and residence addresses of a manager or a member  
644 of the foreign limited liability company, except that if good cause is  
645 shown, the Secretary of the State may accept a business address in lieu  
646 of the business and residence addresses of such manager or member.  
647 For the purposes of this subsection and subsection (d) of this section, a  
648 showing of good cause shall include, but not be limited to, a showing  
649 that public disclosure of the residence address of the manager or  
650 member of the foreign limited liability company may expose the  
651 personal security of such manager or member to significant risk.

652 (d) If the manager or member named in a foreign limited liability  
653 company's most current annual report pursuant to subsection (c) of  
654 this section is replaced for such purpose by another manager or  
655 member after the foreign limited liability company has filed such  
656 annual report, but not later than thirty days preceding the month  
657 during which the foreign limited liability company's next annual  
658 report becomes due, the foreign limited liability company shall file

659 with the Secretary of the State an interim notice of change of manager  
660 or member that sets forth: (1) The name of the foreign limited liability  
661 company; and (2) the name, title and respective business and residence  
662 addresses of the new manager or member and the name and title of the  
663 former manager or member, except that if good cause is shown, the  
664 Secretary of the State may accept a business address in lieu of the  
665 business and residence addresses of the new manager or member. Any  
666 such change of manager or member that occurs within the thirty-day  
667 period preceding the month during which the foreign limited liability  
668 company's next annual report becomes due shall be reflected in such  
669 next annual report.

670 [(d)] (e) Each annual report shall be executed in accordance with  
671 section 34-109 and be accompanied by the filing fee established in  
672 section 34-112, as amended by this act. The Secretary of the State shall  
673 mail to each foreign limited liability company at its principal office as  
674 shown on his records a form prescribed by him for the annual report,  
675 but failure to receive such form shall not relieve a foreign limited  
676 liability company of the requirement of filing the report as provided in  
677 this section.

678 Sec. 19. Subsection (b) of section 34-406 of the general statutes is  
679 repealed and the following is substituted in lieu thereof (*Effective*  
680 *October 1, 2004*):

681 (b) The name of a registered limited liability partnership or foreign  
682 registered limited liability partnership shall be such as to distinguish it  
683 upon the records of the Secretary of the State from: (1) The name of  
684 any registered limited liability partnership, limited partnership,  
685 limited liability company or corporation existing under the laws of this  
686 state; (2) the name of any foreign registered limited liability  
687 partnership, foreign limited partnership, foreign limited liability  
688 company or foreign corporation authorized to transact business in this  
689 state; [or] (3) any name reserved under section 34-407 or reserved or  
690 registered under section 33-656, 33-657, 33-1045, as amended by this

691 act, 33-1046, 33-1047, 34-13, as amended by this act, 34-13a or 34-103;  
692 [or subsection (a) of section 34-13] or (4) the name of any other entity  
693 whose name is carried upon the records of the Secretary of the State as  
694 organized or authorized to transact business or conduct affairs in this  
695 state.

696 Sec. 20. Section 34-408 of the general statutes is repealed and the  
697 following is substituted in lieu thereof (*Effective October 1, 2004*):

698 (a) Each registered limited liability partnership which does not have  
699 its principal office in this state and each foreign registered limited  
700 liability partnership shall have and maintain a statutory agent for  
701 service in this state as provided in this section. A statutory agent for  
702 service shall be: [either:] (1) A natural person who is a resident of this  
703 state; (2) a domestic corporation; [ , domestic limited liability company  
704 or domestic registered limited liability partnership; or (3) any  
705 corporation, limited liability company or limited liability partnership  
706 not organized under the laws of this state which may legally transact  
707 business or conduct affairs in this state] (3) a corporation not organized  
708 under the laws of this state and which has procured a certificate of  
709 authority to transact business or conduct its affairs in this state; (4) a  
710 domestic limited liability company; (5) a limited liability company not  
711 organized under the laws of this state and which has procured a  
712 certificate of registration to transact business or conduct its affairs in  
713 this state; (6) a domestic registered limited liability partnership; (7) a  
714 foreign registered limited liability partnership which has procured a  
715 certificate of authority to transact business or conduct its affairs in this  
716 state; (8) a domestic statutory trust; or (9) a statutory trust not  
717 organized under the laws of this state and which has procured a  
718 certificate of registration to transact business or conduct its affairs in  
719 this state.

720 (b) A registered limited liability partnership which does not have its  
721 principal office in this state or a foreign registered limited liability  
722 partnership shall appoint a statutory agent for service by filing with

723 the Secretary of the State a written appointment in such form as the  
724 Secretary of the State shall prescribe setting forth: (1) The name of the  
725 registered limited liability partnership or the foreign registered limited  
726 liability partnership; (2) the name of the statutory agent for service;  
727 and (3) if the statutory agent is a natural person, the business and  
728 residence [address] addresses thereof; if the statutory agent is [a  
729 domestic corporation, limited liability company or registered limited  
730 liability partnership] an entity organized under the laws of this state,  
731 the address of the principal office thereof; if the statutory agent is [a  
732 corporation, limited liability company or registered limited liability  
733 partnership] an entity not organized under the laws of this state, the  
734 address of the principal office thereof in this state, if any. In each case,  
735 the address shall include the street and number or other particular  
736 designation. Each written appointment shall also be signed by the  
737 statutory agent for service therein appointed.

738 Sec. 21. Section 34-507 of the general statutes is repealed and the  
739 following is substituted in lieu thereof (*Effective October 1, 2004*):

740 (a) Each statutory trust shall have and maintain a statutory agent for  
741 service in this state, as provided in this section. A statutory agent for  
742 service shall be: [either (1) a] (1) A natural person who is a resident of  
743 this state; (2) a domestic corporation; [, a domestic limited liability  
744 company or a domestic statutory trust; or (3) any corporation, limited  
745 liability company or business trust not organized under the laws of  
746 this state and which has procured a certificate of authority to transact  
747 business or conduct affairs in this state] (3) a corporation not organized

748 under the laws of this state and which has procured a certificate of  
749 authority to transact business or conduct its affairs in this state; (4) a  
750 domestic limited liability company; (5) a limited liability company not  
751 organized under the laws of this state and which has procured a  
752 certificate of registration to transact business or conduct its affairs in  
753 this state; (6) a domestic registered limited liability partnership; (7) a  
754 registered limited liability partnership not organized under the laws of  
755 this state and which has procured a certificate of authority to transact

756 business or conduct its affairs in this state; (8) a domestic statutory  
757 trust; or (9) a foreign statutory trust which has procured a certificate of  
758 registration to transact business or conduct its affairs in this state.

759 (b) A statutory trust's statutory agent for service shall be appointed  
760 by filing with the Secretary of the State a written appointment in such  
761 form as the Secretary of the State shall prescribe setting forth: (1) The  
762 name of the statutory trust; (2) the name of the statutory agent for  
763 service; and (3) if the statutory agent is a natural person, the business  
764 and residence addresses thereof; if the statutory agent is [a  
765 corporation, limited liability company or business trust] an entity  
766 organized under the laws of this state, the address of the principal  
767 office thereof; if the statutory agent is an entity not organized under  
768 the laws of this state, the address of the principal office thereof in this  
769 state, if any. In each case, the address shall include the street and  
770 number or other particular designation. Each written appointment  
771 shall also be signed by the statutory agent for service therein  
772 appointed.

773 (c) If a statutory agent for service dies, dissolves, removes from the  
774 state or resigns, the statutory trust shall forthwith appoint another  
775 statutory agent for service. If the statutory agent for service changes  
776 his or its address within the state from that appearing upon the record  
777 in the office of the Secretary of the State, the statutory trust shall  
778 forthwith file with the Secretary of the State notice of the new address.  
779 A statutory agent for service may resign by filing with the Secretary of  
780 the State a signed statement in duplicate to that effect. The Secretary of  
781 the State shall forthwith file one copy and mail the other copy of the  
782 statement to the statutory trust at its principal office. Upon expiration  
783 of thirty days after such filing, the resignation shall be effective and the  
784 authority of such statutory agent for service shall terminate. The  
785 Secretary of the State shall be the statutory agent for service during  
786 such periods of time when the statutory trust has no other statutory  
787 agent for service in this state. A statutory trust may revoke the  
788 appointment of a statutory agent for service by making a new

789 appointment as provided in this section and any new appointment so  
790 made shall revoke all appointments theretofore made.

791 Sec. 22. Section 34-532 of the general statutes is repealed and the  
792 following is substituted in lieu thereof (*Effective October 1, 2004*):

793 (a) Each foreign statutory trust shall, before transacting business in  
794 this state, appoint in writing an agent upon whom all process, in any  
795 action or proceeding against it, may be served, and by such  
796 appointment the foreign statutory trust shall agree that any process  
797 against it which is served on such agent shall be of the same legal force  
798 and validity as if served on the foreign statutory trust in this state.

799 (b) A foreign statutory trust's agent for service upon whom process  
800 may be served shall be: (1) [the] The Secretary of the State and his  
801 successors in office; [ ] (2) a natural person who is a resident of this  
802 state; [ ] (3) a domestic corporation; [or limited liability company  
803 organized under the laws of this state, (4) any] (4) a corporation not  
804 organized under the laws of this state which has procured a certificate  
805 of authority to transact business or conduct its affairs in this state; [ or  
806 (5) any] (5) a domestic limited liability company; (6) a limited liability  
807 company not organized under the laws of this state which has  
808 procured a certificate of registration to transact business or conduct its  
809 affairs in this state; (7) a domestic registered limited liability  
810 partnership; (8) a registered limited liability partnership not organized  
811 under the laws of this state and which has procured a certificate of  
812 authority to transact business or conduct its affairs in this state; (9) a  
813 domestic statutory trust; or (10) a foreign statutory trust which has  
814 procured a certificate of registration to transact business or conduct its  
815 affairs in this state.

816 (c) A foreign statutory trust's appointment of the Secretary of the  
817 State and his successors in office as its initial agent upon whom  
818 process may be served shall be included in the application for  
819 registration as provided in section 34-531. A subsequent appointment  
820 of the Secretary of the State and his successors in office as a foreign

821 statutory trust's agent upon whom process may be served shall be filed  
822 in the office of the Secretary of the State in such form as the secretary  
823 shall prescribe.

824 (d) A foreign statutory trust's appointment of a natural person [,  
825 corporation or limited liability company] or an entity set forth in  
826 subdivisions (2) to (10), inclusive, of subsection (b) of this section as its  
827 initial agent upon whom process may be served shall be included in  
828 the application for registration as provided in section 34-531. A foreign  
829 statutory trust's subsequent appointment of [a natural person,  
830 corporation or limited liability company] any such natural person or  
831 entity as its agent upon whom process may be served shall be filed  
832 with the Secretary of the State in such form as the secretary shall  
833 prescribe setting forth: (1) The name of the foreign statutory trust; (2)  
834 the name of such agent; (3) a statement of acceptance by the statutory  
835 agent therein appointed; and (4) if such agent is a natural person, [his]  
836 the business and residence [address] addresses thereof; if such agent is  
837 [a corporation or limited liability company] an entity organized under  
838 the laws of this state, the address of the principal office thereof; if such  
839 agent is [a corporation or limited liability company] an entity not  
840 organized under the laws of this state, the address of the principal  
841 office thereof in this state. In each case, the address shall include the  
842 street and number or other particular designation. All subsequent  
843 written appointments filed with the Secretary of the State shall be  
844 signed by a trustee of the foreign statutory trust and, if other than the  
845 Secretary of the State, by the statutory agent therein appointed.

846 (e) If an agent dies, dissolves, removes from the state or resigns, the  
847 foreign statutory trust shall forthwith appoint another agent upon  
848 whom process may be served. If such agent changes his or its address  
849 within the state from that appearing upon the records in the office of  
850 the Secretary of the State, the foreign statutory trust or agent shall  
851 forthwith file with the Secretary of the State a signed statement in  
852 duplicate to that effect. The Secretary of the State shall forthwith file  
853 one copy and mail the other copy of such statement, together with

854 notice that as a result of the failure to comply with this section, the  
855 authority to transact business in this state of such foreign statutory  
856 trust shall be deemed to have been revoked, by certified mail, to the  
857 foreign statutory trust at the office designated in the application for  
858 registration filed pursuant to section 34-531. Upon the expiration of  
859 one hundred twenty days after the mailing of such notice, the  
860 resignation shall be effective and the authority of the foreign statutory  
861 trust to transact business in this state shall be revoked unless a new  
862 agent has been appointed as provided in this section within such one-  
863 hundred-twenty-day period. A foreign statutory trust may revoke the  
864 appointment of an agent upon whom process may be served by  
865 making a new appointment as provided in this section and any new  
866 appointment so made revokes all appointments theretofore made.

867 (f) Whenever a foreign statutory trust fails to comply with this  
868 section, the authority of such foreign statutory trust shall be deemed to  
869 have been revoked.

870 Sec. 23. Subsection (a) of section 49-55a of the general statutes is  
871 repealed and the following is substituted in lieu thereof (*Effective*  
872 *October 1, 2004*):

873 (a) Upon the possession of the vessel by a lienor, he shall cause a  
874 notice of a vessel lien, in [~~quadruplicate~~] duplicate, to be filed on a  
875 form provided by the Secretary of the State with the office of [~~said~~] the  
876 secretary on which he shall also indicate the date and place of the sale  
877 of the vessel, which date of sale shall be at least sixty days next  
878 succeeding the filing of the notice. The lienor shall, within seven days  
879 of the filing, send by certified mail a copy of [~~this~~] such notice to the  
880 person indicated as the owner of the vessel, and to anyone who has  
881 filed with the Secretary of the State claiming a legal or equitable  
882 interest in the vessel. The fees for [~~this~~] such notice and procedure shall  
883 be set by the Secretary of the State.

884 Sec. 24. Subsection (a) of section 49-92h of the general statutes is  
885 repealed and the following is substituted in lieu thereof (*Effective*

886 *October 1, 2004*):

887 (a) Upon the possession of the aircraft by a lienor, he shall cause a  
 888 notice of an aircraft lien, in [quadruplicate] duplicate, to be filed on a  
 889 form provided by the Secretary of the State with the office of [said] the  
 890 secretary on which he shall also indicate the date and place of the sale  
 891 of the aircraft, which date of sale shall be at least sixty days next  
 892 succeeding the filing of the notice. The lienor shall, within seven days  
 893 of the filing, send by certified mail a copy of [this] such notice to the  
 894 person indicated as the owner of the aircraft, and to anyone who has  
 895 filed with the Secretary of the State claiming a legal or equitable  
 896 interest in the aircraft. The fees for [this] such notice and procedure  
 897 shall be set by the [secretary of the state] Secretary of the State.

This act shall take effect as follows:	
Section 1	<i>October 1, 2004</i>
Sec. 2	<i>October 1, 2004</i>
Sec. 3	<i>October 1, 2004</i>
Sec. 4	<i>October 1, 2004</i>
Sec. 5	<i>October 1, 2004</i>
Sec. 6	<i>October 1, 2004</i>
Sec. 7	<i>October 1, 2004</i>
Sec. 8	<i>October 1, 2004</i>
Sec. 9	<i>October 1, 2004</i>
Sec. 10	<i>October 1, 2004</i>
Sec. 11	<i>October 1, 2004</i>
Sec. 12	<i>October 1, 2004</i>
Sec. 13	<i>October 1, 2004</i>
Sec. 14	<i>October 1, 2004</i>
Sec. 15	<i>October 1, 2004</i>
Sec. 16	<i>October 1, 2004</i>
Sec. 17	<i>October 1, 2004</i>
Sec. 18	<i>October 1, 2004</i>
Sec. 19	<i>October 1, 2004</i>
Sec. 20	<i>October 1, 2004</i>
Sec. 21	<i>October 1, 2004</i>
Sec. 22	<i>October 1, 2004</i>

Sec. 23	<i>October 1, 2004</i>
Sec. 24	<i>October 1, 2004</i>

***Statement of Purpose:***

To require that appointments of registered agents by stock and nonstock corporations be in writing and signed by the registered agent so appointed, to permit registered limited liability partnerships and statutory trusts to serve as agents for service of process for various business entities, to eliminate provisions concerning biennial reports by stock and nonstock corporations, to require foreign limited liability companies to report manager or member information in their annual reports, to revise provisions concerning the reservation and use of names by business entities to include the names of all entities that register with the office of the Secretary of the State, to provide for the filing of an interim notice of change of manager or member by domestic and foreign limited liability companies, to require filings for vessel liens and aircraft liens to be in duplicate rather than in quadruplicate and to make technical and conforming changes.

*[Proposed deletions are enclosed in brackets. Proposed additions are indicated by underline, except that when the entire text of a bill or resolution or a section of a bill or resolution is new, it is not underlined.]*