

REQUIRES TWO-THIRDS MAJORITY VOTE

(§§ 5, 7-11, 13, 15, 17-21, 23, 25-27, 29, 30, 32, 33, 35, 36, 38, 40-42)

A.B. 433

ASSEMBLY BILL NO. 433—COMMITTEE ON JUDICIARY

(ON BEHALF OF THE SECRETARY OF STATE)

MARCH 27, 2023

Referred to Committee on Judiciary

SUMMARY—Revises certain fees collected by the Secretary of State. (BDR 7-895)

FISCAL NOTE: Effect on Local Government: No.
Effect on the State: Yes.

~

EXPLANATION – Matter in *bolded italics* is new; matter between brackets ~~omitted material~~ is material to be omitted.

AN ACT relating to business; requiring the Secretary of State to waive the fee for a state business license for certain business entities for the first year of operation; standardizing the amount of the fee charged to business entities to obtain or renew a state business license; eliminating certain fees relating to the registration of a registered agent; revising the amount of the fee certain business entities are required to pay to amend certain information on a list filed with the Secretary of State; increasing the amount of the penalty certain business entities are required to pay for failing to make certain filings or pay certain fees on or before the date on which those filings or fees are due; increasing the amount of the fee required for certain business entities to make various filings with the Secretary of State; increasing the amount of the fee a person must pay to obtain an authentication issued by the Secretary of State for certain information; increasing the amount of the maximum reasonable fee the Secretary of State may charge for certain special services; and providing other matters properly relating thereto.



Legislative Counsel's Digest:

1 Existing law requires a person to obtain a state business license and pay a fee
2 before conducting business in this State. (NRS 76.100) **Section 1** of this bill
3 requires the Secretary of State to waive the fee for obtaining a state business license
4 for certain business entities. **Sections 2 and 43** of this bill make conforming
5 changes to account for the placement of the exception added by **section 1**.

6 Existing law requires a person seeking to obtain or renew a state business
7 license to pay a fee: (1) for a private corporation, close corporation, benefit
8 corporation or foreign corporation, \$500; or (2) for any other business entity for
9 which a state business license is required, \$200. **Sections 1 and 3** of this bill reduce
10 the fee to obtain or renew a state business license for a private corporation, close
11 corporation, benefit corporation or foreign corporation to \$200.

12 Existing law requires certain business entities organizing under the laws of this
13 State or transacting business in this State to: (1) file with the Secretary of State an
14 initial and annual list of the directors and officers of the entity or the persons
15 holding an equivalent office; and (2) pay a fee for that filing. The amount of the fee
16 required to file an annual list or to file an amended list varies based on the type of
17 business entity and, for certain corporations, the number of shares provided for in
18 the articles of incorporation. (NRS 78.150, 80.110, 86.263, 86.5461, 87.510,
19 87.541, 87A.290, 87A.560, 88.395, 88.591, 89.250) **Sections 6, 12, 14, 16, 22, 24,**
20 **28, 31, 34, 37 and 39** of this bill require such an entity to pay a fee in the amount of
21 \$25 to file an amended list if only the addresses of any directors, officers or persons
22 holding an equivalent office are amended.

23 Existing law requires each business entity organizing under the laws of this
24 State or transacting business in this State which is required to pay certain fees, but
25 which refuses or neglects to do so within the time required, to pay a penalty in the
26 amount of \$75. (NRS 78.170, 80.150, 86.272, 86.5465, 87.520, 87.5425, 87A.300,
27 87A.585, 88.400, 88.593, 88A.630, 88A.735, 89.252) **Sections 7, 13, 15, 17, 23,**
28 **25, 29, 32, 35, 38 and 40** of this bill increase the amount of that penalty to \$100.

29 Existing law requires a person to pay a fee of \$75 to: (1) file the articles of
30 incorporation for a private corporation, the original articles of organization for a
31 limited-liability company or the certificate of registration for a partnership or
32 limited partnership; or (2) register a foreign limited partnership. (NRS 78.760,
33 87.440, 87A.315, 88.415) **Sections 8, 20, 30 and 36** of this bill increase the amount
34 of each of those fees to \$100.

35 Existing law requires the Secretary of State to charge and collect a fee of \$175
36 for filing the articles of organization for a limited-liability company, a certificate of
37 correction for a limited-liability company or a certificate of restated articles of
38 incorporation. (NRS 78.767, 86.561) **Sections 10 and 18** of this bill increase the
39 amount of the fee for each of those filings to \$225.

40 Existing law requires a person to pay a fee in the amount of \$175 to correct a
41 record filed in the Office of the Secretary of State that contains certain inaccuracies
42 or defective elements concerning a corporation, foreign corporation, limited-
43 liability company, registered limited-liability company, limited partnership, foreign
44 limited partnership or business trust. (NRS 78.0295, 80.007, 86.568, 87.547,
45 87A.275, 88.339, 88A.930) **Sections 5, 11, 19, 26, 27 and 33** of this bill increase
46 the amount of that fee to \$225. Existing law also provides that the amount of the fee
47 charged for a certificate of correction that increases a corporation's authorized
48 stock may not be less than \$175. (NRS 78.765) **Section 9** of this bill prohibits the
49 amount of that fee from being less than \$225.

50 Existing law requires the payment of a fee in the amount of \$175 to file a
51 certificate of amendment for a limited-liability partnership. (NRS 87.460) Existing
52 law also requires the Secretary of State to charge and collect a fee in the amount of
53 \$175 for the filing of a certificate of amendment of a limited partnership or a



54 restated certificate of limited partnership. (NRS 87A.315, 88.415) **Sections 21, 30**
55 **and 36** of this bill increase the amount of those fees to \$225.

56 Existing law requires the Secretary of State, upon request and payment of \$20,
57 to issue an authentication to verify that a signature of a notarial officer on a
58 document intended for use in a foreign country is genuine and that the notarial
59 officer holds the office indicated on the document. (NRS 240.1657) **Section 42** of
60 this bill increases the amount of that fee to \$50.

61 Existing law authorizes the Secretary of State to charge a reasonable fee in an
62 amount not to exceed \$125 for providing certain expedited services and other
63 special services. (NRS 225.140) **Section 41** of this bill authorizes the Secretary of
64 State to charge a reasonable fee in an amount not to exceed \$150 for those services.

65 Existing law authorizes a registered agent to resign from a domestic filing
66 entity, a qualified foreign entity or certain other represented entities by filing with
67 the Secretary of State a statement of resignation. (NRS 77.370) Existing law
68 requires the Secretary of State to collect fees for filing such a statement of
69 resignation in the amount of \$100 for the first entity listed on the statement and \$1
70 for each additional entity listed. (NRS 77.280) **Section 4** of this bill eliminates the
71 requirement that the Secretary of State collect those fees.

THE PEOPLE OF THE STATE OF NEVADA, REPRESENTED IN
SENATE AND ASSEMBLY, DO ENACT AS FOLLOWS:

1 **Section 1.** NRS 76.100 is hereby amended to read as follows:

2 76.100 1. A person shall not conduct a business in this State
3 unless and until the person obtains a state business license issued by
4 the Secretary of State. If the person is:

5 (a) An entity required to file an initial or annual list with the
6 Secretary of State pursuant to this title, the person must obtain the
7 state business license at the time of filing the initial or annual list.

8 (b) Not an entity required to file an initial or annual list with the
9 Secretary of State pursuant to this title, the person must obtain the
10 state business license before conducting a business in this State.

11 2. An application for a state business license must:

12 (a) Be made upon a form prescribed by the Secretary of State;

13 (b) Set forth the name under which the applicant transacts or
14 intends to transact business, or if the applicant is an entity organized
15 pursuant to this title and on file with the Secretary of State, the exact
16 name on file with the Secretary of State, the business identification
17 number as assigned by the Secretary of State pursuant to NRS
18 225.082, and the location in this State of the place or places of
19 business;

20 (c) ~~Be~~ *Except as otherwise provided in subsection 3, be*
21 accompanied by a fee in the amount of \$200 ; ~~[-, except that if the~~
22 ~~applicant is a corporation organized pursuant to chapter 78, 78A or~~
23 ~~78B of NRS, or a foreign corporation required to file an initial or~~
24 ~~annual list with the Secretary of State pursuant to chapter 80 of~~
25 ~~NRS, the application must be accompanied by a fee of \$500;]~~ and



1 (d) Include any other information that the Secretary of State
2 deems necessary.

3 ➔ If the applicant is an entity organized pursuant to this title and on
4 file with the Secretary of State and the applicant has no location in
5 this State of its place of business, the address of its registered agent
6 shall be deemed to be the location in this State of its place of
7 business.

8 3. *The Secretary of State shall waive the fee required by this*
9 *section if the applicant is a for-profit business organized pursuant*
10 *to chapter 78, 78A, 80, 86, 87, 87A, 88 or 89 of NRS.*

11 4. The application must be signed pursuant to NRS 239.330 by:

12 (a) The owner of a business that is owned by a natural person.

13 (b) A member or partner of an association or partnership.

14 (c) A general partner of a limited partnership.

15 (d) A managing partner of a limited-liability partnership.

16 (e) A manager or managing member of a limited-liability
17 company.

18 (f) An officer of a corporation or some other person specifically
19 authorized by the corporation to sign the application.

20 ~~4.~~ 5. If the application for a state business license is defective
21 in any respect or the fee required by this section is not paid, the
22 Secretary of State may return the application for correction or
23 payment.

24 ~~5.~~ 6. A state business license issued pursuant to this section
25 must contain the business identification number assigned by the
26 Secretary of State pursuant to NRS 225.082.

27 ~~6.~~ 7. The state business license required to be obtained
28 pursuant to this section is in addition to any license to conduct
29 business that must be obtained from the local jurisdiction in which
30 the business is being conducted.

31 ~~7.~~ 8. For the purposes of this chapter, a person:

32 (a) Shall be deemed to conduct a business in this State if a
33 business for which the person is responsible:

34 (1) Is organized pursuant to this title, other than a business
35 organized pursuant to:

36 (I) Chapter 82 or 84 of NRS; or

37 (II) Chapter 81 of NRS if the business is a nonprofit unit-
38 owners' association or a nonprofit religious, charitable, fraternal or
39 other organization that qualifies as a tax-exempt organization
40 pursuant to 26 U.S.C. § 501(c);

41 (2) Has an office or other base of operations in this State;

42 (3) Except as otherwise provided in NRS 76.103, has a
43 registered agent in this State; or



1 (4) Pays wages or other remuneration to a natural person
2 who performs in this State any of the duties for which he or she is
3 paid.

4 (b) Shall be deemed not to conduct a business in this State if:

5 (1) The business for which the person is responsible:

6 (I) Is not organized pursuant to this title;

7 (II) Does not have an office or base of operations in this
8 State;

9 (III) Does not have a registered agent in this State; and

10 (IV) Does not pay wages or other remuneration to a
11 natural person who performs in this State any of the duties for which
12 he or she is paid, other than wages or other remuneration paid to a
13 natural person for performing duties in connection with an activity
14 described in subparagraph (2);

15 (2) The business for which the person is responsible is
16 conducting activity in this State solely to provide vehicles or
17 equipment on a short-term basis in response to a wildland fire, a
18 flood, an earthquake or another emergency; or

19 (3) The Secretary of State determines that the person is not
20 conducting a business in this State.

21 ~~8.~~ 9. As used in this section, "registered agent" has the
22 meaning ascribed to it in NRS 77.230.

23 **Sec. 2.** NRS 76.103 is hereby amended to read as follows:

24 76.103 1. A manufacturer who maintains a registered agent
25 in this State solely because of the requirements set forth in NRS
26 370.680 and who is not otherwise required to obtain a state business
27 license pursuant to NRS 76.100 is not deemed, pursuant to
28 subparagraph (3) of paragraph (a) of subsection ~~7~~ 8 of NRS
29 76.100, to conduct a business in this State.

30 2. As used in this section, "manufacturer" has the meaning
31 ascribed to it in NRS 370.0315.

32 **Sec. 3.** NRS 76.130 is hereby amended to read as follows:

33 76.130 1. ~~Except as otherwise provided in subsection 2, a~~ A
34 person who applies for renewal of a state business license shall
35 submit a fee in the amount of \$200 to the Secretary of State:

36 (a) If the person is an entity required to file an annual list with
37 the Secretary of State pursuant to this title, at the time the person
38 submits the annual list to the Secretary of State, unless the person
39 submits a certificate or other form evidencing the dissolution of the
40 entity; or

41 (b) If the person is not an entity required to file an annual list
42 with the Secretary of State pursuant to this title, on the last day of
43 the month in which the anniversary date of issuance of the state
44 business license occurs in each year, unless the person submits a
45 written statement to the Secretary of State, at least 10 days before



1 that date, indicating that the person will not be conducting a
2 business in this State after that date.

3 ~~2. If the person applying for the renewal of a state business
4 license pursuant to subsection 1 is a corporation organized pursuant
5 to chapter 78, 78A or 78B of NRS, or a foreign corporation required
6 to file an initial or annual list with the Secretary of State pursuant to
7 chapter 80 of NRS, the fee for the renewal of a state business license
8 is \$500.~~

9 ~~—3.]~~ The Secretary of State shall, 90 days before the last day for
10 filing an application for renewal of the state business license of a
11 person who holds a state business license, provide to the person a
12 notice of the state business license fee due pursuant to this section
13 and a reminder to file the application for renewal required pursuant
14 to this section. Failure of any person to receive a notice does not
15 excuse the person from the penalty imposed by law.

16 ~~[4.]~~ 3. If a person fails to submit the annual state business
17 license fee required pursuant to this section in a timely manner and
18 the person is:

19 (a) An entity required to file an annual list with the Secretary of
20 State pursuant to this title, the person:

21 (1) Shall pay a penalty of \$100 in addition to the annual state
22 business license fee;

23 (2) Shall be deemed to have not complied with the
24 requirement to file an annual list with the Secretary of State; and

25 (3) Is subject to all applicable provisions relating to the
26 failure to file an annual list, including, without limitation, the
27 provisions governing default and revocation of its charter or right to
28 transact business in this State, except that the person is required to
29 pay the penalty set forth in subparagraph (1).

30 (b) Not an entity required to file an annual list with the Secretary
31 of State, the person shall pay a penalty in the amount of \$100 in
32 addition to the annual state business license fee. The Secretary of
33 State shall provide to the person a written notice that:

34 (1) Must include a statement indicating the amount of the
35 fees and penalties required pursuant to this section and the costs
36 remaining unpaid.

37 (2) May be provided electronically, if the person has
38 requested to receive communications by electronic transmission, by
39 electronic mail or other electronic communication.

40 ~~[5.]~~ 4. A person who continues to do business in this State
41 without renewing the person's state business license before its
42 renewal date is subject to the fees and penalties provided for in this
43 section unless the person files a certificate of cancellation of the
44 person's state business license with the Secretary of State.



1 ~~16.1~~ 5. The Secretary of State shall waive the annual state
2 business license fee and any related penalty imposed on a natural
3 person or partnership if the natural person or partnership provides
4 evidence satisfactory to the Secretary of State that the natural person
5 or partnership conducted no business in this State during the period
6 for which the fees and penalties would be waived.

7 **Sec. 4.** NRS 77.280 is hereby amended to read as follows:

8 77.280 1. The Secretary of State shall collect the following
9 fees when a filing is made under this chapter:

10 (a) For a statement of change, \$60.

11 (b) ~~For a statement of resignation, \$100 for the first entity listed~~
12 ~~on the statement of resignation and \$1 for each additional entity~~
13 ~~listed on the statement of resignation.~~

14 ~~(c)~~ For a statement appointing an agent for service of process,
15 \$60.

16 2. The Secretary of State shall collect the following fees for
17 copying and certifying a copy of any document filed under this
18 chapter:

19 (a) For copying any document, \$2 per page.

20 (b) For certifying a copy of any document, \$30.

21 **Sec. 5.** NRS 78.0295 is hereby amended to read as follows:

22 78.0295 1. A corporation may correct a record filed in the
23 Office of the Secretary of State with respect to the corporation if the
24 record contains an inaccurate description of a corporate action or if
25 the record was defectively signed, attested, sealed, verified or
26 acknowledged.

27 2. To correct a record, the corporation must:

28 (a) Prepare a certificate of correction which:

29 (1) States the name of the corporation;

30 (2) Describes the record, including, without limitation, its
31 filing date;

32 (3) Specifies the inaccuracy or defect;

33 (4) Sets forth the inaccurate or defective portion of the record
34 in an accurate or corrected form; and

35 (5) Is signed by an officer of the corporation or, if no stock
36 has been issued by the corporation, by the incorporator or a director
37 of the corporation, or by some other person specifically authorized
38 by the corporation to sign the certificate.

39 (b) Deliver the certificate to the Secretary of State for filing.

40 (c) Pay a filing fee of ~~[\$175]~~ \$225 to the Secretary of State.

41 3. A certificate of correction is effective on the effective date
42 of the record it corrects except as to persons relying on the
43 uncorrected record and adversely affected by the correction. As to
44 those persons, the certificate is effective when filed.



1 4. If a corporation has made a filing with the Secretary of State
2 and the Secretary of State has not processed the filing and placed the
3 filing into the public record, the corporation may cancel the filing
4 by:

5 (a) Filing a statement of cancellation with the Secretary of State;
6 and

7 (b) Paying the required fee pursuant to subsection 7 of
8 NRS 78.785.

9 **Sec. 6.** NRS 78.150 is hereby amended to read as follows:

10 78.150 1. A corporation organized pursuant to the laws of
11 this State shall, at the time of the filing of its articles of
12 incorporation with the Secretary of State or, if the corporation has
13 selected an alternative due date pursuant to subsection 12, on or
14 before that alternative due date, file with the Secretary of State a list,
15 on a form furnished by the Secretary of State, containing:

16 (a) The name of the corporation;

17 (b) The file number of the corporation, if known;

18 (c) The names and titles of the president, secretary and treasurer,
19 or the equivalent thereof, and of all the directors of the corporation;

20 (d) The address, either residence or business, of each officer and
21 director listed, following the name of the officer or director; and

22 (e) The signature of an officer of the corporation, or some other
23 person specifically authorized by the corporation to sign the list,
24 certifying that the list is true, complete and accurate.

25 2. The corporation shall annually thereafter, on or before the
26 last day of the month in which the anniversary date of incorporation
27 occurs in each year, or, if, pursuant to subsection 12, the corporation
28 has selected an alternative due date for filing the list required by
29 subsection 1, on or before the last day of the month in which the
30 anniversary date of the alternative due date occurs in each year, file
31 with the Secretary of State, on a form furnished by the Secretary of
32 State, an annual list containing all of the information required in
33 subsection 1.

34 3. Each list required by subsection 1 or 2 must be accompanied
35 by:

36 (a) A declaration under penalty of perjury that:

37 (1) The corporation has complied with the provisions of
38 chapter 76 of NRS;

39 (2) The corporation acknowledges that pursuant to NRS
40 239.330, it is a category C felony to knowingly offer any false or
41 forged instrument for filing with the Office of the Secretary of State;
42 and

43 (3) None of the officers or directors identified in the list has
44 been identified in the list with the fraudulent intent of concealing the



1 identity of any person or persons exercising the power or authority
2 of an officer or director in furtherance of any unlawful conduct.

3 (b) A statement as to whether the corporation is a publicly
4 traded company. If the corporation is a publicly traded company, the
5 corporation must list its Central Index Key. The Secretary of State
6 shall include on the Secretary of State’s Internet website the Central
7 Index Key of a corporation provided pursuant to this paragraph and
8 instructions describing the manner in which a member of the public
9 may obtain information concerning the corporation from the
10 Securities and Exchange Commission.

11 4. Upon filing the list required by:

12 (a) Subsection 1, the corporation shall pay to the Secretary of
13 State a fee of \$150.

14 (b) Subsection 2, the corporation shall pay to the Secretary of
15 State, if the amount represented by the total number of shares
16 provided for in the articles is:

17		
18	\$75,000 or less.....	\$150
19	Over \$75,000 and not over \$200,000	200
20	Over \$200,000 and not over \$500,000	300
21	Over \$500,000 and not over \$1,000,000	400
22	Over \$1,000,000:	
23	For the first \$1,000,000.....	400
24	For each additional \$500,000 or fraction thereof	275

25 ➔ The maximum fee which may be charged pursuant to paragraph
26 (b) for filing the annual list is \$11,125.

27
28 5. If a corporation files an amended list of directors and
29 officers with the Secretary of State **[within]** :

30 (a) *Within* 60 days after the date on which the list required by
31 subsection 1 is filed, the corporation or the resigning director or
32 officer is not required to pay a fee for filing the amended list.

33 (b) *In which only addresses are amended, the corporation*
34 *shall pay a fee of \$25 for filing the amended list.*

35 6. Except as otherwise provided in subsection 5, if a director or
36 officer of a corporation resigns and the resignation is not reflected
37 on the annual or amended list of directors and officers, the
38 corporation or the resigning director or officer shall pay to the
39 Secretary of State a fee of \$75 to file the resignation.

40 7. The Secretary of State shall, 90 days before the last day for
41 filing each annual list required by subsection 2, provide to each
42 corporation which is required to comply with the provisions of NRS
43 78.150 to 78.185, inclusive, and which has not become delinquent, a
44 notice of the fee due pursuant to subsection 4 and a reminder to file
45 the annual list required by subsection 2. Failure of any corporation



1 to receive a notice does not excuse it from the penalty imposed by
2 law.

3 8. If the list to be filed pursuant to the provisions of subsection
4 1 or 2 is defective in any respect or the fee required by subsection 4
5 is not paid, the Secretary of State may return the list for correction
6 or payment.

7 9. An annual list for a corporation not in default which is
8 received by the Secretary of State more than 90 days before its due
9 date shall be deemed an amended list for the previous year and must
10 be accompanied by the appropriate fee as provided in subsection 4
11 for filing. A payment submitted pursuant to this subsection does not
12 satisfy the requirements of subsection 2 for the year to which the
13 due date is applicable.

14 10. A person who files with the Secretary of State a list
15 required by subsection 1 or 2 which identifies an officer or director
16 with the fraudulent intent of concealing the identity of any person or
17 persons exercising the power or authority of an officer or director in
18 furtherance of any unlawful conduct is subject to the penalty set
19 forth in NRS 225.084.

20 11. For the purposes of this section, a stockholder is not
21 deemed to exercise actual control of the daily operations of a
22 corporation based solely on the fact that the stockholder has voting
23 control of the corporation.

24 12. The Secretary of State may allow a corporation to select an
25 alternative due date for filing the list required by subsection 1.

26 13. The Secretary of State may adopt regulations to administer
27 the provisions of subsection 12.

28 **Sec. 7.** NRS 78.170 is hereby amended to read as follows:

29 78.170 1. Each corporation which is required to make a filing
30 and pay the fee prescribed in NRS 78.150 to 78.185, inclusive, and
31 which refuses or neglects to do so within the time provided shall be
32 deemed in default.

33 2. Upon notification from the Administrator of the Real Estate
34 Division of the Department of Business and Industry that a
35 corporation which is a unit-owners' association as defined in NRS
36 116.011 or 116B.030 has failed to register pursuant to NRS
37 116.31158 or 116B.625 or failed to pay the fees pursuant to
38 NRS 116.31155 or 116B.620, the Secretary of State shall deem the
39 corporation to be in default. If, after the corporation is deemed to be
40 in default, the Administrator notifies the Secretary of State that the
41 corporation has registered pursuant to NRS 116.31158 or 116B.625
42 and paid the fees pursuant to NRS 116.31155 or 116B.620, the
43 Secretary of State shall reinstate the corporation if the corporation
44 complies with the requirements for reinstatement as provided in this
45 section and NRS 78.180 and 78.185.



3. For default there must be added to the amount of the fee a penalty of ~~[\$75.]~~ \$100. The fee and penalty must be collected as provided in this chapter.

Sec. 8. NRS 78.760 is hereby amended to read as follows:

78.760 1. The fee for filing articles of incorporation is prescribed in the following schedule:

If the amount represented by the total number of shares provided for in the articles is:	
\$75,000 or less.....	[\$75.] \$100
Over \$75,000 and not over \$200,000	175
Over \$200,000 and not over \$500,000	275
Over \$500,000 and not over \$1,000,000	375
Over \$1,000,000:	
For the first \$1,000,000.....	375
For each additional \$500,000 or fraction thereof	275

2. The maximum fee which may be charged pursuant to this section:

(a) Is \$35,000 for the original filing of the articles of incorporation.

(b) Is \$34,925 for a subsequent filing of any instrument which authorizes an increase in stock.

3. For the purposes of computing the filing fees according to the schedule in subsection 1, the amount represented by the total number of shares provided for in the articles of incorporation is:

(a) The aggregate par value of the shares, if only shares with a par value are therein provided for;

(b) The product of the number of shares multiplied by \$1, regardless of any lesser amount prescribed as the value or consideration for which shares may be issued and disposed of, if only shares without par value are therein provided for; or

(c) The aggregate par value of the shares with a par value plus the product of the number of shares without par value multiplied by \$1, regardless of any lesser amount prescribed as the value or consideration for which the shares without par value may be issued and disposed of, if shares with and without par value are therein provided for.

➔ For the purposes of this subsection, shares with no prescribed par value shall be deemed shares without par value.

4. The Secretary of State shall calculate filing fees pursuant to this section with respect to shares with a par value of less than one-tenth of a cent as if the par value were one-tenth of a cent.



1 **Sec. 9.** NRS 78.765 is hereby amended to read as follows:

2 78.765 1. The fee for filing a certificate changing the number
3 of authorized shares pursuant to NRS 78.209 or a certificate of
4 amendment to articles of incorporation that increases the
5 corporation's authorized stock or a certificate of correction that
6 increases the corporation's authorized stock is the difference
7 between the fee computed at the rates specified in NRS 78.760 upon
8 the total authorized stock of the corporation, including the proposed
9 increase, and the fee computed at the rates specified in NRS 78.760
10 upon the total authorized capital, excluding the proposed increase.
11 In no case may the amount *of the fee for filing a certificate*
12 *changing the number of authorized shares pursuant to NRS*
13 *78.209* be less than \$175. *In no case may the amount of the fee for*
14 *filing a certificate of amendment to articles of incorporation that*
15 *increases the corporation's authorized stock or a certificate of*
16 *correction that increases the corporation's authorized stock be less*
17 *than \$225.*

18 2. The fee for filing a certificate of amendment to articles of
19 incorporation that does not increase the corporation's authorized
20 stock or a certificate of correction that does not increase the
21 corporation's authorized stock is ~~[\$175.]~~ \$225.

22 3. The fee for filing a certificate ~~[for an amended certificate]~~
23 pursuant to NRS 78.1955 is \$175.

24 4. *The fee for filing an amended certificate pursuant to NRS*
25 *78.1955 is \$225.*

26 5. The fee for filing a certificate of termination pursuant to
27 NRS 78.209, 78.380 or 78.390 or a certificate of withdrawal
28 pursuant to NRS 78.1955 is \$175.

29 **Sec. 10.** NRS 78.767 is hereby amended to read as follows:

30 78.767 1. The fee for filing a certificate of restated articles of
31 incorporation that does not increase the corporation's authorized
32 stock is ~~[\$175.]~~ \$225.

33 2. The fee for filing a certificate of restated articles of
34 incorporation that increases the corporation's authorized stock is the
35 difference between the fee computed pursuant to NRS 78.760 based
36 upon the total authorized stock of the corporation, including the
37 proposed increase, and the fee computed pursuant to NRS 78.760
38 based upon the total authorized stock of the corporation, excluding
39 the proposed increase. In no case may the amount be less than
40 ~~[\$175.]~~ \$225.

41 **Sec. 11.** NRS 80.007 is hereby amended to read as follows:

42 80.007 1. A foreign corporation may correct a record filed in
43 the Office of the Secretary of State if the record contains an
44 incorrect statement or was defectively signed, attested, sealed or
45 verified.



- 1 2. To correct a record, the corporation must:
2 (a) Prepare a certificate of correction which:
3 (1) States the name of the corporation;
4 (2) Describes the record, including, without limitation, its
5 filing date;
6 (3) Specifies the inaccuracy or defect;
7 (4) Sets forth the inaccurate or defective portion of the record
8 in an accurate or corrected form; and
9 (5) Is signed by an officer of the corporation or, if no stock
10 has been issued by the corporation, by the incorporator or a director
11 of the corporation, or by some other person specifically authorized
12 by the corporation to sign the certificate.

13 (b) Deliver the certificate to the Secretary of State for filing.

14 (c) Pay a filing fee of ~~[\$175]~~ \$225 to the Secretary of State.

15 3. A certificate of correction is effective on the effective date
16 of the record it corrects except as to persons relying on the
17 uncorrected record and adversely affected by the correction. As to
18 those persons, the certificate is effective when filed.

19 4. If a foreign corporation has made a filing with the Secretary
20 of State and the Secretary of State has not processed the filing and
21 placed the filing into the public record, the foreign corporation may
22 cancel the filing by:

23 (a) Filing a statement of cancellation with the Secretary of State;
24 and

25 (b) Paying the required fee pursuant to subsection 7 of
26 NRS 78.785.

27 **Sec. 12.** NRS 80.110 is hereby amended to read as follows:

28 80.110 1. Each foreign corporation doing business in this
29 State shall, at the time that the information required by NRS 80.010
30 is filed with the Secretary of State, or, if the foreign corporation has
31 selected an alternative due date pursuant to subsection 10, on or
32 before that alternative due date, and annually thereafter on or before
33 the last day of the month in which the anniversary date of its
34 qualification to do business in this State occurs in each year, or, if
35 applicable, on or before the last day of the month in which the
36 anniversary date of the alternative due date occurs in each year, file
37 with the Secretary of State a list, on a form furnished by the
38 Secretary of State, that contains:

39 (a) The names and addresses, either residence or business, of its
40 president, secretary and treasurer, or the equivalent thereof, and all
41 of its directors; and

42 (b) The signature of an officer of the corporation or some other
43 person specifically authorized by the corporation to sign the list.

44 2. Each list filed pursuant to subsection 1 must be accompanied
45 by:



(a) A declaration under penalty of perjury that:

(1) The foreign corporation has complied with the provisions of chapter 76 of NRS;

(2) The foreign corporation acknowledges that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing with the Office of the Secretary of State; and

(3) None of the officers or directors identified in the list has been identified in the list with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of an officer or director in furtherance of any unlawful conduct.

(b) A statement as to whether the foreign corporation is a publicly traded company. If the corporation is a publicly traded company, the corporation must list its Central Index Key. The Secretary of State shall include on the Secretary of State's Internet website the Central Index Key of a corporation provided pursuant to this subsection and instructions describing the manner in which a member of the public may obtain information concerning the corporation from the Securities and Exchange Commission.

3. Upon filing:

(a) The initial list required by subsection 1, the corporation shall pay to the Secretary of State a fee of \$150.

(b) Each annual list required by subsection 1, the corporation shall pay to the Secretary of State, if the amount represented by the total number of shares provided for in the articles is:

\$75,000 or less.....	\$150
Over \$75,000 and not over \$200,000	200
Over \$200,000 and not over \$500,000	300
Over \$500,000 and not over \$1,000,000	400
Over \$1,000,000:	
For the first \$1,000,000.....	400
For each additional \$500,000 or fraction	
thereof	275

↳ The maximum fee which may be charged pursuant to paragraph (b) for filing the annual list is \$11,125.

4. If a foreign corporation files an amended list of directors and officers with the Secretary of State **[within]** :

(a) Within 60 days after the date on which the initial list required by subsection 1 is filed, the foreign corporation or the resigning director or officer is not required to pay a fee for filing the amended list.

(b) In which only addresses are amended, the foreign corporation shall pay a fee of \$25 to file the amended list.



1 5. Except as otherwise provided in subsection 4, if a director or
2 officer of a corporation resigns and the resignation is not reflected
3 on the annual or amended list of directors and officers, the
4 corporation or the resigning director or officer shall pay to the
5 Secretary of State a fee of \$75 to file the resignation.

6 6. The Secretary of State shall, 90 days before the last day for
7 filing each annual list required by subsection 1, provide to each
8 corporation which is required to comply with the provisions of NRS
9 80.110 to 80.175, inclusive, and which has not become delinquent, a
10 notice of the fee due pursuant to subsection 3 and a reminder to file
11 the list pursuant to subsection 1. Failure of any corporation to
12 receive a notice does not excuse it from the penalty imposed by the
13 provisions of NRS 80.110 to 80.175, inclusive.

14 7. An annual list for a corporation not in default which is
15 received by the Secretary of State more than 90 days before its due
16 date shall be deemed an amended list for the previous year and does
17 not satisfy the requirements of subsection 1 for the year to which the
18 due date is applicable.

19 8. A person who files with the Secretary of State a list required
20 by subsection 1 which identifies an officer or director with the
21 fraudulent intent of concealing the identity of any person or persons
22 exercising the power or authority of an officer or director in
23 furtherance of any unlawful conduct is subject to the penalty set
24 forth in NRS 225.084.

25 9. For the purposes of this section, a stockholder is not deemed
26 to exercise actual control of the daily operations of a corporation
27 based solely on the fact that the stockholder has voting control of
28 the corporation.

29 10. The Secretary of State may allow a foreign corporation to
30 select an alternative due date for filing the initial list required by
31 subsection 1.

32 11. The Secretary of State may adopt regulations to administer
33 the provisions of subsection 10.

34 **Sec. 13.** NRS 80.150 is hereby amended to read as follows:

35 80.150 1. Any corporation which is required to make a filing
36 and pay the fee prescribed in NRS 80.110 to 80.175, inclusive, and
37 which refuses or neglects to do so within the time provided is in
38 default.

39 2. For default there must be added to the amount of the fee a
40 penalty of ~~[\$75,]~~ \$100, and unless the filing is made and the fee and
41 penalty are paid on or before the last day of the month in which the
42 anniversary date of incorporation occurs in which filing was
43 required, the defaulting corporation by reason of its default forfeits
44 its right to transact any business within this State. The fee and
45 penalty must be collected as provided in this chapter.



1 **Sec. 14.** NRS 86.263 is hereby amended to read as follows:

2 86.263 1. A limited-liability company shall, at the time of the
3 filing of its articles of organization with the Secretary of State, or, if
4 the limited-liability company has selected an alternative due date
5 pursuant to subsection 12, on or before that alternative due date, file
6 with the Secretary of State, on a form furnished by the Secretary of
7 State, a list that contains:

8 (a) The name of the limited-liability company;

9 (b) The file number of the limited-liability company, if known;

10 (c) The names and titles of all of its managers or, if there is no
11 manager, all of its managing members;

12 (d) The address, either residence or business, of each manager or
13 managing member listed, following the name of the manager or
14 managing member; and

15 (e) The signature of a manager or managing member of the
16 limited-liability company, or some other person specifically
17 authorized by the limited-liability company to sign the list,
18 certifying that the list is true, complete and accurate.

19 2. The limited-liability company shall thereafter, on or before
20 the last day of the month in which the anniversary date of its
21 organization occurs, or, if, pursuant to subsection 12, the limited-
22 liability company has selected an alternative due date for filing the
23 list required by subsection 1, on or before the last day of the month
24 in which the anniversary date of the alternative due date occurs in
25 each year, file with the Secretary of State, on a form furnished by
26 the Secretary of State, an annual list containing all of the
27 information required in subsection 1.

28 3. Each list required by subsections 1 and 2 must be
29 accompanied by a declaration under penalty of perjury that:

30 (a) The limited-liability company has complied with the
31 provisions of chapter 76 of NRS;

32 (b) The limited-liability company acknowledges that pursuant to
33 NRS 239.330, it is a category C felony to knowingly offer any false
34 or forged instrument for filing in the Office of the Secretary of
35 State; and

36 (c) None of the managers or managing members identified in the
37 list has been identified in the list with the fraudulent intent of
38 concealing the identity of any person or persons exercising the
39 power or authority of a manager or managing member in
40 furtherance of any unlawful conduct.

41 4. Upon filing:

42 (a) The initial list required by subsection 1, the limited-liability
43 company shall pay to the Secretary of State a fee of \$150.

44 (b) Each annual list required by subsection 2, the limited-
45 liability company shall pay to the Secretary of State a fee of \$150.



1 5. If a limited-liability company files an amended list of
2 managers and managing members with the Secretary of State
3 **[within]** :

4 **(a) Within** 60 days after the date on which the initial list
5 required by subsection 1 is filed, the limited-liability company or the
6 resigning manager or managing member is not required to pay a fee
7 for filing the amended list.

8 **(b) In which only addresses are amended, the limited-liability**
9 **company shall pay a fee of \$25 for filing the amended list.**

10 6. Except as otherwise provided in subsection 5, if a manager
11 or managing member of a limited-liability company resigns and the
12 resignation is not reflected on the annual or amended list of
13 managers and managing members, the limited-liability company or
14 the resigning manager or managing member shall pay to the
15 Secretary of State a fee of \$75 to file the resignation.

16 7. The Secretary of State shall, 90 days before the last day for
17 filing each list required by subsection 2, provide to each limited-
18 liability company which is required to comply with the provisions of
19 this section, and which has not become delinquent, a notice of the
20 fee due under subsection 4 and a reminder to file the list required by
21 subsection 2. Failure of any company to receive a notice does not
22 excuse it from the penalty imposed by law.

23 8. If the list to be filed pursuant to the provisions of subsection
24 1 or 2 is defective or the fee required by subsection 4 is not paid, the
25 Secretary of State may return the list for correction or payment.

26 9. An annual list for a limited-liability company not in default
27 received by the Secretary of State more than 90 days before its due
28 date shall be deemed an amended list for the previous year.

29 10. A person who files with the Secretary of State a list
30 required by subsection 1 or 2 which identifies a manager or
31 managing member with the fraudulent intent of concealing the
32 identity of any person or persons exercising the power or authority
33 of a manager or managing member in furtherance of any unlawful
34 conduct is subject to the penalty set forth in NRS 225.084.

35 11. For the purposes of this section, a member is not deemed to
36 exercise actual control of the daily operations of a limited-liability
37 company based solely on the fact that the member has voting control
38 of the limited-liability company.

39 12. The Secretary of State may allow a limited-liability
40 company to select an alternative due date for filing the list required
41 by subsection 1.

42 13. The Secretary of State may adopt regulations to administer
43 the provisions of subsection 12.



1 **Sec. 15.** NRS 86.272 is hereby amended to read as follows:

2 86.272 1. Each limited-liability company which is required to
3 make a filing and pay the fee prescribed in NRS 86.263 and 86.264
4 and which refuses or neglects to do so within the time provided is in
5 default.

6 2. Upon notification from the Administrator of the Real Estate
7 Division of the Department of Business and Industry that a limited-
8 liability company which is a unit-owners' association as defined in
9 NRS 116.011 or 116B.030 has failed to register pursuant to NRS
10 116.31158 or 116B.625 or failed to pay the fees pursuant to NRS
11 116.31155 or 116B.620, the Secretary of State shall deem the
12 limited-liability company to be in default. If, after the limited-
13 liability company is deemed to be in default, the Administrator
14 notifies the Secretary of State that the limited-liability company has
15 registered pursuant to NRS 116.31158 or 116B.625 and paid the
16 fees pursuant to NRS 116.31155 or 116B.620, the Secretary of State
17 shall reinstate the limited-liability company if the limited-liability
18 company complies with the requirements for reinstatement as
19 provided in this section and NRS 86.276.

20 3. For default there must be added to the amount of the fee a
21 penalty of ~~[\$75.]~~ \$100. The fee and penalty must be collected as
22 provided in this chapter.

23 **Sec. 16.** NRS 86.5461 is hereby amended to read as follows:

24 86.5461 1. Each foreign limited-liability company doing
25 business in this State shall, at the time of the filing of its application
26 for registration as a foreign limited-liability company with the
27 Secretary of State, or, if the foreign limited-liability company has
28 selected an alternative due date pursuant to subsection 11, on or
29 before that alternative due date, and annually thereafter on or before
30 the last day of the month in which the anniversary date of its
31 qualification to do business in this State occurs in each year, or, if
32 applicable, on or before the last day of the month in which the
33 anniversary date of the alternative due date occurs in each year, file
34 with the Secretary of State a list on a form furnished by the
35 Secretary of State that contains:

36 (a) The name of the foreign limited-liability company;

37 (b) The file number of the foreign limited-liability company, if
38 known;

39 (c) The names and titles of all its managers or, if there is no
40 manager, all its managing members;

41 (d) The address, either residence or business, of each manager or
42 managing member listed pursuant to paragraph (c); and

43 (e) The signature of a manager or managing member of the
44 foreign limited-liability company, or some other person specifically



1 authorized by the foreign limited-liability company to sign the list,
2 certifying that the list is true, complete and accurate.

3 2. Each list filed pursuant to this section must be accompanied
4 by a declaration under penalty of perjury that:

5 (a) The foreign limited-liability company has complied with the
6 provisions of chapter 76 of NRS;

7 (b) The foreign limited-liability company acknowledges that
8 pursuant to NRS 239.330, it is a category C felony to knowingly
9 offer any false or forged instrument for filing with the Office of the
10 Secretary of State; and

11 (c) None of the managers or managing members identified in the
12 list has been identified in the list with the fraudulent intent of
13 concealing the identity of any person or persons exercising the
14 power or authority of a manager or managing member in
15 furtherance of any unlawful conduct.

16 3. Upon filing:

17 (a) The initial list required by this section, the foreign limited-
18 liability company shall pay to the Secretary of State a fee of \$150.

19 (b) Each annual list required by this section, the foreign limited-
20 liability company shall pay to the Secretary of State a fee of \$150.

21 4. If a foreign limited-liability company files an amended list
22 of managers and managing members with the Secretary of State
23 **[within]** :

24 (a) *Within* 60 days after the date on which the initial list
25 required by this section is filed, the foreign limited-liability
26 company or the resigning manager or managing member is not
27 required to pay a fee for filing the amended list.

28 (b) *In which only addresses are amended, the foreign limited-*
29 *liability company shall pay a fee of \$25 for filing the amended list.*

30 5. Except as otherwise provided in subsection 4, if a manager
31 or managing member of a foreign limited-liability company resigns
32 and the resignation is not reflected on the annual or amended list of
33 managers and managing members, the foreign limited-liability
34 company or the resigning manager or managing member shall pay
35 to the Secretary of State a fee of \$75 to file the resignation.

36 6. The Secretary of State shall, 90 days before the last day for
37 filing each annual list required by this section, provide to each
38 foreign limited-liability company which is required to comply with
39 the provisions of NRS 86.5461 to 86.5468, inclusive, and which has
40 not become delinquent, a notice of the fee due pursuant to
41 subsection 3 and a reminder to file the list required pursuant to
42 subsection 1. Failure of any foreign limited-liability company
43 to receive a notice does not excuse it from the penalty imposed by
44 the provisions of NRS 86.5461 to 86.5468, inclusive.



1 7. If the list to be filed pursuant to the provisions of subsection
2 1 is defective or the fee required by subsection 3 is not paid, the
3 Secretary of State may return the list for correction or payment.

4 8. An annual list for a foreign limited-liability company not in
5 default which is received by the Secretary of State more than 90
6 days before its due date shall be deemed an amended list for the
7 previous year and does not satisfy the requirements of this section
8 for the year to which the due date is applicable.

9 9. A person who files with the Secretary of State a list required
10 by this section which identifies a manager or managing member
11 with the fraudulent intent of concealing the identity of any person or
12 persons exercising the power or authority of a manager or managing
13 members in furtherance of any unlawful conduct is subject to the
14 penalty set forth in NRS 225.084.

15 10. For the purposes of this section, a member is not deemed to
16 exercise actual control of the daily operations of a foreign limited-
17 liability company based solely on the fact that the member has
18 voting control of the foreign limited-liability company.

19 11. The Secretary of State may allow a foreign limited-liability
20 company to select an alternative due date for filing the initial list
21 required by this section.

22 12. The Secretary of State may adopt regulations to administer
23 the provisions of subsection 11.

24 **Sec. 17.** NRS 86.5465 is hereby amended to read as follows:

25 86.5465 1. Each foreign limited-liability company which is
26 required to make a filing and pay the fee prescribed in NRS 86.5461
27 to 86.5468, inclusive, and which refuses or neglects to do so within
28 the time provided is in default.

29 2. For default there must be added to the amount of the fee a
30 penalty of ~~[\$75;]~~ **\$100**, and unless the filing is made and the fee and
31 penalty are paid on or before the last day of the month in which the
32 anniversary date of the foreign limited-liability company occurs, the
33 defaulting foreign limited-liability company by reason of its default
34 forfeits its right to transact any business within this State. The fee
35 and penalty must be collected as provided in this chapter.

36 **Sec. 18.** NRS 86.561 is hereby amended to read as follows:

37 86.561 1. The Secretary of State shall charge and collect for:

38 (a) Filing the original articles of organization, or for registration
39 of a foreign company, ~~[\$75;]~~ **\$100;**

40 (b) Amending or restating the articles of organization, amending
41 the registration of a foreign company or filing a certificate of
42 correction, ~~[\$175;]~~ **\$225;**

43 (c) Filing the articles of dissolution of a domestic or foreign
44 company, \$100;



- 1 (d) Certifying a copy of articles of organization or an
- 2 amendment to the articles, \$30;
- 3 (e) Certifying an authorized printed copy of this chapter, \$30;
- 4 (f) Reserving a name for a limited-liability company, \$25;
- 5 (g) Filing a certificate of cancellation, \$100;
- 6 (h) Signing, filing or certifying any other record, \$50; and
- 7 (i) Copies provided by the Office of the Secretary of State, \$2
- 8 per page.

9 2. The Secretary of State shall charge and collect, at the time of
10 any service of process on the Secretary of State as agent for service
11 of process of a limited-liability company, \$100 which may be
12 recovered as taxable costs by the party to the action causing the
13 service to be made if the party prevails in the action.

14 3. Except as otherwise provided in this section, the fees set
15 forth in NRS 78.785 apply to this chapter.

16 **Sec. 19.** NRS 86.568 is hereby amended to read as follows:

17 86.568 1. A limited-liability company may correct a record
18 filed in the Office of the Secretary of State with respect to the
19 limited-liability company if the record contains an inaccurate
20 description of a company action or was defectively signed, attested,
21 sealed, verified or acknowledged.

22 2. To correct a record, the limited-liability company must:

23 (a) Prepare a certificate of correction that:

24 (1) States the name of the limited-liability company;

25 (2) Describes the record, including, without limitation, its
26 filing date;

27 (3) Specifies the inaccuracy or defect;

28 (4) Sets forth the inaccurate or defective portion of the record
29 in an accurate or corrected form; and

30 (5) Is signed by a manager of the company or, if
31 management is not vested in a manager, by a member of the
32 company, or by some other person specifically authorized by the
33 company to sign the certificate.

34 (b) Deliver the certificate to the Secretary of State for filing.

35 (c) Pay a filing fee of ~~[\$175]~~ \$225 to the Secretary of State.

36 3. A certificate of correction is effective on the effective date
37 of the record it corrects except as to persons relying on the
38 uncorrected record and adversely affected by the correction. As to
39 those persons, the certificate is effective when filed.

40 4. If a limited-liability company has made a filing with the
41 Secretary of State and the Secretary of State has not processed the
42 filing and placed the filing into the public record, the limited-
43 liability company may cancel the filing by:

44 (a) Filing a statement of cancellation with the Secretary of State;
45 and



1 (b) Paying a fee of \$50.

2 **Sec. 20.** NRS 87.440 is hereby amended to read as follows:

3 87.440 1. To become a registered limited-liability
4 partnership, a partnership shall file with the Secretary of State a
5 certificate of registration stating each of the following:

6 (a) The name of the partnership.

7 (b) The street address of its principal office.

8 (c) The information required pursuant to NRS 77.310.

9 (d) The name and business address of each managing partner.

10 (e) That the partnership thereafter will be a registered limited-
11 liability partnership.

12 (f) Any other information that the partnership wishes to include.

13 2. The certificate of registration must be signed by a majority
14 in interest of the partners or by one or more partners authorized to
15 sign such a certificate.

16 3. The certificate of registration must be accompanied by a fee
17 of ~~[\$75.]~~ \$100.

18 4. The Secretary of State shall register as a registered limited-
19 liability partnership any partnership that submits a completed
20 certificate of registration with the required fee. A person shall not
21 register a registered limited-liability partnership for any illegal
22 purpose or with the fraudulent intent to conceal any business
23 activity, or lack thereof, from another person or a governmental
24 agency.

25 5. The registration of a registered limited-liability partnership
26 is effective at the time of the filing of the certificate of registration.

27 **Sec. 21.** NRS 87.460 is hereby amended to read as follows:

28 87.460 1. A certificate of registration of a registered limited-
29 liability partnership may be amended by filing with the Secretary of
30 State a certificate of amendment. The certificate of amendment must
31 set forth:

32 (a) The name of the registered limited-liability partnership; and

33 (b) The change to the information contained in the original
34 certificate of registration or any other certificates of amendment.

35 2. The certificate of amendment must be:

36 (a) Signed by a managing partner of the registered limited-
37 liability partnership; and

38 (b) Accompanied by a fee of ~~[\$175.]~~ \$225.

39 3. A certificate filed pursuant to this section is effective at the
40 time of the filing of the certificate with the Secretary of State or
41 upon a later date and time as specified in the certificate, which date
42 must not be more than 90 days after the date on which the certificate
43 is filed. If a certificate filed pursuant to this section specifies a later
44 effective date but does not specify an effective time, the certificate



1 is effective at 12:01 a.m. in the Pacific time zone on the specified
2 later date.

3 **Sec. 22.** NRS 87.510 is hereby amended to read as follows:

4 87.510 1. A registered limited-liability partnership shall, at
5 the time of the filing of its certificate of registration with the
6 Secretary of State, or, if the registered limited-liability partnership
7 has selected an alternative due date pursuant to subsection 10, on or
8 before that alternative due date, and annually thereafter on or before
9 the last day of the month in which the anniversary date of the filing
10 of its certificate of registration with the Secretary of State occurs, or,
11 if applicable, on or before the last day of the month in which the
12 anniversary date of the alternative due date occurs in each year, file
13 with the Secretary of State, on a form furnished by the Secretary of
14 State, a list that contains:

15 (a) The name of the registered limited-liability partnership;

16 (b) The file number of the registered limited-liability
17 partnership, if known;

18 (c) The names of all of its managing partners;

19 (d) The address, either residence or business, of each managing
20 partner; and

21 (e) The signature of a managing partner of the registered
22 limited-liability partnership, or some other person specifically
23 authorized by the registered limited-liability partnership to sign the
24 list, certifying that the list is true, complete and accurate.

25 2. Each list filed pursuant to subsection 1 must be accompanied
26 by a declaration under penalty of perjury that:

27 (a) The registered limited-liability partnership has complied
28 with the provisions of chapter 76 of NRS;

29 (b) The registered limited-liability partnership acknowledges
30 that pursuant to NRS 239.330, it is a category C felony to
31 knowingly offer any false or forged instrument for filing in the
32 Office of the Secretary of State; and

33 (c) None of the managing partners identified in the list has been
34 identified in the list with the fraudulent intent of concealing the
35 identity of any person or persons exercising the power or authority
36 of a managing partner in furtherance of any unlawful conduct.

37 3. Upon filing:

38 (a) The initial list required by subsection 1, the registered
39 limited-liability partnership shall pay to the Secretary of State a fee
40 of \$150.

41 (b) Each annual list required by subsection 1, the registered
42 limited-liability partnership shall pay to the Secretary of State a fee
43 of \$150.

44 4. If a registered limited-liability partnership files an amended
45 list of managing partners with the Secretary of State **[within]**:



1 (a) *Within* 60 days after the date on which the initial list
2 required by subsection 1 is filed, the registered limited-liability
3 partnership or the resigning managing partner is not required to pay
4 a fee for filing the amended list.

5 (b) *In which only addresses are amended, the registered*
6 *limited-liability partnership shall pay a fee of \$25 for filing the*
7 *amended list.*

8 5. Except as otherwise provided in subsection 4, if a managing
9 partner of a registered limited-liability partnership resigns and the
10 resignation is not reflected on the annual or amended list of
11 managing partners, the registered limited-liability partnership or the
12 resigning managing partner shall pay to the Secretary of State a fee
13 of \$75 to file the resignation.

14 6. The Secretary of State shall, at least 90 days before the last
15 day for filing each annual list required by subsection 1, provide to
16 the registered limited-liability partnership a notice of the fee due
17 pursuant to subsection 3 and a reminder to file the annual list
18 required by subsection 1. The failure of any registered limited-
19 liability partnership to receive a notice does not excuse it from
20 complying with the provisions of this section.

21 7. If the list to be filed pursuant to the provisions of subsection
22 1 is defective, or the fee required by subsection 3 is not paid, the
23 Secretary of State may return the list for correction or payment.

24 8. An annual list that is filed by a registered limited-liability
25 partnership which is not in default more than 90 days before it is due
26 shall be deemed an amended list for the previous year and does not
27 satisfy the requirements of subsection 1 for the year to which the
28 due date is applicable.

29 9. A person who files with the Secretary of State an initial list
30 or annual list required by subsection 1 which identifies a managing
31 partner with the fraudulent intent of concealing the identity of any
32 person or persons exercising the power or authority of a managing
33 partner in furtherance of any unlawful conduct is subject to the
34 penalty set forth in NRS 225.084.

35 10. The Secretary of State may allow a registered limited-
36 liability partnership to select an alternative due date for filing the
37 initial list required by subsection 1.

38 11. The Secretary of State may adopt regulations to administer
39 the provisions of subsection 10.

40 **Sec. 23.** NRS 87.520 is hereby amended to read as follows:

41 87.520 1. A registered limited-liability partnership that fails
42 to comply with the provisions of NRS 87.510 is in default.

43 2. Upon notification from the Administrator of the Real Estate
44 Division of the Department of Business and Industry that a
45 registered limited-liability partnership which is a unit-owners'



1 association as defined in NRS 116.011 or 116B.030 has failed to
2 register pursuant to NRS 116.31158 or 116B.625 or failed to pay the
3 fees pursuant to NRS 116.31155 or 116B.620, the Secretary of State
4 shall deem the registered limited-liability partnership to be in
5 default. If, after the registered limited-liability partnership is deemed
6 to be in default, the Administrator notifies the Secretary of State that
7 the registered limited-liability partnership has registered pursuant to
8 NRS 116.31158 or 116B.625 and paid the fees pursuant to NRS
9 116.31155 or 116B.620, the Secretary of State shall reinstate the
10 registered limited-liability partnership if the registered limited-
11 liability partnership complies with the requirements for
12 reinstatement as provided in this section and NRS 87.530.

13 3. Any registered limited-liability partnership that is in default
14 pursuant to this section must, in addition to the fee required to be
15 paid pursuant to NRS 87.510, pay a penalty of ~~[\$75.]~~ **\$100.**

16 4. The Secretary of State shall provide written notice to the
17 registered agent of any registered limited-liability partnership that is
18 in default. The written notice:

19 (a) Must include the amount of any payment that is due from the
20 registered limited-liability partnership.

21 (b) At the request of the registered agent, may be provided
22 electronically.

23 5. If a registered limited-liability partnership fails to pay the
24 amount that is due, the certificate of registration of the registered
25 limited-liability partnership shall be deemed revoked immediately
26 after the last day of the month in which the anniversary date of the
27 filing of the certificate of registration occurs, and the Secretary of
28 State shall notify the registered limited-liability partnership, by
29 providing written notice to its registered agent or, if the registered
30 limited-liability partnership does not have a registered agent, to a
31 managing partner, that its certificate of registration is revoked. The
32 written notice:

33 (a) Must include the amount of any fees and penalties incurred
34 that are due.

35 (b) At the request of the registered agent or managing partner,
36 may be provided electronically.

37 **Sec. 24.** NRS 87.541 is hereby amended to read as follows:

38 87.541 1. Each foreign registered limited-liability partnership
39 doing business in this State shall, at the time of the filing of its
40 application for registration as a foreign registered limited-liability
41 partnership with the Secretary of State, or, if the foreign registered
42 limited-liability partnership has selected an alternative due date
43 pursuant to subsection 10, on or before that alternative due date, and
44 annually thereafter on or before the last day of the month in which
45 the anniversary date of its qualification to do business in this State



1 occurs in each year, or, if applicable, on or before the last day of the
2 month in which the anniversary date of the alternative due date
3 occurs in each year, file with the Secretary of State a list, on a form
4 furnished by the Secretary of State, that contains:

5 (a) The name of the foreign registered limited-liability
6 partnership;

7 (b) The file number of the foreign registered limited-liability
8 partnership, if known;

9 (c) The names of all its managing partners;

10 (d) The address, either residence or business, of each managing
11 partner; and

12 (e) The signature of a managing partner of the foreign registered
13 limited-liability partnership, or some other person specifically
14 authorized by the foreign registered limited-liability partnership to
15 sign the list, certifying that the list is true, complete and accurate.

16 2. Each list filed pursuant to this section must be accompanied
17 by a declaration under penalty of perjury that:

18 (a) The foreign registered limited-liability partnership has
19 complied with the provisions of chapter 76 of NRS;

20 (b) The foreign registered limited-liability partnership
21 acknowledges that pursuant to NRS 239.330, it is a category C
22 felony to knowingly offer any false or forged instrument for filing in
23 the Office of the Secretary of State; and

24 (c) None of the managing partners identified in the list has been
25 identified in the list with the fraudulent intent of concealing the
26 identity of any person or persons exercising the power or authority
27 of a managing partner in furtherance of any unlawful conduct.

28 3. Upon filing:

29 (a) The initial list required by this section, the foreign registered
30 limited-liability partnership shall pay to the Secretary of State a fee
31 of \$150.

32 (b) Each annual list required by this section, the foreign
33 registered limited-liability partnership shall pay to the Secretary of
34 State a fee of \$150.

35 4. If a foreign registered limited-liability partnership files an
36 amended list of managing partners with the Secretary of State
37 **[within]** :

38 (a) **Within** 60 days after the date on which the initial list
39 required by this section is filed, the foreign registered limited-
40 liability partnership or the resigning managing partner is not
41 required to pay a fee for filing the amended list.

42 (b) **In which only addresses are amended, the foreign**
43 **registered limited-liability partnership shall pay a fee of \$25 for**
44 **filing the amended list.**



1 5. Except as otherwise provided in subsection 4, if a managing
2 partner of a foreign registered limited-liability partnership resigns
3 and the resignation is not reflected on the annual or amended list of
4 managing partners, the foreign registered limited-liability
5 partnership or the managing partner shall pay to the Secretary of
6 State a fee of \$75 to file the resignation.

7 6. The Secretary of State shall, 90 days before the last day for
8 filing each annual list required by subsection 1, provide to each
9 foreign registered limited-liability partnership which is required to
10 comply with the provisions of NRS 87.541 to 87.5443, inclusive,
11 and which has not become delinquent, a notice of the fee due
12 pursuant to subsection 3 and a reminder to file the list required
13 pursuant to subsection 1. Failure of any foreign registered limited-
14 liability partnership to receive a notice does not excuse it from the
15 penalty imposed by the provisions of NRS 87.541 to 87.5443,
16 inclusive.

17 7. If the list to be filed pursuant to the provisions of subsection
18 1 is defective or the fee required by subsection 3 is not paid, the
19 Secretary of State may return the list for correction or payment.

20 8. An annual list for a foreign registered limited-liability
21 partnership not in default which is received by the Secretary of State
22 more than 90 days before its due date shall be deemed an amended
23 list for the previous year and does not satisfy the requirements of
24 subsection 1 for the year to which the due date is applicable.

25 9. A person who files with the Secretary of State an initial list
26 or annual list required by subsection 1 which identifies a managing
27 partner with the fraudulent intent of concealing the identity of any
28 person or persons exercising the power and authority of a managing
29 partner in furtherance of any unlawful conduct is subject to the
30 penalty set forth in NRS 225.084.

31 10. The Secretary of State may allow a foreign registered
32 limited-liability partnership to select an alternative due date for
33 filing the initial list required by this section.

34 11. The Secretary of State may adopt regulations to administer
35 the provisions of subsection 10.

36 **Sec. 25.** NRS 87.5425 is hereby amended to read as follows:

37 87.5425 1. Each foreign registered limited-liability
38 partnership which is required to make a filing and pay the fee
39 prescribed in NRS 87.541 to 87.5443, inclusive, and which refuses
40 or neglects to do so within the time provided is in default.

41 2. For default there must be added to the amount of the fee a
42 penalty of ~~[\$75,]~~ **\$100**, and unless the filing is made and the fee and
43 penalty are paid on or before the last day of the month in which the
44 anniversary date of the foreign registered limited-liability
45 partnership occurs, the defaulting foreign registered limited-liability



1 partnership by reason of its default forfeits its right to transact any
2 business within this State. The fee and penalty must be collected as
3 provided in this chapter.

4 **Sec. 26.** NRS 87.547 is hereby amended to read as follows:

5 87.547 1. A registered limited-liability partnership may
6 correct a record filed in the Office of the Secretary of State with
7 respect to the registered limited-liability partnership if the record
8 contains an inaccurate description of a partnership action or if the
9 record was defectively signed, attested, sealed, verified or
10 acknowledged.

11 2. To correct a record, the registered limited-liability
12 partnership must:

13 (a) Prepare a certificate of correction that:

14 (1) States the name of the registered limited-liability
15 partnership;

16 (2) Describes the record, including, without limitation, its
17 filing date;

18 (3) Specifies the inaccuracy or defect;

19 (4) Sets forth the inaccurate or defective portion of the record
20 in an accurate or corrected form; and

21 (5) Is signed by a managing partner of the registered limited-
22 liability partnership or by some other person specifically authorized
23 by the registered limited-liability partnership to sign the certificate.

24 (b) Deliver the certificate to the Secretary of State for filing.

25 (c) Pay a filing fee of ~~[\$175]~~ \$225 to the Secretary of State.

26 3. A certificate of correction is effective on the effective date
27 of the record it corrects except as to persons relying on the
28 uncorrected record and adversely affected by the correction. As to
29 those persons, the certificate is effective when filed.

30 4. If a registered limited-liability partnership has made a filing
31 with the Secretary of State and the Secretary of State has not
32 processed the filing and placed the filing into the public record, the
33 registered limited-liability partnership may cancel the filing by:

34 (a) Filing a statement of cancellation with the Secretary of State;
35 and

36 (b) Paying a fee of \$50.

37 **Sec. 27.** NRS 87A.275 is hereby amended to read as follows:

38 87A.275 1. A limited partnership or foreign limited
39 partnership may correct a record filed in the Office of the Secretary
40 of State with respect to the limited partnership or foreign limited
41 partnership if the record contains false or erroneous information or
42 if the record was defectively signed, attested, sealed, verified or
43 acknowledged.

44 2. To correct a record, the limited partnership or foreign
45 limited partnership must:



- 1 (a) Prepare a certificate of correction that:
2 (1) States the name of the limited partnership or foreign
3 limited partnership;
4 (2) Describes the record, including, without limitation, its
5 filing date;
6 (3) Specifies the false or erroneous information or the defect;
7 (4) Sets forth the false or erroneous information or the
8 defective portion of the record in an accurate or corrected form; and
9 (5) Is signed by a general partner of the limited partnership
10 or foreign limited partnership or by some other person specifically
11 authorized by the limited partnership or foreign limited partnership
12 to sign the certificate.

13 (b) Deliver the certificate to the Secretary of State for filing.

14 (c) Pay a filing fee of ~~[\$175]~~ \$225 to the Secretary of State.

15 3. A certificate of correction must not state a delayed effective
16 date and is effective on the effective date of the record it corrects,
17 except that the certificate is effective when filed:

18 (a) For the purposes of subsections 3 and 4 of NRS 87A.150;
19 and

20 (b) As to persons relying on the uncorrected record and
21 adversely affected by the correction.

22 4. If a limited partnership or foreign limited partnership has
23 made a filing with the Secretary of State and the Secretary of State
24 has not processed the filing and placed the filing into the public
25 record, the limited partnership or foreign limited partnership may
26 cancel the filing by:

27 (a) Filing a statement of cancellation with the Secretary of State;
28 and

29 (b) Paying a fee of \$50.

30 **Sec. 28.** NRS 87A.290 is hereby amended to read as follows:

31 87A.290 1. A limited partnership shall, at the time of the
32 filing of its certificate of limited partnership with the Secretary of
33 State, or, if the limited partnership has selected an alternative due
34 date pursuant to subsection 12, on or before that alternative due
35 date, and annually thereafter on or before the last day of the month
36 in which the anniversary date of the filing of its certificate of limited
37 partnership occurs, or, if applicable, on or before the last day of the
38 month in which the anniversary date of the alternative due date
39 occurs in each year, file with the Secretary of State, on a form
40 furnished by the Secretary of State, a list that contains:

- 41 (a) The name of the limited partnership;
42 (b) The file number of the limited partnership, if known;
43 (c) The names of all of its general partners;
44 (d) The address, either residence or business, of each general
45 partner; and



1 (e) The signature of a general partner of the limited partnership,
2 or some other person specifically authorized by the limited
3 partnership to sign the list, certifying that the list is true, complete
4 and accurate.

5 2. Each list filed pursuant to subsection 1 must be accompanied
6 by a declaration under penalty of perjury that:

7 (a) The limited partnership has complied with the provisions of
8 chapter 76 of NRS;

9 (b) The limited partnership acknowledges that pursuant to NRS
10 239.330, it is a category C felony to knowingly offer any false or
11 forged instrument for filing in the Office of the Secretary of State;
12 and

13 (c) None of the general partners identified in the list has been
14 identified in the list with the fraudulent intent of concealing the
15 identity of any person or persons exercising the power or authority
16 of a general partner in furtherance of any unlawful conduct.

17 3. Except as otherwise provided in subsection 4, a limited
18 partnership shall, upon filing:

19 (a) The initial list required by subsection 1, pay to the Secretary
20 of State a fee of \$150.

21 (b) Each annual list required by subsection 1, pay to the
22 Secretary of State a fee of \$150.

23 4. A registered limited-liability limited partnership shall, upon
24 filing:

25 (a) The initial list required by subsection 1, pay to the Secretary
26 of State a fee of \$150.

27 (b) Each annual list required by subsection 1, pay to the
28 Secretary of State a fee of \$150.

29 5. If a limited partnership files an amended list of general
30 partners with the Secretary of State ~~[within]~~ :

31 (a) *Within* 60 days after the date on which the initial list
32 required by subsection 1 is filed, the limited partnership or the
33 resigning general partner is not required to pay a fee for filing the
34 amended list.

35 (b) *In which only addresses are amended, the limited*
36 *partnership shall pay a fee of \$25 for filing the amended list.*

37 6. Except as otherwise provided in subsection 5, if a general
38 partner of a limited partnership resigns and the resignation is not
39 reflected on the annual or amended list of general partners, the
40 limited partnership or the resigning general partner shall pay to the
41 Secretary of State a fee of \$75 to file the resignation.

42 7. The Secretary of State shall, 90 days before the last day for
43 filing each annual list required by subsection 1, provide to each
44 limited partnership which is required to comply with the provisions
45 of this section, and which has not become delinquent, a notice of the



1 fee due pursuant to the provisions of subsection 3 or 4, as
2 appropriate, and a reminder to file the annual list required pursuant
3 to subsection 1. Failure of any limited partnership to receive a notice
4 does not excuse it from the penalty imposed by NRS 87A.300.

5 8. If the list to be filed pursuant to the provisions of subsection
6 1 is defective or the fee required by subsection 3 or 4, as
7 appropriate, is not paid, the Secretary of State may return the list for
8 correction or payment.

9 9. An annual list for a limited partnership not in default that is
10 received by the Secretary of State more than 90 days before its due
11 date shall be deemed an amended list for the previous year and does
12 not satisfy the requirements of subsection 1 for the year to which the
13 due date is applicable.

14 10. A filing made pursuant to this section does not satisfy the
15 provisions of NRS 87A.240 and may not be substituted for filings
16 submitted pursuant to NRS 87A.240.

17 11. A person who files with the Secretary of State a list
18 required by subsection 1 which identifies a general partner with the
19 fraudulent intent of concealing the identity of any person or persons
20 exercising the power or authority of a general partner in furtherance
21 of any unlawful conduct is subject to the penalty set forth in
22 NRS 225.084.

23 12. The Secretary of State may allow a limited partnership to
24 select an alternative due date for filing the initial list required by
25 subsection 1.

26 13. The Secretary of State may adopt regulations to administer
27 the provisions of subsection 12.

28 **Sec. 29.** NRS 87A.300 is hereby amended to read as follows:

29 87A.300 1. If a limited partnership has filed the list in
30 compliance with NRS 87A.290 and has paid the appropriate fee for
31 the filing, the cancelled check or other proof of payment received by
32 the limited partnership constitutes a certificate authorizing it to
33 transact its business within this State until the anniversary date of
34 the filing of its certificate of limited partnership in the next
35 succeeding calendar year.

36 2. Each limited partnership which is required to make a filing
37 and pay the fee prescribed in NRS 87A.290 and 87A.295 and which
38 refuses or neglects to do so within the time provided is in default.

39 3. Upon notification from the Administrator of the Real Estate
40 Division of the Department of Business and Industry that a limited
41 partnership which is a unit-owners' association as defined in NRS
42 116.011 has failed to register pursuant to NRS 116.31158 or failed
43 to pay the fees pursuant to NRS 116.31155, the Secretary of State
44 shall deem the limited partnership to be in default. If, after the
45 limited partnership is deemed to be in default, the Administrator



1 notifies the Secretary of State that the limited partnership has
2 registered pursuant to NRS 116.31158 and paid the fees pursuant to
3 NRS 116.31155, the Secretary of State shall reinstate the limited
4 partnership if the limited partnership complies with the requirements
5 for reinstatement as provided in this section and NRS 87A.310.

6 4. For default there must be added to the amount of the fee a
7 penalty of ~~[\$75.]~~ **\$100**, and unless the filings are made and the fee
8 and penalty are paid on or before the first day of the first
9 anniversary of the month following the month in which filing was
10 required, the defaulting limited partnership, by reason of its default,
11 forfeits its right to transact any business within this State.

12 **Sec. 30.** NRS 87A.315 is hereby amended to read as follows:

13 87A.315 The Secretary of State, for services relating to the
14 official duties of the Secretary of State and the records of the Office
15 of the Secretary of State, shall charge and collect the following fees:

16 1. For filing a certificate of limited partnership, or for
17 registering a foreign limited partnership, ~~[\$75.]~~ **\$100**.

18 2. For filing a certificate of registration of limited-liability
19 limited partnership, or for registering a foreign registered limited-
20 liability limited partnership, \$100.

21 3. For filing a certificate of amendment of limited partnership
22 or restated certificate of limited partnership, ~~[\$175.]~~ **\$225**.

23 4. For certifying a copy of a certificate of limited partnership,
24 an amendment to the certificate, or a certificate as amended, \$30 per
25 certification.

26 5. For certifying an authorized printed copy of the limited
27 partnership law, \$30.

28 6. For reserving a limited partnership name, or for signing,
29 filing or certifying any other record, \$25.

30 7. For copies provided by the Office of the Secretary of State,
31 \$2 per page.

32 8. For filing a certificate of cancellation of a limited
33 partnership or a certificate of cancellation of the registration of a
34 foreign limited partnership, \$100.

35 ➤ Except as otherwise provided in this section, the fees set forth in
36 NRS 78.785 apply to this chapter.

37 **Sec. 31.** NRS 87A.560 is hereby amended to read as follows:

38 87A.560 1. Each foreign limited partnership doing business
39 in this State shall, at the time of the filing of its application for
40 registration as a foreign limited partnership with the Secretary of
41 State, or, if the foreign limited partnership has selected an
42 alternative due date pursuant to subsection 10, on or before that
43 alternative due date, and annually thereafter on or before the last day
44 of the month in which the anniversary date of its qualification to do
45 business in this State occurs in each year, or, if applicable, on or



1 before the last day of the month in which the anniversary date of the
2 alternative due date occurs in each year, file with the Secretary of
3 State a list, on a form furnished by the Secretary of State, that
4 contains:

- 5 (a) The name of the foreign limited partnership;
- 6 (b) The file number of the foreign limited partnership, if known;
- 7 (c) The names of all its general partners;
- 8 (d) The address, either residence or business, of each general
9 partner; and

10 (e) The signature of a general partner of the foreign limited
11 partnership, or some other person specifically authorized by the
12 foreign limited partnership to sign the list, certifying that the list is
13 true, complete and accurate.

14 2. Each list filed pursuant to this section must be accompanied
15 by a declaration under penalty of perjury that:

16 (a) The foreign limited partnership has complied with the
17 provisions of chapter 76 of NRS;

18 (b) The foreign limited partnership acknowledges that pursuant
19 to NRS 239.330, it is a category C felony to knowingly offer any
20 false or forged instrument for filing in the Office of the Secretary of
21 State; and

22 (c) None of the general partners identified in the list has been
23 identified in the list with the fraudulent intent of concealing the
24 identity of any person or persons exercising the power or authority
25 of a general partner in furtherance of any unlawful conduct.

26 3. Upon filing:

27 (a) The initial list required by this section, the foreign limited
28 partnership shall pay to the Secretary of State a fee of \$150.

29 (b) Each annual list required by this section, the foreign limited
30 partnership shall pay to the Secretary of State a fee of \$150.

31 4. If a foreign limited partnership files an amended list of
32 general partners with the Secretary of State **[within]** :

33 (a) *Within* 60 days after the date on which the initial list
34 required by this section is filed, the foreign limited partnership or
35 the resigning general partner is not required to pay a fee for filing
36 the amended list.

37 (b) *In which only addresses are amended, the foreign limited*
38 *partnership shall pay a fee of \$25 for filing the amended list.*

39 5. Except as otherwise provided in subsection 4, if a general
40 partner of a foreign limited partnership resigns and the resignation is
41 not reflected on the annual or amended list of general partners, the
42 foreign limited partnership or the resigning general partner shall pay
43 to the Secretary of State a fee of \$75 to file the resignation of the
44 general partner.



1 6. The Secretary of State shall, 90 days before the last day for
2 filing each annual list required by subsection 1, provide to each
3 foreign limited partnership, which is required to comply with the
4 provisions of NRS 87A.560 to 87A.600, inclusive, and which has
5 not become delinquent, a notice of the fee due pursuant to
6 subsection 3 and a reminder to file the list required pursuant to
7 subsection 1. Failure of any foreign limited partnership to receive a
8 notice does not excuse it from the penalty imposed by the provisions
9 of NRS 87A.560 to 87A.600, inclusive.

10 7. If the list to be filed pursuant to the provisions of subsection
11 1 is defective or the fee required by subsection 3 is not paid, the
12 Secretary of State may return the list for correction or payment.

13 8. An annual list for a foreign limited partnership not in default
14 which is received by the Secretary of State more than 90 days before
15 its due date shall be deemed an amended list for the previous year
16 and does not satisfy the requirements of subsection 1 for the year to
17 which the due date is applicable.

18 9. A person who files with the Secretary of State a list required
19 by this section which identifies a general partner with the fraudulent
20 intent of concealing the identity of any person or persons exercising
21 the power or authority of a general partner in furtherance of any
22 unlawful conduct is subject to the penalty set forth in NRS 225.084.

23 10. The Secretary of State may allow a foreign limited
24 partnership to select an alternative due date for filing the initial list
25 required by this section.

26 11. The Secretary of State may adopt regulations to administer
27 the provisions of subsection 10.

28 **Sec. 32.** NRS 87A.585 is hereby amended to read as follows:

29 87A.585 1. Each foreign limited partnership which is
30 required to make a filing and pay the fee prescribed in NRS
31 87A.560 to 87A.600, inclusive, and which refuses or neglects to do
32 so within the time provided is in default.

33 2. For default there must be added to the amount of the fee a
34 penalty of ~~[\$75]~~ \$100 and unless the filing is made and the fee and
35 penalty are paid on or before the last day of the month in which the
36 anniversary date of the foreign limited partnership occurs, the
37 defaulting foreign limited partnership by reason of its default
38 forfeits its right to transact any business within this State. The fee
39 and penalty must be collected as provided in this chapter.

40 **Sec. 33.** NRS 88.339 is hereby amended to read as follows:

41 88.339 1. A limited partnership may correct a record filed in
42 the Office of the Secretary of State with respect to the limited
43 partnership if the record contains an inaccurate description of a
44 partnership action or if the record was defectively signed, attested,
45 sealed, verified or acknowledged.



- 1 2. To correct a record, the limited partnership must:
2 (a) Prepare a certificate of correction that:
3 (1) States the name of the limited partnership;
4 (2) Describes the record, including, without limitation, its
5 filing date;
6 (3) Specifies the inaccuracy or defect;
7 (4) Sets forth the inaccurate or defective portion of the record
8 in an accurate or corrected form; and
9 (5) Is signed by a general partner of the limited partnership
10 or by some other person specifically authorized by the limited
11 partnership to sign the certificate.

12 (b) Deliver the certificate to the Secretary of State for filing.

13 (c) Pay a filing fee of ~~[\$175]~~ \$225 to the Secretary of State.

14 3. A certificate of correction is effective on the effective date
15 of the record it corrects except as to persons relying on the
16 uncorrected record and adversely affected by the correction. As to
17 those persons, the certificate is effective when filed.

18 4. If a limited partnership has made a filing with the Secretary
19 of State and the Secretary of State has not processed the filing and
20 placed the filing into the public record, the limited partnership may
21 cancel the filing by:

22 (a) Filing a statement of cancellation with the Secretary of State;
23 and

24 (b) Paying a fee of \$50.

25 **Sec. 34.** NRS 88.395 is hereby amended to read as follows:

26 88.395 1. A limited partnership shall, at the time of the filing
27 of its certificate of limited partnership with the Secretary of State,
28 or, if the limited partnership has selected an alternative due date
29 pursuant to subsection 12, on or before that alternative due date, and
30 annually thereafter on or before the last day of the month in which
31 the anniversary date of the filing of its certificate of limited
32 partnership occurs, or, if applicable, on or before the last day of the
33 month in which the anniversary date of the alternative due date
34 occurs in each year, file with the Secretary of State, on a form
35 furnished by the Secretary of State, a list that contains:

36 (a) The name of the limited partnership;

37 (b) The file number of the limited partnership, if known;

38 (c) The names of all of its general partners;

39 (d) The address, either residence or business, of each general
40 partner; and

41 (e) The signature of a general partner of the limited partnership,
42 or some other person specifically authorized by the limited
43 partnership to sign the list, certifying that the list is true, complete
44 and accurate.



1 2. Each list filed pursuant to subsection 1 must be accompanied
2 by a declaration under penalty of perjury that:

3 (a) The limited partnership has complied with the provisions of
4 chapter 76 of NRS;

5 (b) The limited partnership acknowledges that pursuant to NRS
6 239.330, it is a category C felony to knowingly offer any false or
7 forged instrument for filing in the Office of the Secretary of State;
8 and

9 (c) None of the general partners identified in the list has been
10 identified in the list with the fraudulent intent of concealing the
11 identity of any person or persons exercising the power or authority
12 of a general partner in furtherance of any unlawful conduct.

13 3. Except as otherwise provided in subsection 4, a limited
14 partnership shall, upon filing:

15 (a) The initial list required by subsection 1, pay to the Secretary
16 of State a fee of \$150.

17 (b) Each annual list required by subsection 1, pay to the
18 Secretary of State a fee of \$150.

19 4. A registered limited-liability limited partnership shall, upon
20 filing:

21 (a) The initial list required by subsection 1, pay to the Secretary
22 of State a fee of \$150.

23 (b) Each annual list required by subsection 1, pay to the
24 Secretary of State a fee of \$200.

25 5. If a limited partnership files an amended list of general
26 partners with the Secretary of State **[within]** :

27 **(a) Within** 60 days after the date on which the initial list
28 required by subsection 1 is filed, the limited partnership or the
29 resigning general partner is not required to pay a fee for filing the
30 amended list.

31 **(b) In which only addresses are amended, the limited**
32 **partnership shall pay a fee of \$25 for filing the amended list.**

33 6. Except as otherwise provided in subsection 5, if a general
34 partner of a limited partnership resigns and the resignation is not
35 reflected on the annual or amended list of general partners, the
36 limited partnership or the resigning general partner shall pay to the
37 Secretary of State a fee of \$75 to file the resignation.

38 7. The Secretary of State shall, 90 days before the last day for
39 filing each annual list required by subsection 1, provide to each
40 limited partnership which is required to comply with the provisions
41 of this section, and which has not become delinquent, a notice of the
42 fee due pursuant to the provisions of subsection 3 or 4, as
43 appropriate, and a reminder to file the annual list required pursuant
44 to subsection 1. Failure of any limited partnership to receive a notice
45 does not excuse it from the penalty imposed by NRS 88.400.



1 8. If the list to be filed pursuant to the provisions of subsection
2 1 is defective or the fee required by subsection 3 or 4 is not paid, the
3 Secretary of State may return the list for correction or payment.

4 9. An annual list for a limited partnership not in default that is
5 received by the Secretary of State more than 90 days before its due
6 date shall be deemed an amended list for the previous year and does
7 not satisfy the requirements of subsection 1 for the year to which the
8 due date is applicable.

9 10. A filing made pursuant to this section does not satisfy the
10 provisions of NRS 88.355 and may not be substituted for filings
11 submitted pursuant to NRS 88.355.

12 11. A person who files with the Secretary of State a list
13 required by subsection 1 which identifies a general partner with the
14 fraudulent intent of concealing the identity of any person or persons
15 exercising the power or authority of a general partner in furtherance
16 of any unlawful conduct is subject to the penalty set forth in
17 NRS 225.084.

18 12. The Secretary of State may allow a limited partnership to
19 select an alternative due date for filing the initial list required by
20 subsection 1.

21 13. The Secretary of State may adopt regulations to administer
22 the provisions of subsection 12.

23 **Sec. 35.** NRS 88.400 is hereby amended to read as follows:

24 88.400 1. If a limited partnership has filed the list in
25 compliance with NRS 88.395 and has paid the appropriate fee for
26 the filing, the cancelled check or other proof of payment received by
27 the limited partnership constitutes a certificate authorizing it to
28 transact its business within this State until the anniversary date of
29 the filing of its certificate of limited partnership in the next
30 succeeding calendar year.

31 2. Each limited partnership which is required to make a filing
32 and pay the fee prescribed in NRS 88.395 and 88.397 and which
33 refuses or neglects to do so within the time provided is in default.

34 3. Upon notification from the Administrator of the Real Estate
35 Division of the Department of Business and Industry that a limited
36 partnership which is a unit-owners' association as defined in NRS
37 116.011 or 116B.030 has failed to register pursuant to NRS
38 116.31158 or 116B.625 or failed to pay the fees pursuant to
39 NRS 116.31155 or 116B.620, the Secretary of State shall deem the
40 limited partnership to be in default. If, after the limited partnership
41 is deemed to be in default, the Administrator notifies the Secretary
42 of State that the limited partnership has registered pursuant to NRS
43 116.31158 or 116B.625 and paid the fees pursuant to NRS
44 116.31155 or 116B.620, the Secretary of State shall reinstate the
45 limited partnership if the limited partnership complies with the



1 requirements for reinstatement as provided in this section and
2 NRS 88.410.

3 4. For default there must be added to the amount of the fee a
4 penalty of ~~[\$75.]~~ **\$100**, and unless the filings are made and the fee
5 and penalty are paid on or before the first day of the first
6 anniversary of the month following the month in which filing was
7 required, the defaulting limited partnership, by reason of its default,
8 forfeits its right to transact any business within this State.

9 **Sec. 36.** NRS 88.415 is hereby amended to read as follows:

10 88.415 The Secretary of State, for services relating to the
11 official duties of the Secretary of State and the records of the Office
12 of the Secretary of State, shall charge and collect the following fees:

13 1. For filing a certificate of limited partnership, or for
14 registering a foreign limited partnership, ~~[\$75.]~~ **\$100**.

15 2. For filing a certificate of registration of limited-liability
16 limited partnership, or for registering a foreign registered limited-
17 liability limited partnership, \$100.

18 3. For filing a certificate of amendment of limited partnership
19 or restated certificate of limited partnership, ~~[\$175.]~~ **\$225**.

20 4. For certifying a copy of a certificate of limited partnership,
21 an amendment to the certificate, or a certificate as amended, \$30 per
22 certification.

23 5. For certifying an authorized printed copy of the limited
24 partnership law, \$30.

25 6. For reserving a limited partnership name, or for signing,
26 filing or certifying any other record, \$25.

27 7. For copies provided by the Office of the Secretary of State,
28 \$2 per page.

29 8. For filing a certificate of cancellation of a limited
30 partnership, \$100.

31 ↪ Except as otherwise provided in this section, the fees set forth in
32 NRS 78.785 apply to this chapter.

33 **Sec. 37.** NRS 88.591 is hereby amended to read as follows:

34 88.591 1. Each foreign limited partnership doing business in
35 this State shall, at the time of the filing of its application for
36 registration as a foreign limited partnership with the Secretary of
37 State, or, if the foreign limited partnership has selected an
38 alternative due date pursuant to subsection 10, on or before that
39 alternative due date, and annually thereafter on or before the last day
40 of the month in which the anniversary date of its qualification to do
41 business in this State occurs in each year, or, if applicable, on or
42 before the last day of the month in which the anniversary date of the
43 alternative due date occurs in each year, file with the Secretary of
44 State a list, on a form furnished by the Secretary of State, that
45 contains:



- 1 (a) The name of the foreign limited partnership;
- 2 (b) The file number of the foreign limited partnership, if known;
- 3 (c) The names of all its general partners;
- 4 (d) The address, either residence or business, of each general
- 5 partner; and
- 6 (e) The signature of a general partner of the foreign limited
- 7 partnership, or some other person specifically authorized by the
- 8 foreign limited partnership to sign the list, certifying that the list is
- 9 true, complete and accurate.

10 2. Each list filed pursuant to this section must be accompanied

11 by a declaration under penalty of perjury that:

12 (a) The foreign limited partnership has complied with the

13 provisions of chapter 76 of NRS;

14 (b) The foreign limited partnership acknowledges that pursuant

15 to NRS 239.330, it is a category C felony to knowingly offer any

16 false or forged instrument for filing in the Office of the Secretary of

17 State; and

18 (c) None of the general partners identified in the list has been

19 identified in the list with the fraudulent intent of concealing the

20 identity of any person or persons exercising the power or authority

21 of a general partner in furtherance of any unlawful conduct.

22 3. Upon filing:

23 (a) The initial list required by this section, the foreign limited

24 partnership shall pay to the Secretary of State a fee of \$150.

25 (b) Each annual list required by this section, the foreign limited

26 partnership shall pay to the Secretary of State a fee of \$150.

27 4. If a foreign limited partnership files an amended list of

28 general partners with the Secretary of State **[within]** :

29 (a) *Within* 60 days after the date on which the initial list

30 required by this section is filed, the foreign limited partnership or

31 the resigning general partner is not required to pay a fee for filing

32 the amended list.

33 (b) *In which only addresses are amended, the foreign limited*

34 *partnership shall pay a fee of \$25 for filing the amended list.*

35 5. Except as otherwise provided in subsection 4, if a general

36 partner of a foreign limited partnership resigns and the resignation is

37 not reflected on the annual or amended list of general partners, the

38 foreign limited partnership or the resigning general partner shall pay

39 to the Secretary of State a fee of \$75 to file the resignation of the

40 general partner.

41 6. The Secretary of State shall, 90 days before the last day for

42 filing each annual list required by subsection 1, provide to each

43 foreign limited partnership, which is required to comply with the

44 provisions of NRS 88.591 to 88.5945, inclusive, and which has not

45 become delinquent, a notice of the fee due pursuant to subsection 3



1 and a reminder to file the list required pursuant to subsection 1.
2 Failure of any foreign limited partnership to receive a notice does
3 not excuse it from the penalty imposed by the provisions of NRS
4 88.591 to 88.5945, inclusive.

5 7. If the list to be filed pursuant to the provisions of subsection
6 1 is defective or the fee required by subsection 3 is not paid, the
7 Secretary of State may return the list for correction or payment.

8 8. An annual list for a foreign limited partnership not in default
9 which is received by the Secretary of State more than 90 days before
10 its due date shall be deemed an amended list for the previous year
11 and does not satisfy the requirements of subsection 1 for the year to
12 which the due date is applicable.

13 9. A person who files with the Secretary of State a list required
14 by this section which identifies a general partner with the fraudulent
15 intent of concealing the identity of any person or persons exercising
16 the power or authority of a general partner in furtherance of any
17 unlawful conduct is subject to the penalty set forth in NRS 225.084.

18 10. The Secretary of State may allow a foreign limited
19 partnership to select an alternative due date for filing the initial list
20 required by this section.

21 11. The Secretary of State may adopt regulations to administer
22 the provisions of subsection 10.

23 **Sec. 38.** NRS 88.593 is hereby amended to read as follows:

24 88.593 1. Each foreign limited partnership which is required
25 to make a filing and pay the fee prescribed in NRS 88.591 to
26 88.5945, inclusive, and which refuses or neglects to do so within the
27 time provided is in default.

28 2. For default there must be added to the amount of the fee a
29 penalty of ~~[\$75]~~ \$100 and unless the filing is made and the fee and
30 penalty are paid on or before the last day of the month in which the
31 anniversary date of the foreign limited partnership occurs, the
32 defaulting foreign limited partnership by reason of its default
33 forfeits its right to transact any business within this State. The fee
34 and penalty must be collected as provided in this chapter.

35 **Sec. 39.** NRS 89.250 is hereby amended to read as follows:

36 89.250 1. Except as otherwise provided in subsection 2, a
37 professional association shall, at the time of the filing of its articles
38 of association with the Secretary of State, or, if the professional
39 association has selected an alternative due date pursuant to
40 subsection 8, on or before that alternative due date, and annually
41 thereafter on or before the last day of the month in which the
42 anniversary date of its organization occurs in each year, or, if
43 applicable, on or before the last day of the month in which the
44 anniversary date of the alternative due date occurs in each year, file
45 with the Secretary of State a list showing the names and addresses,



1 either residence or business, of all members and employees in the
2 professional association and certifying that all members and
3 employees are licensed to render professional service in this State.

4 2. A professional association organized and practicing pursuant
5 to the provisions of this chapter and NRS 623.349 shall, at the time
6 of the filing of its articles of association with the Secretary of State,
7 or, if the professional association has selected an alternative due
8 date pursuant to subsection 8, on or before that alternative due date,
9 and annually thereafter on or before the last day of the month in
10 which the anniversary date of its organization occurs in each year,
11 or, if applicable, on or before the last day of the month in which the
12 anniversary date of the alternative due date occurs in each year, file
13 with the Secretary of State a list:

14 (a) Showing the names and addresses, either residence or
15 business, of all members and employees of the professional
16 association who are licensed or otherwise authorized by law to
17 render professional service in this State;

18 (b) Certifying that all members and employees who render
19 professional service are licensed or otherwise authorized by law to
20 render professional service in this State; and

21 (c) Certifying that all members who are not licensed to render
22 professional service in this State do not render professional service
23 on behalf of the professional association except as authorized by
24 law.

25 3. Each list filed pursuant to this section must be:

26 (a) Made on a form furnished by the Secretary of State and must
27 not contain any fiscal or other information except that expressly
28 called for by this section.

29 (b) Signed by the chief executive officer of the professional
30 association or by some other person specifically authorized by the
31 chief executive officer to sign the list.

32 (c) Accompanied by a declaration under penalty of perjury that:

33 (1) The professional association has complied with the
34 provisions of chapter 76 of NRS;

35 (2) The professional association acknowledges that pursuant
36 to NRS 239.330, it is a category C felony to knowingly offer any
37 false or forged instrument for filing in the Office of the Secretary of
38 State; and

39 (3) None of the members or employees identified in the list
40 has been identified in the list with the fraudulent intent of
41 concealing the identity of any person or persons exercising the
42 power or authority of a member or employee in furtherance of any
43 unlawful conduct.

44 4. Upon filing:



1 (a) The initial list required by this section, the professional
2 association shall pay to the Secretary of State a fee of \$150.

3 (b) Each annual list required by this section, the professional
4 association shall pay to the Secretary of State a fee of \$150.

5 5. If a professional association files an amended list of
6 members and employees with the Secretary of State ~~[within]~~ :

7 (a) *Within* 60 days after the date on which the initial list
8 required by this section is filed, the professional association is not
9 required to pay a fee for filing the amended list.

10 (b) *In which only addresses are amended, the professional*
11 *association shall pay a fee of \$25 for filing the amended list.*

12 6. A person who files with the Secretary of State an initial list
13 or annual list required by this section which identifies a member or
14 an employee of a professional association with the fraudulent intent
15 of concealing the identity of any person or persons exercising the
16 power or authority of a member or employee in furtherance of any
17 unlawful conduct is subject to the penalty set forth in NRS 225.084.

18 7. For the purposes of this section, a person is not deemed to
19 exercise actual control of the daily operations of a professional
20 association based solely on the fact that the person holds an
21 ownership interest in the professional association.

22 8. The Secretary of State may allow a professional association
23 to select an alternative due date for filing the initial list required by
24 this section.

25 9. The Secretary of State may adopt regulations to administer
26 the provisions of subsection 8.

27 **Sec. 40.** NRS 89.252 is hereby amended to read as follows:

28 89.252 1. Each professional association that is required to
29 make a filing and pay the fee prescribed in NRS 89.250 but refuses
30 to do so within the time provided is in default.

31 2. For default, there must be added to the amount of the fee a
32 penalty of ~~[\$75.]~~ **\$100.** The fee and penalty must be collected as
33 provided in this chapter.

34 **Sec. 41.** NRS 225.140 is hereby amended to read as follows:

35 225.140 1. Except as otherwise provided in subsection 2, in
36 addition to other fees authorized by law, the Secretary of State shall
37 charge and collect the following fees:

38
39 For certifying to a copy of any law, joint
40 resolution, transcript of record or other paper
41 on file or of record with the Secretary of
42 State, including, but not limited to, a
43 document required to be filed pursuant to title
44 24 of NRS, and use of the State Seal, for each
45 impression \$20



1 For each passport or other document signed by
2 the Governor and attested by the Secretary of
3 State..... \$10
4

5 2. The Secretary of State:

6 (a) Shall charge a reasonable fee for searching records and
7 documents kept in his or her office, including, but not limited to,
8 records and documents that are stored on a computer database.

9 (b) May charge or collect any filing or other fees for services
10 rendered by him or her to the State of Nevada, any local
11 governmental agency or agency of the Federal Government, or any
12 officer thereof in his or her official capacity or respecting his or her
13 office or official duties.

14 (c) May not charge or collect a filing or other fee for:

15 (1) Attesting extradition papers or executive warrants for
16 other states.

17 (2) Any commission or appointment issued or made by the
18 Governor, either for the use of the State Seal or otherwise.

19 (d) May charge a reasonable fee, not to exceed:

20 (1) One thousand dollars, for providing service within 1 hour
21 after the time service is requested;

22 (2) Five hundred dollars, for providing service more than 1
23 hour but within 2 hours after the time the service is requested; and

24 (3) One hundred ~~twenty-five~~ fifty dollars, for providing any
25 other special service, including, but not limited to, providing service
26 more than 2 hours but within 24 hours after the time the service is
27 requested, accepting documents filed by facsimile machine and
28 other use of new technology.

29 (e) Shall charge a person, for each check or other negotiable
30 instrument returned to the Office of the Secretary of State because
31 the person had insufficient money or credit with the drawee to pay
32 the check or other instrument or because the person stopped
33 payment on the check or other instrument:

34 (1) A fee of \$25; and

35 (2) If the check or other instrument that was returned had
36 been presented for the payment of a filing fee for more than one
37 entity, an additional fee in an amount equal to the actual cost
38 incurred by the Office of the Secretary of State to perform the
39 following actions as a result of the returned check or instrument:

40 (I) Reversing the status of the entities in the records of the
41 Office of the Secretary of State; and

42 (II) Recouping any fees charged for services rendered by
43 the Office of the Secretary of State to the entities, including, without
44 limitation, fees charged for providing service pursuant to paragraph
45 (d), providing copies or issuing certificates.



1 ↪ The Secretary of State shall, by regulation, establish procedures
2 for the imposition of the fees authorized by this paragraph and the
3 manner in which a fee authorized by subparagraph (2) will be
4 calculated.

5 (f) May charge a reasonable fee for searching for and cancelling
6 or removing, if requested, any filing that has been submitted to him
7 or her but not yet processed.

8 3. The Secretary of State shall post a schedule of the fees
9 authorized to be charged pursuant to this section in a conspicuous
10 place at each office at which such fees are collected.

11 **Sec. 42.** NRS 240.1657 is hereby amended to read as follows:

12 240.1657 1. Except as otherwise provided in subsection 2,
13 the Secretary of State shall, upon request and payment of a fee of
14 ~~[\$20.] \$50,~~ issue an authentication to verify that the signature of the
15 notarial officer on a document intended for use in a foreign country
16 is genuine and that the notarial officer holds the office indicated on
17 the document. If the document:

18 (a) Is intended for use in a foreign country that is a participant in
19 the Hague Convention of October 5, 1961, the Secretary of State
20 must issue an apostille in the form prescribed by the Hague
21 Convention of October 5, 1961.

22 (b) Is intended for use in a foreign country that is not a
23 participant in the Hague Convention of October 5, 1961, the
24 Secretary of State must issue a certification.

25 2. The Secretary of State shall not issue an authentication
26 pursuant to subsection 1 if:

27 (a) The document has not been notarized in accordance with the
28 provisions of this chapter;

29 (b) The Secretary of State has reasonable cause to believe that
30 the document may be used to accomplish any fraudulent, criminal or
31 other unlawful purpose; or

32 (c) The request to issue an authentication does not include a
33 statement, in the form prescribed by the Secretary of State and
34 signed under penalty of perjury, that the document for which the
35 authentication is requested will not be used to:

36 (1) Harass a person; or

37 (2) Accomplish any fraudulent, criminal or other unlawful
38 purpose.

39 3. No civil action may be brought against the Secretary of State
40 on the basis that:

41 (a) The Secretary of State has issued an authentication pursuant
42 to subsection 1; and

43 (b) The document has been used to:

44 (1) Harass a person; or



1 (2) Accomplish any fraudulent, criminal or other unlawful
2 purpose.

3 4. A person who uses a document for which an authentication
4 has been issued pursuant to subsection 1 to:

5 (a) Harass a person; or

6 (b) Accomplish any fraudulent, criminal or other unlawful
7 purpose,

8 ↪ is guilty of a category C felony and shall be punished by
9 imprisonment in the state prison for a minimum term of not less
10 than 1 year and a maximum term of not more than 5 years, and may
11 be further punished by a fine of not more than \$5,000.

12 5. The Secretary of State may adopt regulations to carry out the
13 provisions of this section.

14 **Sec. 43.** NRS 353.007 is hereby amended to read as follows:

15 353.007 1. Except as otherwise provided in subsection 2, a
16 person shall not enter into a contract with the State of Nevada unless
17 the person is a holder of a state business license issued pursuant to
18 chapter 76 of NRS.

19 2. A person who is not a holder of a state business license may
20 enter into a contract with the State of Nevada if, pursuant to
21 paragraph (b) of subsection ~~77~~ 8 of NRS 76.100, the person is not
22 required to obtain a state business license.

23 3. The provisions of this section apply to all offices,
24 departments, divisions, boards, commissions, institutions, agencies
25 or any other units of:

26 (a) The Legislative, Executive and Judicial Departments of the
27 State Government;

28 (b) The Nevada System of Higher Education; and

29 (c) The Public Employees' Retirement System.

30 **Sec. 44.** This act becomes effective on July 1, 2023.



