

**As Introduced**

**135th General Assembly  
Regular Session  
2023-2024**

**S. B. No. 130**

**Senator Wilson**

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**A BILL**

To amend sections 111.16, 147.01, 147.011, 147.03, 1  
147.14, 147.371, 147.53, 147.591, and 1706.712 2  
and to enact sections 147.49 and 147.50 of the 3  
Revised Code to amend the law regarding notaries 4  
public, to make changes to the Ohio Revised 5  
Limited Liability Company Act, to make changes 6  
to fees charged by the Ohio Secretary of State, 7  
and to amend the version of section 147.01 of 8  
the Revised Code that is scheduled to take 9  
effect on December 29, 2023, to continue the 10  
change on and after that date. 11

**BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF OHIO:**

**Section 1.** That sections 111.16, 147.01, 147.011, 147.03, 12  
147.14, 147.371, 147.53, 147.591, and 1706.712 be amended and 13  
sections 147.49 and 147.50 of the Revised Code be enacted to 14  
read as follows: 15

**Sec. 111.16.** Except as provided in section 1701.041 of the 16  
Revised Code, the secretary of state shall charge and collect, 17  
for the benefit of the state, the following fees: 18

(A) For filing and recording articles of incorporation of 19

a domestic corporation, including designation of agent:	20
(1) Wherein the corporation shall not be authorized to issue any shares of capital stock, ninety-nine dollars;	21 22
(2) Wherein the corporation shall be authorized to issue shares of capital stock, with or without par value:	23 24
(a) Ten cents for each share authorized up to and including one thousand shares;	25 26
(b) Five cents for each share authorized in excess of one thousand shares up to and including ten thousand shares;	27 28
(c) Two cents for each share authorized in excess of ten thousand shares up to and including fifty thousand shares;	29 30
(d) One cent for each share authorized in excess of fifty thousand shares up to and including one hundred thousand shares;	31 32
(e) One-half cent for each share authorized in excess of one hundred thousand shares up to and including five hundred thousand shares;	33 34 35
(f) One-quarter cent for each share authorized in excess of five hundred thousand shares; provided no fee shall be less than ninety-nine dollars or greater than one hundred thousand dollars.	36 37 38 39
(B) For filing and recording a certificate of amendment to or amended articles of incorporation of a domestic corporation, or for filing and recording a certificate of reorganization, a certificate of dissolution, or an amendment to a foreign license application:	40 41 42 43 44
(1) If the domestic corporation is not authorized to issue any shares of capital stock, fifty dollars;	45 46

(2) If the domestic corporation is authorized to issue 47  
shares of capital stock, fifty dollars, and in case of any 48  
increase in the number of shares authorized to be issued, a 49  
further sum computed in accordance with the schedule set forth 50  
in division (A) (2) of this section less a credit computed in the 51  
same manner for the number of shares previously authorized to be 52  
issued by the corporation; provided no fee under division (B) (2) 53  
of this section shall be greater than one hundred thousand 54  
dollars; 55

(3) If the foreign corporation is not authorized to issue 56  
any shares of capital stock, fifty dollars; 57

(4) If the foreign corporation is authorized to issue 58  
shares of capital stock, fifty dollars. 59

(C) For filing and recording articles of incorporation of 60  
a savings and loan association, ninety-nine dollars; and for 61  
filing and recording a certificate of amendment to or amended 62  
articles of incorporation of a savings and loan association, 63  
fifty dollars; 64

(D) For filing and recording a certificate of conversion, 65  
including a designation of agent, a certificate of merger, or a 66  
certificate of consolidation, ninety-nine dollars and, in the 67  
case of any new corporation resulting from a consolidation or 68  
any surviving corporation that has an increased number of shares 69  
authorized to be issued resulting from a merger, an additional 70  
sum computed in accordance with the schedule set forth in 71  
division (A) (2) of this section less a credit computed in the 72  
same manner for the number of shares previously authorized to be 73  
issued or represented in this state by each of the corporations 74  
for which a consolidation or merger is effected by the 75  
certificate; 76

(E) For filing and recording articles of incorporation of a credit union or the American credit union guaranty association, ninety-nine dollars, and for filing and recording a certificate of increase in capital stock or any other amendment of the articles of incorporation of a credit union or the association, fifty dollars;	77 78 79 80 81 82
(F) For filing and recording articles of organization of a limited liability company, for filing and recording an application to become a registered foreign limited liability company, for filing and recording a registration application to become a domestic limited liability partnership, or for filing and recording an application to become a registered foreign limited liability partnership, ninety-nine dollars;	83 84 85 86 87 88 89
(G) For filing and recording a certificate of limited partnership or an application for registration as a foreign limited partnership, or for filing an initial statement of partnership authority pursuant to section 1776.33 of the Revised Code, ninety-nine dollars;	90 91 92 93 94
(H) For filing a copy of papers evidencing the incorporation of a municipal corporation or of annexation of territory by a municipal corporation, five dollars, to be paid by the municipal corporation, the petitioners therefor, or their agent;	95 96 97 98 99
(I) For filing and recording any of the following:	100
(1) A license to transact business in this state by a foreign corporation for profit pursuant to section 1703.04 of the Revised Code or a foreign nonprofit corporation pursuant to section 1703.27 of the Revised Code, ninety-nine dollars;	101 102 103 104
(2) A biennial report or biennial statement pursuant to	105

section 1775.63, 1776.83, or 1785.06 of the Revised Code,	106
twenty-five dollars;	107
(3) Except as otherwise provided in this section or any	108
other section of the Revised Code, any other certificate or	109
paper that is required to be filed and recorded or is permitted	110
to be filed and recorded by any provision of the Revised Code	111
with the secretary of state, twenty-five dollars.	112
(J) For filing any certificate or paper not required to be	113
recorded, five dollars;	114
(K) (1) For making copies of any certificate or other paper	115
filed in the office of the secretary of state, a fee not to	116
exceed one dollar per page, except as otherwise provided in the	117
Revised Code, and for creating and affixing the seal of the	118
office of the secretary of state to any good standing or other	119
certificate, five dollars. For copies of certificates or papers	120
required by state officers for official purpose, no charge shall	121
be made.	122
(2) For creating and affixing the seal of the office of	123
the secretary of state to the certificates described in division	124
(E) of section 1701.81, division (E) of section 1701.811,	125
division (E) of section 1705.38, division (E) of section	126
1705.381, division (D) of section 1702.43, division (E) of	127
section 1775.47, division (E) of section 1775.55, division (E)	128
of section 1776.70, division (E) of section 1776.74, division	129
(E) of section 1782.433, or division (E) of section 1782.4310 of	130
the Revised Code, twenty-five dollars.	131
(L) For a minister's license to solemnize marriages, ten	132
dollars;	133
(M) For examining documents to be filed at a later date	134

for the purpose of advising as to the acceptability of the	135
proposed filing, fifty dollars;	136
(N) Fifty dollars for filing and recording any of the	137
following:	138
(1) A certificate of dissolution and accompanying	139
documents, or a certificate of cancellation, under section	140
1701.86, 1702.47, 1705.43, 1706.471, 1776.65, or 1782.10 of the	141
Revised Code;	142
(2) A notice of dissolution of a foreign licensed	143
corporation or a certificate of surrender of license by a	144
foreign licensed corporation under section 1703.17 of the	145
Revised Code;	146
(3) The withdrawal of registration of a foreign or	147
domestic limited liability partnership under section 1775.61,	148
1775.64, 1776.81, or 1776.86 of the Revised Code, or the	149
certificate of cancellation of registration of a foreign limited	150
liability company under section 1705.57 or 1706.514 of the	151
Revised Code;	152
(4) The filing of a statement of denial under section	153
<u>1706.20 or 1776.34</u> of the Revised Code, a statement of	154
dissociation under section 1776.57 of the Revised Code, a	155
statement of disclaimer of general partner status under Chapter	156
1782. of the Revised Code, <del>or</del> a cancellation of disclaimer of	157
general partner status under Chapter 1782. of the Revised Code, <u>or</u>	158
<u>a statement of authority under section 1706.19 of the Revised</u>	159
<u>Code, or an amendment or cancellation of a statement of</u>	160
<u>authority under section 1706.19 of the Revised Code.</u>	161
(O) For filing a statement of continued existence by a	162
nonprofit corporation, twenty-five dollars;	163

(P) For filing a restatement under section 1705.08, 164  
1706.161, or 1782.09 of the Revised Code, an amendment to a 165  
certificate of cancellation under section 1782.10 of the Revised 166  
Code, an amendment under section 1705.08, 1706.161, or 1782.09 167  
of the Revised Code, or a correction under section 1705.55, 168  
1706.173, ~~1706.511, 1706.513,~~ 1775.61, 1775.64, 1776.12, or 169  
1782.52 of the Revised Code, fifty dollars; 170

(Q) For filing for reinstatement of an entity cancelled by 171  
operation of law, by the secretary of state, by order of the 172  
department of taxation, or by order of a court, twenty-five 173  
dollars; 174

(R) For filing and recording any of the following: 175

(1) A change of agent, resignation of agent, or change of 176  
agent's address under section 1701.07, 1702.06, 1703.041, 177  
1703.27, 1705.06, 1705.55, 1706.09, 1746.04, 1747.03, 1776.07, 178  
or 1782.04 of the Revised Code, twenty-five dollars; 179

(2) A multiple change of agent name or address, 180  
standardization of agent address, or resignation of agent under 181  
section 1701.07, 1702.06, 1703.041, 1703.27, 1705.06, 1705.55, 182  
1706.09, 1746.04, 1747.03, 1776.07, or 1782.04 of the Revised 183  
Code, one hundred twenty-five dollars, plus three dollars per 184  
entity record being changed, by the multiple agent update. 185

(S) For filing and recording any of the following: 186

(1) An application for the exclusive right to use a name 187  
or an application to reserve a name for future use under section 188  
1701.05, 1702.05, 1703.31, 1705.05, 1706.07, or 1746.06 of the 189  
Revised Code, thirty-nine dollars; 190

(2) A trade name or fictitious name registration or 191  
report, thirty-nine dollars; 192

(3) An application to renew any item covered by division (S) (1) or (2) of this section that is permitted to be renewed, twenty-five dollars;	193 194 195
(4) An assignment of rights for use of a name covered by division (S) (1), (2), or (3) of this section, the cancellation of a name registration or name reservation that is so covered, or notice of a change of address of the registrant of a name that is so covered, twenty-five dollars.	196 197 198 199 200
(T) For filing and recording a report to operate a business trust or a real estate investment trust, either foreign or domestic, ninety-nine dollars; and for filing and recording an amendment to a report or associated trust instrument, or a surrender of authority, to operate a business trust or real estate investment trust, fifty dollars;	201 202 203 204 205 206
(U) (1) For filing and recording the registration of a trademark, service mark, or mark of ownership, one hundred twenty-five dollars;	207 208 209
(2) For filing and recording the change of address of a registrant, the assignment of rights to a registration, a renewal of a registration, or the cancellation of a registration associated with a trademark, service mark, or mark of ownership, twenty-five dollars.	210 211 212 213 214
(V) For filing a service of process with the secretary of state, five dollars per address to be served, except as otherwise provided in any section of the Revised Code.	215 216 217
Fees specified in this section may be paid by cash, check, or money order, by credit card in accordance with section 113.40 of the Revised Code, or by an alternative payment program in accordance with division (B) of section 111.18 of the Revised	218 219 220 221



Code. Any credit card number or the expiration date of any 222  
credit card is not subject to disclosure under Chapter 149. of 223  
the Revised Code. 224

**Sec. 147.01.** (A) The secretary of state may appoint and 225  
commission as notaries public as many persons who meet the 226  
qualifications of division (B) of this section as the secretary 227  
of state considers necessary. 228

(B) In order for a person to qualify to be appointed and 229  
commissioned as a notary public, the person shall demonstrate to 230  
the secretary of state that the person satisfies all of the 231  
following: 232

(1) The person has attained the age of eighteen years. 233

(2) (a) Except as provided in division (B) (2) (b) of this 234  
section, the person is a legal resident of this state. 235

(b) The person is not a legal resident of this state, but 236  
is an attorney admitted to the practice of law in this state by 237  
the Ohio supreme court, and has the person's principal place of 238  
business or the person's primary practice in this state. 239

(3) (a) Except as provided in division (B) (3) (b) of this 240  
section, the person has submitted a criminal records check 241  
report completed within the preceding six months in accordance 242  
with section 147.022 of the Revised Code demonstrating that the 243  
applicant has not been convicted of or pleaded guilty or no 244  
contest to a disqualifying offense as determined in accordance 245  
with section 9.79 of the Revised Code. 246

(b) A person that is an attorney admitted to the practice 247  
of law in this state or a peace officer shall not be required to 248  
submit a criminal records check when applying to be appointed a 249  
notary public. 250

(4) (a) Except as provided in divisions (B) (4) (b) and (c) 251  
of this section, the person has successfully completed an 252  
educational program and passed a test administered by the 253  
entities authorized by the secretary of state as required under 254  
section 147.021 of the Revised Code. 255

(b) An attorney who is commissioned as a notary public in 256  
this state prior to September 20, 2019, shall not be required to 257  
complete an education program or pass a test as required in 258  
division (B) (4) (a) of this section. 259

(c) Any attorney who applies to become commissioned as a 260  
notary public in this state after September 20, 2019, shall not 261  
be required to pass a test as required in division (B) (4) (a) of 262  
this section, but shall be required to complete an education 263  
program required by that division. 264

~~(C) (1)~~ A notary public shall be appointed and 265  
commissioned as a notary public for the state. ~~The~~ 266

(2) The secretary of state may revoke a commission issued 267  
to a notary public upon the judgment of a court or presentation 268  
of satisfactory evidence of official misconduct or incapacity. 269

(3) If the secretary of state revokes a person's 270  
commission, the person is ineligible for reappointment to the 271  
office of notary public. 272

(D) The secretary of state shall oversee the processing of 273  
notary public applications and shall issue all notary public 274  
commissions. The secretary of state shall oversee the creation 275  
and maintenance of the online database of notaries public 276  
commissioned in this state pursuant to section 147.051 of the 277  
Revised Code. The secretary of state may perform all other 278  
duties as required by this section. The entities authorized by 279

the secretary of state pursuant to section 147.021 or 147.63 of 280  
the Revised Code shall administer the educational program and 281  
required test or course of instruction and examination, as 282  
applicable. 283

(E) All submissions to the secretary of state for 284  
receiving and renewing commissions, or notifications made under 285  
section 147.05 of the Revised Code, shall be done 286  
electronically. 287

(F) Before entering upon the duties of office, a notary 288  
public shall personally appear before a notary public or any 289  
officer authorized by law to administer oaths, who shall 290  
administer an oath of office to the notary public. 291

**Sec. 147.011.** As used in this chapter: 292

(A) "Acknowledgment" means a declaration by an individual 293  
before a notary public that the individual has signed a record 294  
for the purpose stated in the record, and if the record is 295  
signed in a representative capacity, that the individual signed 296  
the record with proper authority and signed it as the act of the 297  
individual or entity identified in the record. 298

(B) "Criminal records check" has the same meaning as in 299  
section 109.572 of the Revised Code. 300

(C) "Jurat" means a notarial act in which both of the 301  
following are met: 302

(1) The signer of the notarized document is required to 303  
give an oath or affirmation that the statement in the notarized 304  
document is true and correct; 305

(2) The signer signs the notarized document in the 306  
presence of a notary public. 307

(D) "Notarial certificate" means the part of, or 308  
attachment to, a document that is completed by the notary public 309  
and upon which the notary public places the notary public's 310  
signature and seal. 311

(E) "Peace officer" has the same meaning as in section 312  
2935.01 of the Revised Code. 313

(F) "Notary public" means an officer of the state, 314  
commissioned to perform notarial acts by the secretary of state, 315  
or prior to June 6, 2001, by the governor. A notary public is 316  
not considered an occupation or profession under Title XLVII of 317  
the Revised Code, and a notary commission is not an occupational 318  
or professional license. 319

**Sec. 147.03.** Each notary public, except an attorney 320  
admitted to the practice of law in this state by the Ohio 321  
supreme court, shall hold office for the term of five years 322  
unless the commission is revoked. An attorney admitted to the 323  
practice of law in this state by the Ohio supreme court shall 324  
hold office as a notary public as long as the attorney is a 325  
resident of this state or has the attorney's principal place of 326  
business or primary practice in this state, the attorney is in 327  
good standing before the Ohio supreme court, and the commission 328  
is not revoked. ~~Before entering upon the duties of office, a 329~~  
~~notary public shall take and subscribe an oath to be endorsed on 330~~  
~~the notary public's commission. 331~~

~~A notary public who violates the oath of office required 332~~  
~~by this section shall be removed from office by the secretary of 333~~  
~~state, upon complaint filed and substantiated by the secretary 334~~  
~~of state. The person so removed shall be ineligible for 335~~  
~~reappointment to the office of notary public. 336~~

~~Sec. 147.14. No notary public shall certify to the~~ 337  
~~affidavit of a person without administering the appropriate oath~~ 338  
~~or affirmation to the person. A notary public who violates this~~ 339  
~~section shall be removed from office by the secretary of state.~~ 340  
~~The person so removed shall be ineligible to reappointment for a~~ 341  
~~period of three years, subject to investigation and penalties~~ 342  
pursuant to section 147.032 of the Revised Code for failure to 343  
administer the appropriate oath or affirmation to the signer 344  
when such verification on oath or affirmation is required. 345

**Sec. 147.371.** (A) Upon receipt of a fee of two dollars ~~and~~ 346  
~~an affidavit that the original commission of a notary public has~~ 347  
~~been lost or destroyed and submission of the electronic duplicate~~ 348  
commission request form, a duplicate commission as notary public 349  
shall be issued by the secretary of state. 350

(B) Upon receipt of a fee of two dollars and ~~the properly~~ 351  
~~completed, prescribed form submission of the electronic~~ 352  
amendment form for a name ~~and address~~ change under division (B) 353  
of section 147.05 of the Revised Code, the secretary of state 354  
shall issue a duplicate commission as a notary public. 355

(C) The secretary of state shall prescribe and make 356  
available an electronic duplicate commission request form and an 357  
electronic amendment form. 358

**Sec. 147.49.** (A) A notary public who takes an 359  
acknowledgment of a record shall determine, from personal 360  
knowledge or satisfactory evidence of the identity of the person 361  
acknowledging, that the person appearing before the notary 362  
public and making the acknowledgment has the identity claimed 363  
and that the signature on the record is the signature of the 364  
person. 365

(B) A notary public who takes a verification of a 366  
statement on oath or affirmation, a jurat, shall determine from 367  
personal knowledge or satisfactory evidence of the identity of 368  
the person making the verification, that the person appearing 369  
before the notary public and making the verification has the 370  
identity claimed and that the signature on the statement 371  
verified is the signature of the person. 372

**Sec. 147.50.** (A) A notary public has personal knowledge of 373  
the identity of the person appearing before the notary public if 374  
the person is personally known to the notary public through 375  
dealings sufficient to provide reasonable certainty that the 376  
person has the identity claimed. 377

(B) A notary public has satisfactory evidence of the 378  
identity of the person appearing before the notary public if the 379  
notary public can identify the person by either of the following 380  
means: 381

(1) An inspection of a passport, driver's license, 382  
government-issued nondriver identification card, or other form 383  
of government-issued identification with the signature or 384  
photograph of the individual, which is current or expired not 385  
more than three years before performance of the notarial act, 386  
and is satisfactory to the notary public; 387

(2) By verification on oath or affirmation of a credible 388  
witness personally appearing before the notary public and 389  
personally known to the notary public or whom the notary public 390  
can identify on the basis of a passport, driver's license, or 391  
other government-issued nondriver identification card, which is 392  
current or expired not more than three years before performance 393  
of the notarial act. A witness is not credible if the witness 394  
has a conflict of interest regarding the transaction. 395

(C) A notary public may require a person to provide 396  
additional information or identification credentials necessary 397  
to assure the notary public of the identity of the person. 398

(D) As used in this section, "conflict of interest" means 399  
either of the following: 400

(1) The person has a direct financial or other interest in 401  
the transaction in question. 402

(2) The person is named, individually or as a grantor, 403  
grantee, mortgagor, mortgagee, trustor, trustee, beneficiary, 404  
vendor, lessor, or lessee, or as a party in some other capacity 405  
to the transaction. 406

**Sec. 147.53.** The person taking an acknowledgment shall 407  
certify that: 408

~~(A) The the person acknowledging appeared before him the~~ 409  
~~notary public, or person described in divisions (B) to (E) of~~ 410  
~~section 147.51 of the Revised Code, and acknowledged he executed~~ 411  
~~executing the instrument.~~ 412

~~(B) The person acknowledging was known to the person~~ 413  
~~taking the acknowledgment, or that the person taking the~~ 414  
~~acknowledgment had satisfactory evidence that the person~~ 415  
~~acknowledging was the person described in and who executed the~~ 416  
~~instrument.~~ 417

**Sec. 147.591.** (A) As used in this section, "electronic 418  
document," "electronic seal," "electronic signature," and 419  
"online notarization" have the same meanings as in section 420  
147.60 of the Revised Code. 421

(B) (1) An electronic document that is signed in the 422  
physical presence of the notary public with an electronic 423

signature and notarized with an electronic seal shall be 424  
considered an original document. 425

(2) Notwithstanding any other provision of the Revised 426  
Code to the contrary, a digital copy of a document executed 427  
electronically by the parties and acknowledged or sworn before a 428  
notary acting pursuant to this section shall be accepted by 429  
county auditors, clerks of courts of record, deputy registrars, 430  
engineers, and recorders for purposes of approval, transfer, and 431  
recording to the same extent as any other document that is 432  
submitted by an electronic recording method and shall not be 433  
rejected solely by reason of containing electronic signatures or 434  
an electronic notarization, including an online notarization. 435

(3) A county auditor, clerk of a court of record, deputy 436  
registrar, engineer, and recorder shall accept a printed 437  
document that was executed electronically for purposes of 438  
approval, transfer, and recording if that document contains an 439  
attached authenticator certificate in the following, or a 440  
substantially similar, format: 441

"AUTHENTICATOR CERTIFICATE 442

I certify and warrant that the foregoing and annexed paper 443  
document being presented for record, to which this certification 444  
is attached, represents a true, exact, complete, and unaltered 445  
copy of the original electronic document. The county offices of 446  
the auditor, treasurer, recorder, and others necessary to 447  
effectuate the transfer and recording of the instrument shall be 448  
entitled to rely on such certification and warranty for all 449  
purposes. 450

\_\_\_\_\_ [signature of authenticator] 451

\_\_\_\_\_ [printed name of authenticator] 452



\_\_\_\_\_ [street address of authenticator] 453  
\_\_\_\_\_ [city, state, zip code of  
authenticator] 454  
\_\_\_\_\_ [telephone number of  
authenticator] 456  
457

458

1

2

A State of \_\_\_\_\_ )

B ) :ss

C County of \_\_\_\_\_ )

The foregoing authenticator certificate was subscribed and 459  
sworn to in my presence by \_\_\_\_\_ [printed 460  
name of authenticator] on this \_\_\_\_ day of \_\_\_\_\_, 20\_\_ 461

\_\_\_\_\_ 462

Notary Public" 463

(C) An authenticator certificate may not be signed or 464  
notarized with an electronic signature or electronic seal, 465  
either in person or through the use of an online notarization 466  
system. 467

(D) Any notary public may obtain an electronic seal and an 468  
electronic signature for the purposes of notarizing documents 469  
under this section. 470

~~(D)~~ (E) A notary public shall comply with the provisions 471  
of section 147.66 of the Revised Code pertaining to the 472

electronic seal and electronic signature. 473

**Sec. 1706.712.** (A) After each constituent entity has 474  
approved the agreement of merger, a certificate of merger shall 475  
be signed on behalf of both of the following: 476

(1) Each constituent limited liability company, as 477  
provided in division (A) of section 1706.17 of the Revised Code; 478

(2) Each other constituent entity, as provided in its 479  
governing statute. 480

(B) A certificate of merger under this section shall 481  
include all of the following: 482

(1) The name and form of each constituent entity, the 483  
jurisdiction of its governing statute, and its registration 484  
number, if any, as it appears on the records of the secretary of 485  
state; 486

(2) The name and form of the surviving entity, the 487  
jurisdiction of its governing statute, and, if the surviving 488  
entity is created pursuant to the merger, a statement to that 489  
effect; 490

(3) The date the merger is effective under the governing 491  
statute of the surviving entity; 492

(4) The name and mailing address of the person or entity 493  
that is to provide, in response to any written request made by a 494  
shareholder, partner, or other equity holder of a constituent 495  
entity, a copy of the agreement of merger. 496

~~(4)~~(5) If the surviving entity is to be created pursuant 497  
to the merger: 498

(a) If it will be a limited liability company, the limited 499

liability company's articles of organization;	500
(b) If it will be an entity other than a limited liability company, any organizational document that creates the entity that is required to be in a public record.	501 502 503
<del>(5)</del> <u>(6)</u> If the surviving entity exists before the merger, any amendments provided for in the agreement of merger for the organizational document that created the entity that are in a public record;	504 505 506 507
<del>(6)</del> <u>(7)</u> A statement as to each constituent entity that the merger was approved as required by the entity's governing statute;	508 509 510
<del>(7)</del> <u>(8)</u> If the surviving entity is a foreign entity not authorized to transact business in this state, the street address of its statutory agent;	511 512 513
<del>(8)</del> <u>(9)</u> Any additional information required by the governing statute of any constituent entity.	514 515
(C) Each constituent limited liability company shall deliver the certificate of merger for filing in the office of the secretary of state.	516 517 518
(D) A merger becomes effective under sections 1706.71 to 1706.74 of the Revised Code as follows:	519 520
(1) If the surviving entity is a limited liability company, upon the later of the following:	521 522
(a) Compliance with division (C) of this section;	523
(b) As specified in the certificate of merger.	524
(2) If the surviving entity is not a limited liability company, as provided by the governing statute of the surviving	525 526

entity. 527

**Section 2.** That existing sections 111.16, 147.01, 147.011, 528  
147.03, 147.14, 147.371, 147.53, 147.591, and 1706.712 of the 529  
Revised Code are hereby repealed. 530

**Section 3.** That the version of section 147.01 of the 531  
Revised Code that is scheduled to take effect December 29, 2023, 532  
be amended to read as follows: 533

**Sec. 147.01.** (A) The secretary of state may appoint and 534  
commission as notaries public as many persons who meet the 535  
qualifications of division (B) of this section as the secretary 536  
of state considers necessary. 537

(B) In order for a person to qualify to be appointed and 538  
commissioned as a notary public, except as provided in division 539  
(F) of this section, the person shall demonstrate to the 540  
secretary of state that the person satisfies all of the 541  
following: 542

(1) The person has attained the age of eighteen years. 543

(2) (a) Except as provided in division (B) (2) (b) of this 544  
section, the person is a legal resident of this state. 545

(b) The person is not a legal resident of this state, but 546  
is an attorney admitted to the practice of law in this state by 547  
the Ohio supreme court, and has the person's principal place of 548  
business or the person's primary practice in this state. 549

(3) (a) Except as provided in division (B) (3) (b) of this 550  
section, the person has submitted a criminal records check 551  
report completed within the preceding six months in accordance 552  
with section 147.022 of the Revised Code demonstrating that the 553  
applicant has not been convicted of or pleaded guilty or no 554

contest to a disqualifying offense as determined in accordance 555  
with section 9.79 of the Revised Code. 556

(b) A person that is an attorney admitted to the practice 557  
of law in this state or a peace officer shall not be required to 558  
submit a criminal records check when applying to be appointed a 559  
notary public. 560

(4) (a) Except as provided in divisions (B) (4) (b) and (c) 561  
of this section, the person has successfully completed an 562  
educational program and passed a test administered by the 563  
entities authorized by the secretary of state as required under 564  
section 147.021 of the Revised Code. 565

(b) An attorney who is commissioned as a notary public in 566  
this state prior to September 20, 2019, shall not be required to 567  
complete an education program or pass a test as required in 568  
division (B) (4) (a) of this section. 569

(c) Any attorney who applies to become commissioned as a 570  
notary public in this state after September 20, 2019, shall not 571  
be required to pass a test as required in division (B) (4) (a) of 572  
this section, but shall be required to complete an education 573  
program required by that division. 574

~~(C) (1)~~ A notary public shall be appointed and 575  
commissioned as a notary public for the state. ~~The~~ 576

(2) The secretary of state may revoke a commission issued 577  
to a notary public upon the judgment of a court or presentation 578  
of satisfactory evidence of official misconduct or incapacity. 579

(3) If the secretary of state revokes a person's 580  
commission, the person is ineligible for reappointment to the 581  
office of notary public. 582

(D) The secretary of state shall oversee the processing of 583  
notary public applications and shall issue all notary public 584  
commissions. The secretary of state shall oversee the creation 585  
and maintenance of the online database of notaries public 586  
commissioned in this state pursuant to section 147.051 of the 587  
Revised Code. The secretary of state may perform all other 588  
duties as required by this section. The entities authorized by 589  
the secretary of state pursuant to section 147.021 or 147.63 of 590  
the Revised Code shall administer the educational program and 591  
required test or course of instruction and examination, as 592  
applicable. 593

(E) All submissions to the secretary of state for 594  
receiving and renewing commissions, or notifications made under 595  
section 147.05 of the Revised Code, shall be done 596  
electronically. 597

(F) The secretary of state shall appoint and commission as 598  
a notary public for the state an applicant who is commissioned 599  
or licensed as a notary public in another state in accordance 600  
with Chapter 4796. of the Revised Code. 601

(G) Before entering upon the duties of office, a notary 602  
public shall personally appear before a notary public or any 603  
officer authorized by law to administer oaths, who shall 604  
administer an oath of office to the notary public. 605

**Section 4.** That the existing version of section 147.01 of 606  
the Revised Code that is scheduled to take effect December 29, 607  
2023, is hereby repealed. 608

**Section 5.** Sections 3 and 4 of this act take effect 609  
December 29, 2023. 610

**Section 6.** The version of section 147.01 of the Revised 611

Code that is scheduled to take effect December 29, 2023, is 612  
presented in this act as a composite of the section as amended 613  
by both H.B. 567 and S.B. 131 of the 134th General Assembly. The 614  
General Assembly, applying the principle stated in division (B) 615  
of section 1.52 of the Revised Code that amendments are to be 616  
harmonized if reasonably capable of simultaneous operation, 617  
finds that the composite is the resulting version of the section 618  
in effect prior to the effective date of the section as 619  
presented in this act. 620