

ORIGINAL HOUSE  
BILL NO. HB0108

ENROLLED ACT NO. 14, HOUSE OF REPRESENTATIVES

SIXTY-THIRD LEGISLATURE OF THE STATE OF WYOMING  
2016 BUDGET SESSION

AN ACT relating to corporations, partnerships and associations; clarifying requirements for operating a foreign limited liability company in Wyoming; specifying the procedure for revoking and reinstating foreign limited liability company certificates of authority; correcting related statutory references; and providing for an effective date.

*Be It Enacted by the Legislature of the State of Wyoming:*

**Section 1.** W.S. 17-29-114 is created to read:

**17-29-114. Foreign limited liability companies; operation; revocation and reinstatement of certificates of authority.**

To the extent not inconsistent with this act or the provisions of the Wyoming Business Corporations Act, a foreign limited liability company shall do business in Wyoming by complying with the provisions of W.S. 17-16-1501 through 17-16-1536 in the same manner as a foreign corporation. A foreign limited liability company's certificate of authority shall be revoked or reinstated in the manner provided for foreign corporations in W.S. 17-16-1530 through 17-16-1532.

**Section 2.** W.S. 17-16-1533, 17-29-209(a) and 17-29-210(c) are amended to read:

**17-16-1533. Applicability of chapter to foreign limited liability companies.**

To the extent not inconsistent with the Wyoming Limited Liability Company Act, W.S. 17-29-101 through ~~17-29-1102~~ 17-29-1105 and the provisions of this chapter, a limited

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liability company organized in another jurisdiction ~~may~~ shall do business in Wyoming by complying with the applicable provisions of this article. The certificate of authority of a limited liability company organized in another jurisdiction ~~may~~ shall be revoked and reinstated as provided in this act.

**17-29-209. Annual report for secretary of state.**

(a) Every limited liability company organized under the laws of this state and every foreign limited liability company which obtains ~~the right~~ a certificate of authority to transact and carry on business within this state shall file with the secretary of state on or before the first day of the month of organization of every year a certification, under the penalty of perjury, by its treasurer or other fiscal agent setting forth its capital, property and assets located and employed in the state of Wyoming. The statement shall give the address of its principal office. On or before the first day of the month of organization of every year the limited liability company or foreign limited liability company shall pay to the secretary of state in addition to all other statutory taxes and fees a license fee based upon the sum of its capital, property and assets reported, of fifty dollars (\$50.00) or two-tenths of one mill on the dollar (\$.0002), whichever is greater.

**17-29-210. Fees; annual fee.**

(c) Any foreign limited liability company transacting business in this state without ~~qualifying~~ obtaining a certificate of authority as required by W.S. 17-16-1501 and 17-29-114 is subject to the penalties provided by W.S. 17-16-1502(d).

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**Section 3.** This act is effective immediately upon completion of all acts necessary for a bill to become law as provided by Article 4, Section 8 of the Wyoming Constitution.

(END)

\_\_\_\_\_  
Speaker of the House

\_\_\_\_\_  
President of the Senate

\_\_\_\_\_  
Governor

TIME APPROVED: \_\_\_\_\_

DATE APPROVED: \_\_\_\_\_

I hereby certify that this act originated in the House.

\_\_\_\_\_  
Chief Clerk