

SENATE BILL NO. 453—COMMITTEE ON JUDICIARY

(ON BEHALF OF THE SECRETARY OF STATE)

MARCH 29, 2005

Referred to Committee on Judiciary

SUMMARY—Makes various changes concerning business entities.
(BDR 7-576)

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

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

AN ACT relating to business entities; providing for a charging order by the court concerning a stockholder's stock under certain circumstances; revising various provisions concerning the timing, form and contents of certain filings by various business entities; clarifying that certain corporations and associations which are homeowners' associations must comply with certain requirements; providing that a person who knowingly files a forged or false record is subject to civil liability under certain circumstances; establishing certain fees for services provided to business entities; making various other changes concerning business entities; and providing other matters properly relating thereto.

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

Section 1. Chapter 78 of NRS is hereby amended by adding thereto a new section to read as follows:

1. On application to a court of competent jurisdiction by a judgment creditor of a stockholder, the court may charge the stockholder's stock with payment of the unsatisfied amount of the judgment with interest. To the extent so charged, the judgment creditor has only the rights of an assignee of the stockholder's stock.



2. *This section:*

(a) *Applies only to a corporation that:*

(1) *Has more than one, but fewer than 75 stockholders of record at any time;*

(2) *Is not a subsidiary of a publicly traded corporation, either in whole or in part; and*

(3) *Is not a professional corporation, as defined in NRS 89.020.*

(b) *Does not apply to any liability of a stockholder that exists as the result of an action filed before October 1, 2005.*

(c) *Provides the exclusive remedy by which a judgment creditor of a stockholder or an assignee of a stockholder may satisfy a judgment out of the stockholder's stock of the corporation.*

(d) *Does not deprive any stockholder of the benefit of any exemption applicable to the stockholder's stock.*

(e) *Does not supersede any private agreement between a stockholder and a creditor.*

Sec. 2. NRS 78.150 is hereby amended to read as follows:

78.150 1. A corporation organized pursuant to the laws of this State shall, on or before the last day of the first month after the filing of its articles of incorporation with the Secretary of State, file with the Secretary of State a list, on a form furnished by him, containing:

(a) The name of the corporation;

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

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

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

(e) The name and address of the lawfully designated resident agent of the corporation ~~in~~ *in this State*; and

(f) The signature of an officer of the corporation certifying that the list is true, complete and accurate.

2. The corporation shall annually thereafter, on or before the last day of the month in which the anniversary date of incorporation occurs in each year, file with the Secretary of State, on a form furnished by him, an annual list containing all of the information required in subsection 1.

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

(a) A declaration under penalty of perjury that the corporation:

(1) Has complied with the provisions of NRS 360.780; and



(2) 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.

(b) A statement as to whether the 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 his Internet website the Central Index Key of a corporation provided pursuant to this paragraph and instructions describing the manner in which a member of the public may obtain information concerning the corporation from the Securities and Exchange Commission.

4. Upon filing the list required by:

(a) Subsection 1, the corporation shall pay to the Secretary of State a fee of \$125.

(b) Subsection 2, 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	\$125
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

The maximum fee which may be charged pursuant to paragraph (b) for filing the annual list is \$11,100.

5. If a director or officer of a corporation resigns and the resignation is not ~~made in conjunction with the filing of an~~ *reflected on the* annual or amended list of directors and officers, the corporation *or the resigning director or officer* shall pay to the Secretary of State a fee of \$75 to file the resignation . ~~of the director or officer.~~

6. The Secretary of State shall, ~~60~~ 90 days before the last day for filing each annual list required by subsection 2, cause to be mailed to each corporation which is required to comply with the provisions of NRS 78.150 to 78.185, inclusive, and which has not become delinquent, a notice of the fee due pursuant to subsection 4 and a reminder to file the annual list required by subsection 2. Failure of any corporation to receive a notice or form does not excuse it from the penalty imposed by law.

7. If the list to be filed pursuant to the provisions of subsection 1 or 2 is defective in any respect or the fee required by subsection 4



1 is not paid, the Secretary of State may return the list for correction
2 or payment.

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

10 **Sec. 3.** NRS 78.1955 is hereby amended to read as follows:

11 78.1955 1. If the voting powers, designations, preferences,
12 limitations, restrictions and relative rights of any class or series of
13 stock have been established by a resolution of the board of directors
14 pursuant to a provision in the articles of incorporation, a certificate
15 of designation setting forth the resolution *and stating the number of*
16 *shares for each designation* must be signed by an officer of the
17 corporation and filed with the Secretary of State. A certificate of
18 designation signed and filed pursuant to this section must become
19 effective before the issuance of any shares of the class or series.

20 2. Unless otherwise provided in the articles of incorporation or
21 the certificate of designation being amended, if no shares of a class
22 or series of stock established by a resolution of the board of
23 directors have been issued, the designation of the class or series, the
24 number of the class or series and the voting powers, designations,
25 preferences, limitations, restrictions and relative rights of the class
26 or series may be amended by a resolution of the board of directors
27 pursuant to a certificate of amendment filed in the manner provided
28 in subsection 4.

29 3. Unless otherwise provided in the articles of incorporation or
30 the certificate of designation, if shares of a class or series of stock
31 established by a resolution of the board of directors have been
32 issued, the designation of the class or series, the number of the class
33 or series and the voting powers, designations, preferences,
34 limitations, restrictions and relative rights of the class or series may
35 be amended by a resolution of the board of directors only if the
36 amendment is approved as provided in this subsection. Unless
37 otherwise provided in the articles of incorporation or the certificate
38 of designation, the proposed amendment adopted by the board of
39 directors must be approved by the vote of stockholders holding
40 shares in the corporation entitling them to exercise a majority of the
41 voting power, or such greater proportion of the voting power as may
42 be required by the articles of incorporation or the certificate of
43 designation, of:

44 (a) The class or series of stock being amended; and



(b) Each class and each series of stock which, before amendment, is senior to the class or series being amended as to the payment of distributions upon dissolution of the corporation, regardless of any limitations or restrictions on the voting power of that class or series.

4. A certificate of amendment to a certificate of designation must be signed by an officer of the corporation and filed with the Secretary of State and must:

(a) Set forth the original designation and the new designation, if the designation of the class or series is being amended;

(b) State that no shares of the class or series have been issued or state that the approval of the stockholders required pursuant to subsection 3 has been obtained; and

(c) Set forth the amendment to the class or series or set forth the designation of the class or series, the number of the class or series and the voting powers, designations, preferences, limitations, restrictions and relative rights of the class or series, as amended.

5. A certificate filed pursuant to subsection 1 or 4 becomes effective upon filing with the Secretary of State or upon a later date specified in the certificate, which must not be later than 90 days after the certificate is filed.

6. If shares of a class or series of stock established by a certificate of designation are not outstanding, the corporation may file a certificate which states that no shares of the class or series are outstanding and which contains the resolution of the board of directors authorizing the withdrawal of the certificate of designation establishing the class or series of stock. The certificate *must identify the date and certificate of designation being withdrawn and* must be signed by an officer of the corporation and filed with the Secretary of State. Upon filing the certificate and payment of the fee required pursuant to NRS 78.765, all matters contained in the certificate of designation regarding the class or series of stock are eliminated from the articles of incorporation.

7. NRS 78.380, 78.385 and 78.390 do not apply to certificates of amendment filed pursuant to this section.

Sec. 4. NRS 78.780 is hereby amended to read as follows:

~~78.780 [1. The fee for filing a certificate of extension of corporate existence of any corporation is an amount equal to one-fourth of the fee computed at the rates specified in NRS 78.760 for filing articles of incorporation.~~

~~—2.]~~ The fee for filing a certificate of dissolution whether it occurs before or after payment of capital and beginning of business is \$75.



Sec. 5. NRS 78.785 is hereby amended to read as follows:

78.785 1. The fee for filing a certificate of change of location of a corporation's registered office and resident agent, or a new designation of resident agent, is \$60.

2. The fee for certifying *a copy of* articles of incorporation ~~[where a copy is provided]~~ is \$30.

3. The fee for certifying a copy of an amendment to articles of incorporation, or to a copy of the articles as amended, ~~[where a copy is furnished,]~~ is \$30.

4. The fee for certifying an authorized printed copy of the general corporation law as compiled by the Secretary of State is \$30.

5. The fee for reserving a corporate name is \$25.

6. The fee for signing a certificate of corporate existence which does not list the previous records relating to the corporation, or a certificate of change in a corporate name, is \$50.

7. The fee for signing a certificate of corporate existence which lists the previous records relating to the corporation is \$50.

8. The fee for signing, certifying or filing any certificate or record not provided for in NRS 78.760 to 78.785, inclusive, is \$50.

9. The fee for copies ~~[made at]~~ *provided by* the Office of the Secretary of State is \$2 per page.

10. The fees for filing articles of incorporation, articles of merger, or certificates of amendment increasing the basic surplus of a mutual or reciprocal insurer must be computed pursuant to NRS 78.760, 78.765 and 92A.210, on the basis of the amount of basic surplus of the insurer.

11. The fee for examining and provisionally approving any record at any time before the record is presented for filing is \$125.

Sec. 6. NRS 80.110 is hereby amended to read as follows:

80.110 1. Each foreign corporation doing business in this State shall, on or before the last day of the first month after the filing of its certificate of corporate existence with the Secretary of State, and annually thereafter on or before the last day of the month in which the anniversary date of its qualification to do business in this State occurs in each year, file with the Secretary of State a list, on a form furnished by him, that contains:

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

(b) The name and street address of the lawfully designated resident agent of the corporation in this State; and

(c) The signature of an officer of the corporation.

➔ Each list filed pursuant to this subsection must be accompanied by a declaration under penalty of perjury that the foreign



1 corporation has complied with the provisions of NRS 360.780 and
2 which acknowledges that pursuant to NRS 239.330, it is a category
3 C felony to knowingly offer any false or forged instrument for filing
4 with the Office of the Secretary of State. Each list filed pursuant to
5 this subsection must also be accompanied by a statement as to
6 whether the corporation is a publicly traded company. If the
7 corporation is a publicly traded company, the corporation must list
8 its Central Index Key. The Secretary of State shall include on his
9 Internet website the Central Index Key of a corporation provided
10 pursuant to this subsection and instructions describing the manner in
11 which a member of the public may obtain information concerning
12 the corporation from the Securities and Exchange Commission.

13 2. Upon filing:

14 (a) The initial list required by subsection 1, the corporation shall
15 pay to the Secretary of State a fee of \$125.

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

19

20 \$75,000 or less	21 \$125
21 Over \$75,000 and not over \$200,000	22 175
22 Over \$200,000 and not over \$500,000	23 275
23 Over \$500,000 and not over \$1,000,000	24 375
24 Over \$1,000,000:	

25 For the first \$1,000,000..... 375

26 For each additional \$500,000 or fraction thereof..... 275

27 The maximum fee which may be charged pursuant to paragraph (b)
28 for filing the annual list is \$11,100.

29

30 3. If a director or officer of a corporation resigns and the
31 resignation is not ~~made in conjunction with the filing of an~~
32 ~~reflected on the~~ annual or amended list of directors and officers, the
33 corporation ~~or the resigning director or officer~~ shall pay to the
34 Secretary of State a fee of \$75 to file the resignation . ~~of the~~
35 ~~director or officer.]~~

36 4. The Secretary of State shall, ~~60~~ 90 days before the last day
37 for filing each annual list required by subsection 1, cause to be
38 mailed to each corporation which is required to comply with the
39 provisions of NRS 80.110 to 80.175, inclusive, and which has not
40 become delinquent, the blank forms to be completed and filed with
41 him. Failure of any corporation to receive the forms does not excuse
42 it from the penalty imposed by the provisions of NRS 80.110 to
43 80.175, inclusive.

44 5. An annual list for a corporation not in default which is
45 received by the Secretary of State more than 90 days before its due



1 date shall be deemed an amended list for the previous year and does
2 not satisfy the requirements of subsection 1 for the year to which the
3 due date is applicable.

4 **Sec. 7.** Chapter 81 of NRS is hereby amended by adding
5 thereto the provisions set forth as sections 8, 9 and 10 of this act.

6 **Sec. 8. 1.** *The Secretary of State shall not accept for filing*
7 *any articles of incorporation or any certificate of amendment of*
8 *articles of incorporation of any corporation formed under the*
9 *provisions of NRS 81.010 to 81.160, inclusive, and this section*
10 *which provides that the name of the corporation contains the*
11 *words "unit-owners' association" or "homeowners' association"*
12 *or if it appears in the articles of incorporation or certificate of*
13 *amendment of articles of incorporation that the purpose of the*
14 *corporation is to operate as a unit-owners' association pursuant to*
15 *chapter 116 of NRS unless the Administrator of the Real Estate*
16 *Division of the Department of Business and Industry certifies that*
17 *the corporation has:*

18 (a) *Registered with the Ombudsman for Owners in Common-*
19 *Interest Communities pursuant to NRS 116.31158; and*

20 (b) *Paid to the Administrator of the Real Estate Division the*
21 *fees required pursuant to NRS 116.31155.*

22 **2.** *Upon notification from the Administrator of the Real*
23 *Estate Division of the Department of Business and Industry that a*
24 *corporation which is a unit-owners' association as defined in NRS*
25 *116.011 has failed to register pursuant to NRS 116.31158 or failed*
26 *to pay the fees pursuant to NRS 116.31155, the Secretary of State*
27 *shall deem the corporation to be in default. If, after the*
28 *corporation is deemed to be in default, the Administrator notifies*
29 *the Secretary of State that the corporation has registered pursuant*
30 *to NRS 116.31158 and paid the fees pursuant to NRS 116.31155,*
31 *the Secretary of State shall reinstate the corporation if the*
32 *corporation complies with the requirements for reinstatement as*
33 *provided in this section and NRS 78.180 and 78.185.*

34 **Sec. 9. 1.** *The Secretary of State shall not accept for filing*
35 *any articles of association or any certificate of amendment of*
36 *articles of association of any association formed under the*
37 *provisions of NRS 81.170 to 81.270, inclusive, and this section*
38 *which provides that the name of the association contains the*
39 *words "unit-owners' association" or "homeowners' association"*
40 *or if it appears in the articles of association or certificate of*
41 *amendment of articles of association that the purpose of the*
42 *association is to operate as a unit-owners' association pursuant to*
43 *chapter 116 of NRS unless the Administrator of the Real Estate*
44 *Division of the Department of Business and Industry certifies that*
45 *the association has:*



1 (a) Registered with the Ombudsman for Owners in Common-
2 Interest Communities pursuant to NRS 116.31158; and

3 (b) Paid to the Administrator of the Real Estate Division the
4 fees required pursuant to NRS 116.31155.

5 2. Upon notification from the Administrator of the Real
6 Estate Division of the Department of Business and Industry that
7 an association which is a unit-owners' association as defined in
8 NRS 116.011 has failed to register pursuant to NRS 116.31158 or
9 failed to pay the fees pursuant to NRS 116.31155, the Secretary of
10 State shall deem the association to be in default. If, after the
11 association is deemed to be in default, the Administrator notifies
12 the Secretary of State that the association has registered pursuant
13 to NRS 116.31158 and paid the fees pursuant to NRS 116.31155,
14 the Secretary of State shall reinstate the association if the
15 association complies with the requirements for reinstatement as
16 provided in this section and NRS 78.180 and 78.185 and pays the
17 fees required pursuant to NRS 82.193.

18 **Sec. 10.** 1. The Secretary of State shall not accept for filing
19 any articles of incorporation or any certificate of amendment of
20 articles of incorporation of any corporation formed under the
21 provisions of NRS 81.410 to 81.540, inclusive, and this section
22 which provides that the name of the corporation contains the
23 words "unit-owners' association" or "homeowners' association"
24 or if it appears in the articles of incorporation or certificate of
25 amendment of articles of incorporation that the purpose of the
26 corporation is to operate as a unit-owners' association pursuant to
27 chapter 116 of NRS unless the Administrator of the Real Estate
28 Division of the Department of Business and Industry certifies that
29 the corporation has:

30 (a) Registered with the Ombudsman for Owners in Common-
31 Interest Communities pursuant to NRS 116.31158; and

32 (b) Paid to the Administrator of the Real Estate Division the
33 fees required pursuant to NRS 116.31155.

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



1 *provided in this section and NRS 78.180 and 78.185 and pays the*
2 *fees required pursuant to NRS 82.193.*

3 **Sec. 11.** NRS 81.010 is hereby amended to read as follows:

4 81.010 1. Nonprofit cooperative corporations may be formed
5 by the voluntary association of any three or more persons in the
6 manner prescribed in NRS 81.010 to 81.160, inclusive ~~§~~, *and*
7 *section 8 of this act.* A majority of the persons must be residents of
8 this State, and such a corporation has and may exercise the powers
9 necessarily incident thereto. Except as otherwise provided in
10 subsection 2, the provisions of chapter 78 of NRS govern each
11 nonprofit cooperative corporation organized pursuant to NRS
12 81.010 to 81.160, inclusive ~~§~~, *and section 8 of this act.* If such a
13 nonprofit cooperative corporation is organized without shares of
14 stock, the members shall be deemed to be “shareholders” or
15 “stockholders” as these terms are used in chapter 78 of NRS.

16 2. If the term for which a nonprofit cooperative corporation
17 was to exist has expired but the corporation has continued to
18 perform the activities authorized by its original articles of
19 incorporation or any amendment thereto, revival of its corporate
20 existence does not require the consent of its members or
21 stockholders. Each required action to accomplish a revival may be
22 taken by a majority of the surviving directors. The revival is
23 effective as of the date of expiration of the original term.

24 **Sec. 12.** NRS 81.170 is hereby amended to read as follows:

25 81.170 1. NRS 81.170 to 81.270, inclusive, *and section 9 of*
26 *this act* being passed to promote association for mutual welfare, the
27 words “lawful business” extend to every kind of lawful effort for
28 business, education, industrial, benevolent, social or political
29 purposes, whether conducted for profit or not.

30 2. NRS 81.170 to 81.270, inclusive, *and section 9 of this act*
31 must not be strictly construed, but their provisions must at all times
32 be liberally construed with a view to effect their object and to
33 promote their purposes.

34 **Sec. 13.** NRS 81.200 is hereby amended to read as follows:

35 81.200 1. Each association formed under NRS 81.170 to
36 81.270, inclusive, *and section 9 of this act* shall prepare articles of
37 association in writing, setting forth:

38 (a) The name of the association.

39 (b) The purpose for which it is formed.

40 (c) The name of the person designated as the resident agent, the
41 street address for service of process, and the mailing address if
42 different from the street address.

43 (d) The term for which it is to exist, which may be perpetual.

44 (e) The names and addresses, either residence or business, of the
45 directors selected for the first year.



(f) The amount which each member is to pay upon admission as a fee for membership, and that each member signing the articles has actually paid the fee.

(g) That the interest and right of each member therein is to be equal.

(h) The name and address, either residence or business, of each of the persons signing the articles of association.

2. The articles of association must be signed by the original associates or members.

3. The articles so signed must be filed, together with a certificate of acceptance of appointment signed by the resident agent for the association, in the Office of the Secretary of State. ~~[-, who shall furnish a certified copy thereof.]~~ From the time of the filing in the Office of the Secretary of State, the association may exercise all the powers for which it was formed.

Sec. 14. NRS 81.410 is hereby amended to read as follows:

81.410 1. Nonprofit cooperative corporations may be formed by the voluntary association of any three or more persons in the manner prescribed in NRS 81.410 to 81.540, inclusive ~~[-]~~, *and section 10 of this act.*

2. Except as otherwise provided in subsection 3, the provisions of chapter 82 of NRS govern a nonprofit cooperative corporation organized pursuant to NRS 81.410 to 81.540, inclusive, *and section 10 of this act*, except to the extent that the provisions of chapter 82 of NRS are inconsistent with NRS 81.410 to 81.540, inclusive ~~[-]~~, *and section 10 of this act.*

3. NRS 82.081 and 82.136 do not apply to a nonprofit cooperative corporation organized pursuant to NRS 81.410 to 81.540, inclusive ~~[-]~~, *and section 10 of this act.*

Sec. 15. NRS 82.371 is hereby amended to read as follows:

82.371 1. A corporation may restate, or amend and restate, in a single certificate the entire text of its articles as amended by filing with the Secretary of State a certificate which must set forth the articles as amended to the date of the certificate. If the certificate alters or amends the articles in any manner, it must comply with the provisions of NRS 82.346, 82.351 and 82.356, as applicable, and must be accompanied by ~~[-]~~

~~—(a) A resolution; or~~

~~—(b) A~~ *a* form prescribed by the Secretary of State ~~[-]~~

~~—]~~ setting forth which provisions of the articles of incorporation on file with the Secretary of State are being altered or amended.

2. If the certificate does not alter or amend the articles, it must be signed by an officer of the corporation and must state that he has been authorized to sign the certificate by resolution of the board of directors adopted on the date stated, and that the certificate correctly



1 sets forth the text of the articles as amended to the date of the
2 certificate.

3 3. The following may be omitted from the restated articles:

4 (a) The names, addresses, signatures and acknowledgments of
5 the incorporators;

6 (b) The names and addresses of the members of the past and
7 present board of directors; and

8 (c) The name and address of the resident agent.

9 4. Whenever a corporation is required to file a certified copy of
10 its articles, in lieu thereof it may file a certified copy of the most
11 recent certificate restating its articles as amended, subject to the
12 provisions of subsection 2, together with certified copies of all
13 certificates of amendment filed after the restated articles and
14 certified copies of all certificates supplementary to the original
15 articles.

16 **Sec. 16.** NRS 82.546 is hereby amended to read as follows:

17 82.546 1. Any corporation which did exist or is existing
18 pursuant to the laws of this State may, upon complying with the
19 provisions of NRS 78.150 and 82.193, procure a renewal or revival
20 of its charter for any period, together with all the rights, franchises,
21 privileges and immunities, and subject to all its existing and
22 preexisting debts, duties and liabilities secured or imposed by its
23 original charter and amendments thereto, or its existing charter, by
24 filing:

25 (a) A certificate with the Secretary of State, which must set
26 forth:

27 (1) The name of the corporation, which must be the name of
28 the corporation at the time of the renewal or revival, or its name at
29 the time its original charter expired.

30 (2) The name and street address of the lawfully designated
31 resident agent of the filing corporation, and his mailing address if
32 different from his street address.

33 (3) The date when the renewal or revival of the charter is to
34 commence or be effective, which may be, in cases of a revival,
35 before the date of the certificate.

36 (4) Whether or not the renewal or revival is to be perpetual,
37 and, if not perpetual, the time for which the renewal or revival is to
38 continue.

39 (5) That the corporation desiring to renew or revive its
40 charter is, or has been, organized and carrying on the business
41 authorized by its existing or original charter and amendments
42 thereto, and desires to renew or continue through revival its
43 existence pursuant to and subject to the provisions of this chapter.



(b) A list of its president, secretary and treasurer and all of its directors and their mailing or street addresses, either residence or business.

2. A corporation whose charter has not expired and is being renewed shall cause the certificate to be signed by ~~its president or vice president and secretary or assistant secretary.~~ *an officer of the corporation.* The certificate must be approved by a majority of the last-appointed surviving directors.

3. A corporation seeking to revive its original or amended charter shall cause the certificate to be signed by its president or vice president and secretary or assistant secretary. The signing and filing of the certificate must be approved unanimously by the last-appointed surviving directors of the corporation and must contain a recital that unanimous consent was secured. The corporation shall pay to the Secretary of State the fee required to establish a new corporation pursuant to the provisions of this chapter.

4. The filed certificate, or a copy thereof which has been certified under the hand and seal of the Secretary of State, must be received in all courts and places as prima facie evidence of the facts therein stated and of the existence and incorporation of the corporation named therein.

Sec. 17. NRS 86.141 is hereby amended to read as follows:

86.141 ~~[A]~~

1. Except as otherwise provided in subsection 2, a limited-liability company may be organized under this chapter for any lawful purpose. ~~[except insurance.]~~

2. A limited-liability company may not be organized for the purpose of insurance unless approved to do so by the Commissioner of Insurance.

Sec. 18. NRS 86.171 is hereby amended to read as follows:

86.171 1. The name of a limited-liability company formed under the provisions of this chapter must contain the words "Limited-Liability Company," "Limited Liability Company," "Limited Company," or "Limited" or the abbreviations "Ltd.," "L.L.C.," "L.C.," "LLC" or "LC." The word "Company" may be abbreviated as "Co."

2. The name proposed for a limited-liability company must be distinguishable on the records of the Secretary of State from the names of all other artificial persons formed, organized, registered or qualified pursuant to the provisions of this title that are on file in the Office of the Secretary of State and all names that are reserved in the Office of the Secretary of State pursuant to the provisions of this title. If a proposed name is not so distinguishable, the Secretary of State shall return the articles of organization to the organizer, unless the written, acknowledged consent of the holder of the name on file



1 or reserved name to use the same name or the requested similar
2 name accompanies the articles of organization.

3 3. For the purposes of this section and NRS 86.176, a proposed
4 name is not distinguishable from a name on file or reserved name
5 solely because one or the other contains distinctive lettering, a
6 distinctive mark, a trademark or a trade name, or any combination
7 thereof.

8 4. The name of a limited-liability company whose charter has
9 been revoked, which has merged and is not the surviving entity or
10 whose existence has otherwise terminated is available for use by any
11 other artificial person.

12 5. The Secretary of State shall not accept for filing any articles
13 of organization for any limited-liability company if the name of the
14 limited-liability company contains the word "accountant,"
15 "accounting," "accountancy," "auditor" or "auditing" unless the
16 Nevada State Board of Accountancy certifies that the limited-
17 liability company:

18 (a) Is registered pursuant to the provisions of chapter 628 of
19 NRS; or

20 (b) Has filed with the Nevada State Board of Accountancy under
21 penalty of perjury a written statement that the limited-liability
22 company is not engaged in the practice of accounting and is not
23 offering to practice accounting in this State.

24 6. The Secretary of State shall not accept for filing any articles
25 of organization or certificate of amendment of articles of
26 organization of any limited-liability company formed or existing
27 pursuant to the laws of this State which provides that the name of
28 the limited-liability company contains the word "bank" or "trust"
29 unless:

30 (a) It appears from the articles of organization or the certificate
31 of amendment that the limited-liability company proposes to carry
32 on business as a banking or trust company, exclusively or in
33 connection with its business as a bank, savings and loan association
34 or thrift company; and

35 (b) The articles of organization or certificate of amendment is
36 first approved by the Commissioner of Financial Institutions.

37 7. The Secretary of State shall not accept for filing any articles
38 of organization or certificate of amendment of articles of
39 organization of any limited-liability company formed or existing
40 pursuant to the provisions of this chapter if it appears from the
41 articles or the certificate of amendment that the business to be
42 carried on by the limited-liability company is subject to supervision
43 by the Commissioner of Insurance or by the Commissioner of
44 Financial Institutions unless the articles or certificate of amendment



1 is approved by the Commissioner who will supervise the business of
2 the ~~foreign~~ limited-liability company.

3 8. Except as otherwise provided in subsection 7, the Secretary
4 of State shall not accept for filing any articles of organization or
5 certificate of amendment of articles of organization of any limited-
6 liability company formed or existing pursuant to the laws of this
7 State which provides that the name of the limited-liability company
8 contains the words "engineer," "engineered," "engineering,"
9 "professional engineer," "registered engineer" or "licensed
10 engineer" unless:

11 (a) The State Board of Professional Engineers and Land
12 Surveyors certifies that the principals of the limited-liability
13 company are licensed to practice engineering pursuant to the laws of
14 this State; or

15 (b) The State Board of Professional Engineers and Land
16 Surveyors certifies that the limited-liability company is exempt from
17 the prohibitions of NRS 625.520.

18 9. The Secretary of State may adopt regulations that interpret
19 the requirements of this section.

20 **Sec. 19.** NRS 86.221 is hereby amended to read as follows:

21 86.221 1. The articles of organization of a limited-liability
22 company may be amended for any purpose, not inconsistent with
23 law, as determined by all of the members or permitted by the articles
24 or an operating agreement.

25 2. An amendment must be made in the form of a certificate
26 setting forth:

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

28 (b) Whether the limited-liability company is managed by
29 managers or members; and

30 (c) The amendment to the articles of organization.

31 3. The certificate of amendment must be signed by a manager
32 of the company or, if management is not vested in a manager, by a
33 member.

34 4. Restated articles of organization may be signed and filed in
35 the same manner as a certificate of amendment. If the certificate
36 alters or amends the articles in any manner, it must be accompanied
37 by ~~f~~:

38 ~~—(a) A resolution; or~~

39 ~~—(b) A~~ a form prescribed by the Secretary of State ~~f~~:

40 ~~—~~ setting forth which provisions of the articles of organization on
41 file with the Secretary of State are being altered or amended.

42 **Sec. 20.** NRS 86.263 is hereby amended to read as follows:

43 86.263 1. A limited-liability company shall, on or before the
44 last day of the first month after the filing of its articles of



1 organization with the Secretary of State, file with the Secretary of
2 State, on a form furnished by him, a list that contains:

- 3 (a) The name of the limited-liability company;
- 4 (b) The file number of the limited-liability company, if known;
- 5 (c) The names and titles of all of its managers or, if there is no
6 manager, all of its managing members;
- 7 (d) The address, either residence or business, of each manager or
8 managing member listed, following the name of the manager or
9 managing member;

10 (e) The name and *street* address of ~~the~~ *its* lawfully designated
11 resident agent ~~of the limited-liability company;~~ *in this State;* and

12 (f) The signature of a manager or managing member of the
13 limited-liability company certifying that the list is true, complete
14 and accurate.

15 2. The limited-liability company shall annually thereafter, on
16 or before the last day of the month in which the anniversary date of
17 its organization occurs, file with the Secretary of State, on a form
18 furnished by him, an amended list containing all of the information
19 required in subsection 1.

20 3. Each list required by subsections 1 and 2 must be
21 accompanied by a declaration under penalty of perjury that the
22 limited-liability company:

- 23 (a) Has complied with the provisions of NRS 360.780; and
- 24 (b) Acknowledges that pursuant to NRS 239.330, it is a category
25 C felony to knowingly offer any false or forged instrument for filing
26 in the Office of the Secretary of State.

27 4. Upon filing:

28 (a) The initial list required by subsection 1, the limited-liability
29 company shall pay to the Secretary of State a fee of \$125.

30 (b) Each annual list required by subsection 2, the limited-
31 liability company shall pay to the Secretary of State a fee of \$125.

32 5. If a manager or managing member of a limited-liability
33 company resigns and the resignation is not ~~made in conjunction~~
34 ~~with the filing of an~~ *reflected on the* annual or amended list of
35 managers and managing members, the limited-liability company *or*
36 *the resigning manager or managing member* shall pay to the
37 Secretary of State a fee of \$75 to file the resignation . ~~of the~~
38 ~~manager or managing member.~~

39 6. The Secretary of State shall, ~~60~~ *90* days before the last day
40 for filing each list required by subsection 2, cause to be mailed to
41 each limited-liability company which is required to comply with the
42 provisions of this section, and which has not become delinquent, a
43 notice of the fee due under subsection 4 and a reminder to file a list
44 required by subsection 2. Failure of any company to receive a notice
45 or form does not excuse it from the penalty imposed by law.



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

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

Sec. 21. NRS 86.5461 is hereby amended to read as follows:

86.5461 1. Each foreign limited-liability company doing business in this State shall, on or before the last day of the first month after the filing of its application for registration as a foreign limited-liability company with the Secretary of State, and annually thereafter on or before the last day of the month in which the anniversary date of its qualification to do business in this State occurs in each year, file with the Secretary of State a list on a form furnished by him that contains:

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

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

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

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

(e) The name and *street* address of its lawfully designated resident agent in this State; and

(f) The signature of a manager or managing member of the foreign limited-liability company certifying that the list is true, complete and accurate.

2. Each list filed pursuant to this section must be accompanied by a declaration under penalty of perjury that the foreign limited-liability company:

(a) Has complied with the provisions of NRS 360.780; and

(b) 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.

3. Upon filing:

(a) The initial list required by this section, the foreign limited-liability company shall pay to the Secretary of State a fee of \$125.

(b) Each annual list required by this section, the foreign limited-liability company shall pay to the Secretary of State a fee of \$125.

4. If a manager or managing member of a foreign limited-liability company resigns and the resignation is not ~~made in conjunction with the filing of an~~ *reflected on the* annual or amended list of managers and managing members, the foreign limited-liability company *or the resigning manager or managing*



1 **member** shall pay to the Secretary of State a fee of \$75 to file the
2 resignation. ~~[of the manager or managing member.]~~

3 5. The Secretary of State shall, ~~[60]~~ 90 days before the last day
4 for filing each annual list required by this section, cause to be
5 mailed to each foreign limited-liability company which is required
6 to comply with the provisions of NRS 86.5461 to 86.5468,
7 inclusive, and which has not become delinquent, the blank forms to
8 be completed and filed with him. Failure of any foreign limited-
9 liability company to receive the forms does not excuse it from the
10 penalty imposed by the provisions of NRS 86.5461 to 86.5468,
11 inclusive.

12 6. If the list to be filed pursuant to the provisions of subsection
13 1 is defective or the fee required by subsection 3 is not paid, the
14 Secretary of State may return the list for correction or payment.

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

20 **Sec. 22.** NRS 86.561 is hereby amended to read as follows:

21 86.561 1. The Secretary of State shall charge and collect for:

22 (a) Filing the original articles of organization, or for registration
23 of a foreign company, \$75;

24 (b) Amending or restating the articles of organization, amending
25 the registration of a foreign company or filing a certificate of
26 correction, \$175;

27 (c) Filing the articles of dissolution of a domestic or foreign
28 company, \$75;

29 (d) Filing a statement of change of address of a records or
30 registered office, or change of the resident agent, \$60;

31 (e) Certifying **a copy of** articles of organization or an
32 amendment to the articles, ~~[in both cases where a copy is provided,]~~
33 \$30;

34 (f) Certifying an authorized printed copy of this chapter, \$30;

35 (g) Reserving a name for a limited-liability company, \$25;

36 (h) Filing a certificate of cancellation, \$75;

37 (i) Signing, filing or certifying any other record, \$50; and

38 (j) Copies ~~[made at]~~ **provided by** the Office of the Secretary of
39 State, \$2 per page.

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



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

3 **Sec. 23.** NRS 87.440 is hereby amended to read as follows:

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

7 (a) The name of the partnership.

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

9 (c) The name of the person designated as the partnership's
10 resident agent, the street address of the resident agent where process
11 may be served upon the partnership and the mailing address of the
12 resident agent if it is different than his street address.

13 (d) The name and business address of each managing partner in
14 this State.

15 (e) A brief statement of the professional service rendered by the
16 partnership.

17 (f) That the partnership thereafter will be a registered limited-
18 liability partnership.

19 (g) Any other information that the partnership wishes to include.

20 2. The certificate of registration must be signed by a majority
21 in interest of the partners or by one or more partners authorized to
22 sign such a certificate.

23 3. The certificate of registration must be accompanied by a fee
24 of ~~[\$175]~~ \$75.

25 4. The Secretary of State shall register as a registered limited-
26 liability partnership any partnership that submits a completed
27 certificate of registration with the required fee.

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

30 **Sec. 24.** NRS 87.510 is hereby amended to read as follows:

31 87.510 1. A registered limited-liability partnership shall, on
32 or before the last day of the first month after the filing of its
33 certificate of registration with the Secretary of State, and annually
34 thereafter on or before the last day of the month in which the
35 anniversary date of the filing of its certificate of registration with the
36 Secretary of State occurs, file with the Secretary of State, on a form
37 furnished by him, a list that contains:

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

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

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

42 (d) The address, either residence or business, of each managing
43 partner;



(e) The name and *street* address of ~~the~~ *its* lawfully designated resident agent ~~of the registered limited liability partnership;~~ *in this State;* and

(f) The signature of a managing partner of the registered limited-liability partnership certifying that the list is true, complete and accurate.

↳ Each list filed pursuant to this subsection must be accompanied by a declaration under penalty of perjury that the registered limited-liability partnership has complied with the provisions of NRS 360.780 and which acknowledges that pursuant to NRS 239.330 it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

2. Upon filing:

(a) The initial list required by subsection 1, the registered limited-liability partnership shall pay to the Secretary of State a fee of \$125.

(b) Each annual list required by subsection 1, the registered limited-liability partnership shall pay to the Secretary of State a fee of \$125.

3. If a managing partner of a registered limited-liability partnership resigns and the resignation is not ~~made in conjunction with the filing of an~~ *reflected on the* annual or amended list of managing partners, the registered limited-liability partnership *or the resigning managing partner* shall pay to the Secretary of State a fee of \$75 to file the resignation. ~~of the managing partner.~~

4. The Secretary of State shall, at least 90 days before the last day for filing each annual list required by subsection 1, cause to be mailed to the registered limited-liability partnership a notice of the fee due pursuant to subsection 2 and a reminder to file the annual list required by subsection 1. The failure of any registered limited-liability partnership to receive a notice or form does not excuse it from complying with the provisions of this section.

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

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

Sec. 25. NRS 87.541 is hereby amended to read as follows:

87.541 1. Each foreign registered limited-liability partnership doing business in this State shall, on or before the last day of the first month after the filing of its application for registration as a foreign registered limited-liability partnership with the Secretary of



1 State, and annually thereafter on or before the last day of the month
2 in which the anniversary date of its qualification to do business in
3 this State occurs in each year, file with the Secretary of State a list,
4 on a form furnished by him, 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;

12 (e) The name and *street* address of ~~[the]~~ *its* lawfully designated
13 resident agent ~~{of the foreign registered limited liability~~
14 ~~partnership;}~~ *in this State;* and

15 (f) The signature of a managing partner of the foreign registered
16 limited-liability partnership certifying that the list is true, complete
17 and accurate.

18 2. Each list filed pursuant to this section must be accompanied
19 by a declaration under penalty of perjury that the foreign registered
20 limited-liability partnership:

21 (a) Has complied with the provisions of NRS 360.780; and

22 (b) Acknowledges that pursuant to NRS 239.330, it is a category
23 C felony to knowingly offer any false or forged instrument for filing
24 in the Office of the Secretary of State.

25 3. Upon filing:

26 (a) The initial list required by this section, the foreign registered
27 limited-liability partnership shall pay to the Secretary of State a fee
28 of \$125.

29 (b) Each annual list required by this section, the foreign
30 registered limited-liability partnership shall pay to the Secretary of
31 State a fee of \$125.

32 4. If a managing partner of a foreign registered limited-liability
33 partnership resigns and the resignation is not ~~{made in conjunction~~
34 ~~with the filing of an}~~ *reflected on the* annual or amended list of
35 managing partners, the foreign registered limited-liability
36 partnership *or the managing partner* shall pay to the Secretary of
37 State a fee of \$75 to file the resignation. ~~{of the managing partner.}~~

38 5. The Secretary of State shall, ~~{60}~~ *90* days before the last day
39 for filing each annual list required by subsection 1, cause to be
40 mailed to each foreign registered limited-liability partnership which
41 is required to comply with the provisions of NRS 87.541 to 87.544,
42 inclusive, and which has not become delinquent, the blank forms to
43 be completed and filed with him. Failure of any foreign registered
44 limited-liability partnership to receive the forms does not excuse it



1 from the penalty imposed by the provisions of NRS 87.541 to
2 87.544, inclusive.

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

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

11 **Sec. 26.** NRS 87.550 is hereby amended to read as follows:

12 87.550 In addition to any other fees required by NRS 87.440 to
13 87.540, inclusive, and 87.560, the Secretary of State shall charge
14 and collect the following fees for services rendered pursuant to
15 those sections:

16 1. For certifying records required by NRS 87.440 to 87.540,
17 inclusive, and 87.560, \$30 per certification.

18 2. For signing a certificate verifying the existence of a
19 registered limited-liability partnership, if the registered limited-
20 liability partnership has not filed a certificate of amendment, \$50.

21 3. For signing a certificate verifying the existence of a
22 registered limited-liability partnership, if the registered limited-
23 liability partnership has filed a certificate of amendment, \$50.

24 4. For signing, certifying or filing any certificate or record not
25 required by NRS 87.440 to 87.540, inclusive, and 87.560, \$50.

26 5. For any copies ~~made~~ *provided* by the Office of the
27 Secretary of State, \$2 per page.

28 6. For examining and provisionally approving any record
29 before the record is presented for filing, \$125.

30 **Sec. 27.** NRS 88.355 is hereby amended to read as follows:

31 88.355 1. A certificate of limited partnership is amended by
32 filing a certificate of amendment thereto in the Office of the
33 Secretary of State. The certificate must set forth:

34 (a) The name of the limited partnership; and

35 (b) The amendment.

36 2. Within 30 days after the happening of any of the following
37 events an amendment to a certificate of limited partnership
38 reflecting the occurrence of the event or events must be filed:

39 (a) The admission of a new general partner;

40 (b) The withdrawal of a general partner; or

41 (c) The continuation of the business under NRS 88.550 after an
42 event of withdrawal of a general partner.

43 3. A general partner who becomes aware that any statement in
44 a certificate of limited partnership was false when made or that any
45 arrangements or other facts described, except the address of its



1 office or the name or address of its resident agent, have changed,
2 making the certificate inaccurate in any respect, shall promptly
3 amend the certificate.

4 4. A certificate of limited partnership may be amended at any
5 time for any other proper purpose the general partners determine.

6 5. No person has any liability because an amendment to a
7 certificate of limited partnership has not been filed to reflect the
8 occurrence of any event referred to in subsection 2 if the amendment
9 is filed within the 30-day period specified in subsection 2.

10 6. A restated certificate of limited partnership may be signed
11 and filed in the same manner as a certificate of amendment. If the
12 certificate alters or amends the certificate of limited partnership in
13 any manner, it must be accompanied by ~~the~~

14 ~~—(a) A resolution; or~~

15 ~~—(b) A~~ a form prescribed by the Secretary of State ~~the~~

16 ~~—} setting forth which provisions of the certificate of limited~~
17 partnership on file with the Secretary of State are being altered or
18 amended.

19 **Sec. 28.** NRS 88.375 is hereby amended to read as follows:

20 88.375 1. Each certificate required by NRS 88.350 to 88.390,
21 inclusive, to be filed in the Office of the Secretary of State must be
22 signed in the following manner:

23 (a) An original certificate of limited partnership must be signed
24 by all ~~[general partners;]~~ organizers;

25 (b) A certificate of amendment must be signed by at least one
26 general partner and by each other general partner designated in the
27 certificate as a new general partner; and

28 (c) A certificate of cancellation must be signed by all general
29 partners.

30 2. Any person may sign a certificate by an attorney-in-fact, but
31 a power of attorney to sign a certificate relating to the admission of
32 a general partner must specifically describe the admission.

33 3. The signing of a certificate by a general partner constitutes
34 an affirmation under the penalties of perjury that the facts stated
35 therein are true.

36 **Sec. 29.** NRS 88.395 is hereby amended to read as follows:

37 88.395 1. A limited partnership shall, on or before the last
38 day of the first month after the filing of its certificate of limited
39 partnership with the Secretary of State, and annually thereafter on or
40 before the last day of the month in which the anniversary date of the
41 filing of its certificate of limited partnership occurs, file with the
42 Secretary of State, on a form furnished by him, a list that contains:

43 (a) The name of the limited partnership;

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

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



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

(e) The name and *street* address of ~~the~~ *its* lawfully designated resident agent ~~{of the limited partnership;}~~ *in this State;* and

(f) The signature of a general partner of the limited partnership certifying that the list is true, complete and accurate.

↳ Each list filed pursuant to this subsection must be accompanied by a declaration under penalty of perjury that the limited partnership has complied with the provisions of NRS 360.780 and which acknowledges that pursuant to NRS 239.330 it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

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

(a) The initial list required by subsection 1, pay to the Secretary of State a fee of \$125.

(b) Each annual list required by subsection 1, pay to the Secretary of State a fee of \$125.

3. A registered limited-liability limited partnership shall, upon filing:

(a) The initial list required by subsection 1, pay to the Secretary of State a fee of \$125.

(b) Each annual list required by subsection 1, pay to the Secretary of State a fee of \$175.

4. If a general partner of a limited partnership resigns and the resignation is not ~~{made in conjunction with the filing of an}~~ *reflected on the* annual or amended list of general partners, the limited partnership *or the resigning general partner* shall pay to the Secretary of State a fee of \$75 to file the resignation. ~~{of the general partner.}~~

5. The Secretary of State shall, ~~{60}~~ *90* days before the last day for filing each annual list required by subsection 1, cause to be mailed to each limited partnership which is required to comply with the provisions of this section, and which has not become delinquent, a notice of the fee due pursuant to the provisions of subsection 2 or 3, as appropriate, and a reminder to file the annual list. Failure of any limited partnership to receive a notice or form does not excuse it from the penalty imposed by NRS 88.400.

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

7. An annual list for a limited partnership not in default that is received by the Secretary of State more than 90 days before its due date shall be deemed an amended list for the previous year and does



1 not satisfy the requirements of subsection 1 for the year to which the
2 due date is applicable.

3 8. A filing made pursuant to this section does not satisfy the
4 provisions of NRS 88.355 and may not be substituted for filings
5 submitted pursuant to NRS 88.355.

6 **Sec. 30.** NRS 88.415 is hereby amended to read as follows:

7 88.415 The Secretary of State, for services relating to his
8 official duties and the records of his office, shall charge and collect
9 the following fees:

10 1. For filing a certificate of limited partnership, or for
11 registering a foreign limited partnership, \$75.

12 2. For filing a certificate of registration of limited-liability
13 limited partnership, or for registering a foreign registered limited-
14 liability *limited* partnership, \$100.

15 3. For filing a certificate of amendment of limited partnership
16 or restated certificate of limited partnership, \$175.

17 4. For filing a certificate of a change of location of the records
18 office of a limited partnership or the office of its resident agent, or a
19 designation of a new resident agent, \$60.

20 5. For certifying a *copy of a* certificate of limited partnership,
21 an amendment to the certificate, or a certificate as amended, ~~[where~~
22 ~~a copy is provided.]~~ \$30 per certification.

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

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

27 8. For copies ~~[made at]~~ *provided by* the Office of the Secretary
28 of State, \$2 per page.

29 9. For filing a certificate of cancellation of a limited
30 partnership, \$75.

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

33 **Sec. 31.** 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, on or before the last day of the first month after the
36 filing of its application for registration as a foreign limited
37 partnership with the Secretary of State, and annually thereafter on or
38 before the last day of the month in which the anniversary date of its
39 qualification to do business in this State occurs in each year, file
40 with the Secretary of State a list, on a form furnished by him, that
41 contains:

42 (a) The name of the foreign limited partnership;

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

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



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

(e) The name and *street* address of its lawfully designated resident agent in this State; and

(f) The signature of a general partner of the foreign limited partnership certifying that the list is true, complete and accurate.

2. Each list filed pursuant to this section must be accompanied by a declaration under penalty of perjury that the foreign limited partnership:

(a) Has complied with the provisions of NRS 360.780; and

(b) Acknowledges that pursuant to NRS 239.330 it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

3. Upon filing:

(a) The initial list required by this section, the foreign limited partnership shall pay to the Secretary of State a fee of \$125.

(b) Each annual list required by this section, the foreign limited partnership shall pay to the Secretary of State a fee of \$125.

4. If a general partner of a foreign limited partnership resigns and the resignation is not ~~made in conjunction with the filing of an~~ *reflected on the* annual or amended list of general partners, the foreign limited partnership *or the resigning general partner* shall pay to the Secretary of State a fee of \$75 to file the resignation of the general partner.

5. The Secretary of State shall, ~~60~~ *90* days before the last day for filing each annual list required by subsection 1, cause to be mailed to each foreign limited partnership, which is required to comply with the provisions of NRS 88.591 to 88.5945, inclusive, and which has not become delinquent, the blank forms to be completed and filed with him. Failure of any foreign limited partnership to receive the forms does not excuse it from the penalty imposed by the provisions of NRS 88.591 to 88.5945, inclusive.

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

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

Sec. 32. NRS 88A.210 is hereby amended to read as follows:

88A.210 1. One or more persons may create a business trust by adopting a governing instrument and signing and filing with the Secretary of State a certificate of trust and a certificate of acceptance



1 of appointment signed by the resident agent of the business trust.
2 The certificate of trust must set forth:

3 (a) The name of the business trust;

4 (b) The name and ~~the mailing or street~~ address, either
5 residence or business, of at least one trustee;

6 (c) The name of the person designated as the resident agent for
7 the business trust, the street address of the resident agent where
8 process may be served upon the business trust and the mailing
9 address of the resident agent if different from the street address;

10 (d) The name and ~~mailing or street~~ address, either residence or
11 business, of each person signing the certificate of trust; and

12 (e) Any other information the trustees determine to include.

13 2. Upon the filing of the certificate of trust and the certificate
14 of acceptance with the Secretary of State and the payment to him of
15 the required filing fee, the Secretary of State shall issue to the
16 business trust a certificate that the required records with the required
17 content have been filed. From the date of that filing, the business
18 trust is legally formed pursuant to this chapter.

19 **Sec. 33.** NRS 88A.600 is hereby amended to read as follows:

20 88A.600 1. A business trust formed pursuant to this chapter
21 shall, on or before the last day of the first month after the filing of
22 its certificate of trust with the Secretary of State, and annually
23 thereafter on or before the last day of the month in which the
24 anniversary date of the filing of its certificate of trust with the
25 Secretary of State occurs, file with the Secretary of State, on a form
26 furnished by him, a list signed by at least one trustee that contains
27 the name and ~~mailing~~ *street* address of its lawfully designated
28 resident agent *in this State* and at least one trustee. Each list filed
29 pursuant to this subsection must be accompanied by a declaration
30 under penalty of perjury that the business trust:

31 (a) Has complied with the provisions of NRS 360.780; and

32 (b) Acknowledges that pursuant to NRS 239.330, it is a category
33 C felony to knowingly offer any false or forged instrument for filing
34 in the Office of the Secretary of State.

35 2. Upon filing:

36 (a) The initial list required by subsection 1, the business trust
37 shall pay to the Secretary of State a fee of \$125.

38 (b) Each annual list required by subsection 1, the business trust
39 shall pay to the Secretary of State a fee of \$125.

40 3. If a trustee of a business trust resigns and the resignation is
41 not ~~made in conjunction with the filing of an~~ *reflected on the*
42 annual or amended list of trustees, the business trust *or the*
43 *resigning trustee* shall pay to the Secretary of State a fee of \$75 to
44 file the resignation . ~~[of the trustee.]~~



4. The Secretary of State shall, ~~60~~ 90 days before the last day for filing each annual list required by subsection 1, cause to be mailed to each business trust which is required to comply with the provisions of NRS 88A.600 to 88A.660, inclusive, and which has not become delinquent, the blank forms to be completed and filed with him. Failure of a business trust to receive the forms does not excuse it from the penalty imposed by law.

5. An annual list for a business trust not in default which is received by the Secretary of State more than 90 days before its due date shall be deemed an amended list for the previous year.

Sec. 34. NRS 88A.732 is hereby amended to read as follows:

88A.732 1. Each foreign business trust doing business in this State shall, on or before the last day of the first month after the filing of its application for registration as a foreign business trust with the Secretary of State, and annually thereafter on or before the last day of the month in which the anniversary date of its qualification to do business in this State occurs in each year, file with the Secretary of State a list, on a form furnished by him, that contains:

- (a) The name of the foreign business trust;
- (b) The file number of the foreign business trust, if known;
- (c) The name of at least one of its trustees;
- (d) The address, either residence or business, of the trustee listed pursuant to paragraph (c);
- (e) The name and *street* address of its lawfully designated resident agent in this State; and
- (f) The signature of a trustee of the foreign business trust certifying that the list is true, complete and accurate.

2. Each list required to be filed pursuant to this section must be accompanied by a declaration under penalty of perjury that the foreign business trust:

- (a) Has complied with the provisions of NRS 360.780; and
- (b) Acknowledges that pursuant to NRS 239.330 it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

3. Upon filing:

(a) The initial list required by this section, the foreign business trust shall pay to the Secretary of State a fee of \$125.

(b) Each annual list required by this section, the foreign business trust shall pay to the Secretary of State a fee of \$125.

4. If a trustee of a foreign business trust resigns and the resignation is not ~~made in conjunction with the filing of an~~ *reflected on the* annual or amended list of trustees, the foreign business trust *or the resigning trustee* shall pay to the Secretary of State a fee of \$75 to file the resignation. ~~[of the trustee.]~~



5. The Secretary of State shall, ~~60~~ 90 days before the last day for filing each annual list required by subsection 1, cause to be mailed to each foreign business trust which is required to comply with the provisions of NRS 88A.732 to 88A.738, inclusive, and which has not become delinquent, the blank forms to be completed and filed with him. Failure of any foreign business trust to receive the forms does not excuse it from the penalty imposed by the provisions of NRS 88A.732 to 88A.738, inclusive.

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

7. An annual list for a foreign business trust not in default which is received by the Secretary of State more than 90 days before its due date must be deemed an amended list for the previous year and does not satisfy the requirements of subsection 1 for the year to which the due date is applicable.

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

89.250 1. Except as otherwise provided in subsection 2, a professional association shall, on or before the last day of the first month after the filing of its articles of association with the Secretary of State, and annually thereafter on or before the last day of the month in which the anniversary date of its organization occurs in each year, ~~furnish a statement to~~ file with the Secretary of State a list showing the names and addresses, either residence or business, of all members and employees in the professional association and certifying that all members and employees are licensed to render professional service in this State.

2. A professional association organized and practicing pursuant to the provisions of this chapter and NRS 623.349 shall, on or before the last day of the first month after the filing of its articles of association with the Secretary of State, and annually thereafter on or before the last day of the month in which the anniversary date of its organization occurs in each year, ~~furnish a statement to~~ file with the Secretary of State ~~f~~ a list:

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

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

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



- 1 3. Each ~~[statement]~~ *list* filed pursuant to this section must be:
 - 2 (a) Made on a form ~~[prescribed]~~ *furnished* by the Secretary of
 - 3 State and must not contain any fiscal or other information except
 - 4 that expressly called for by this section.
 - 5 (b) Signed by the chief executive officer of the professional
 - 6 association.
 - 7 (c) Accompanied by a declaration under penalty of perjury that
 - 8 the professional association:
 - 9 (1) Has complied with the provisions of NRS 360.780; and
 - 10 (2) Acknowledges that pursuant to NRS 239.330, it is a
 - 11 category C felony to knowingly offer any false or forged instrument
 - 12 for filing in the Office of the Secretary of State.
 - 13 4. Upon filing:
 - 14 (a) The initial ~~[statement]~~ *list* required by this section, the
 - 15 professional association shall pay to the Secretary of State a fee of
 - 16 \$125.
 - 17 (b) Each annual ~~[statement]~~ *list* required by this section, the
 - 18 professional association shall pay to the Secretary of State a fee of
 - 19 \$125.
 - 20 **Sec. 36.** NRS 89.256 is hereby amended to read as follows:
 - 21 89.256 1. Except as otherwise provided in subsections 3 and
 - 22 4, the Secretary of State shall reinstate any professional association
 - 23 which has forfeited its right to transact business under the provisions
 - 24 of this chapter and restore the right to carry on business in this State
 - 25 and exercise its privileges and immunities if it:
 - 26 (a) Files with the Secretary of State:
 - 27 (1) The ~~[statement]~~ *list* and certification required by NRS
 - 28 89.250; and
 - 29 (2) A certificate of acceptance of appointment signed by its
 - 30 resident agent; and
 - 31 (b) Pays to the Secretary of State:
 - 32 (1) The filing fee and penalty set forth in NRS 89.250 and
 - 33 89.252 for each year or portion thereof during which the articles of
 - 34 association have been revoked; and
 - 35 (2) A fee of \$300 for reinstatement.
 - 36 2. When the Secretary of State reinstates the professional
 - 37 association, he shall issue to the professional association a
 - 38 certificate of reinstatement if the professional association:
 - 39 (a) Requests a certificate of reinstatement; and
 - 40 (b) Pays the required fees pursuant to subsection 8 of
 - 41 NRS 78.785.
 - 42 3. The Secretary of State shall not order a reinstatement unless
 - 43 all delinquent fees and penalties have been paid, and the revocation
 - 44 of the articles of association occurred only by reason of the failure
 - 45 to pay the fees and penalties.



4. If the articles of association of a professional association have been revoked pursuant to the provisions of this chapter and have remained revoked for 10 consecutive years, the articles must not be reinstated.

Sec. 37. NRS 21.075 is hereby amended to read as follows:

21.075 1. Execution on the writ of execution by levying on the property of the judgment debtor may occur only if the sheriff serves the judgment debtor with a notice of the writ of execution pursuant to NRS 21.076 and a copy of the writ. The notice must describe the types of property exempt from execution and explain the procedure for claiming those exemptions in the manner required in subsection 2. The clerk of the court shall attach the notice to the writ of execution at the time the writ is issued.

2. The notice required pursuant to subsection 1 must be substantially in the following form:

NOTICE OF EXECUTION

YOUR PROPERTY IS BEING ATTACHED OR YOUR WAGES ARE BEING GARNISHED

A court has determined that you owe money to(name of person), the judgment creditor. He has begun the procedure to collect that money by garnishing your wages, bank account and other personal property held by third persons or by taking money or other property in your possession.

Certain benefits and property owned by you may be exempt from execution and may not be taken from you. The following is a partial list of exemptions:

1. Payments received under the Social Security Act.
2. Payments for benefits or the return of contributions under the Public Employees' Retirement System.
3. Payments for public assistance granted through the Welfare Division of the Department of Human Resources or a local governmental entity.
4. Proceeds from a policy of life insurance.
5. Payments of benefits under a program of industrial insurance.
6. Payments received as disability, illness or unemployment benefits.
7. Payments received as unemployment compensation.
8. Veteran's benefits.
9. A homestead in a dwelling or a mobile home, not to exceed \$200,000, unless:



1 (a) The judgment is for a medical bill, in which case all of
2 the primary dwelling, including a mobile or manufactured
3 home, may be exempt.

4 (b) Allodial title has been established and not relinquished
5 for the dwelling or mobile home, in which case all of the
6 dwelling or mobile home and its appurtenances are exempt,
7 including the land on which they are located, unless a valid
8 waiver executed pursuant to NRS 115.010 is applicable to the
9 judgment.

10 10. A vehicle, if your equity in the vehicle is less than
11 \$15,000.

12 11. Seventy-five percent of the take-home pay for any
13 pay period, unless the weekly take-home pay is less than 30
14 times the federal minimum wage, in which case the entire
15 amount may be exempt.

16 12. Money, not to exceed \$500,000 in present value,
17 held in:

18 (a) An individual retirement arrangement which conforms
19 with the applicable limitations and requirements of 26 U.S.C.
20 § 408;

21 (b) A written simplified employee pension plan which
22 conforms with the applicable limitations and requirements of
23 26 U.S.C. § 408;

24 (c) A cash or deferred arrangement that is a qualified plan
25 pursuant to the Internal Revenue Code;

26 (d) A trust forming part of a stock bonus, pension or
27 profit-sharing plan that is a qualified plan pursuant to sections
28 401 et seq. of the Internal Revenue Code, 26 U.S.C. §§ 401 et
29 seq.; and

30 (e) A trust forming part of a qualified tuition program
31 pursuant to chapter 353B of NRS, any applicable regulations
32 adopted pursuant to chapter 353B of NRS and section 529 of
33 the Internal Revenue Code, 26 U.S.C. § 529, unless the
34 money is deposited after the entry of a judgment against the
35 purchaser or account owner or the money will not be used by
36 any beneficiary to attend a college or university.

37 13. All money and other benefits paid pursuant to the
38 order of a court of competent jurisdiction for the support,
39 education and maintenance of a child, whether collected by
40 the judgment debtor or the State.

41 14. All money and other benefits paid pursuant to the
42 order of a court of competent jurisdiction for the support and
43 maintenance of a former spouse, including the amount of any
44 arrearages in the payment of such support and maintenance to
45 which the former spouse may be entitled.



1 15. A vehicle for use by you or your dependent which is
2 specially equipped or modified to provide mobility for a
3 person with a permanent disability.

4 16. A prosthesis or any equipment prescribed by a
5 physician or dentist for you or your dependent.

6 17. Payments, in an amount not to exceed \$16,150,
7 received as compensation for personal injury, not including
8 compensation for pain and suffering or actual pecuniary loss,
9 by the judgment debtor or by a person upon whom the
10 judgment debtor is dependent at the time the payment is
11 received.

12 18. Payments received as compensation for the wrongful
13 death of a person upon whom the judgment debtor was
14 dependent at the time of the wrongful death, to the extent
15 reasonably necessary for the support of the judgment debtor
16 and any dependent of the judgment debtor.

17 19. Payments received as compensation for the loss of
18 future earnings of the judgment debtor or of a person upon
19 whom the judgment debtor is dependent at the time the
20 payment is received, to the extent reasonably necessary for
21 the support of the judgment debtor and any dependent of the
22 judgment debtor.

23 20. Payments received as restitution for a criminal act.

24 ***21. Stock of certain corporations, subject to the***
25 ***provisions of section 1 of this act.***

26 ↳ These exemptions may not apply in certain cases such as a
27 proceeding to enforce a judgment for support of a person or a
28 judgment of foreclosure on a mechanic's lien. You should
29 consult an attorney immediately to assist you in determining
30 whether your property or money is exempt from execution. If
31 you cannot afford an attorney, you may be eligible for
32 assistance through(name of organization in
33 county providing legal services to indigent or elderly
34 persons).

35 PROCEDURE FOR CLAIMING EXEMPT PROPERTY

36
37
38 If you believe that the money or property taken from you
39 is exempt, you must complete and file with the clerk of the
40 court a notarized affidavit claiming the exemption. A copy of
41 the affidavit must be served upon the sheriff and the judgment
42 creditor within 8 days after the notice of execution is mailed.
43 The property must be returned to you within 5 days after you
44 file the affidavit unless you or the judgment creditor files a
45 motion for a hearing to determine the issue of exemption. If



1 this happens, a hearing will be held to determine whether the
2 property or money is exempt. The motion for the hearing to
3 determine the issue of exemption must be filed within 10 days
4 after the affidavit claiming exemption is filed. The hearing to
5 determine whether the property or money is exempt must be
6 held within 10 days after the motion for the hearing is filed.

7 IF YOU DO NOT FILE THE AFFIDAVIT WITHIN THE
8 TIME SPECIFIED, YOUR PROPERTY MAY BE SOLD
9 AND THE MONEY GIVEN TO THE JUDGMENT
10 CREDITOR, EVEN IF THE PROPERTY OR MONEY IS
11 EXEMPT.

12 **Sec. 38.** NRS 21.090 is hereby amended to read as follows:

13 21.090 1. The following property is exempt from execution,
14 except as otherwise specifically provided in this section:

15 (a) Private libraries not to exceed \$1,500 in value, and all family
16 pictures and keepsakes.

17 (b) Necessary household goods, as defined in 16 C.F.R. §
18 444.1(i) as that section existed on January 1, 1987, and yard
19 equipment, not to exceed \$10,000 in value, belonging to the
20 judgment debtor to be selected by him.

21 (c) Farm trucks, farm stock, farm tools, farm equipment,
22 supplies and seed not to exceed \$4,500 in value, belonging to the
23 judgment debtor to be selected by him.

24 (d) Professional libraries, office equipment, office supplies and
25 the tools, instruments and materials used to carry on the trade of the
26 judgment debtor for the support of himself and his family not to
27 exceed \$4,500 in value.

28 (e) The cabin or dwelling of a miner or prospector, his cars,
29 implements and appliances necessary for carrying on any mining
30 operations and his mining claim actually worked by him, not
31 exceeding \$4,500 in total value.

32 (f) Except as otherwise provided in paragraph (o), one vehicle if
33 the judgment debtor's equity does not exceed \$15,000 or the
34 creditor is paid an amount equal to any excess above that equity.

35 (g) For any pay period, 75 percent of the disposable earnings of
36 a judgment debtor during that period, or for each week of the period
37 30 times the minimum hourly wage prescribed by section 6(a)(1) of
38 the federal Fair Labor Standards Act of 1938, 29 U.S.C. § 206(a)(1),
39 and in effect at the time the earnings are payable, whichever is
40 greater. Except as otherwise provided in paragraphs (n), (r) and (s),
41 the exemption provided in this paragraph does not apply in the case
42 of any order of a court of competent jurisdiction for the support of
43 any person, any order of a court of bankruptcy or of any debt due for
44 any state or federal tax. As used in this paragraph, "disposable



1 earnings” means that part of the earnings of a judgment debtor
2 remaining after the deduction from those earnings of any amounts
3 required by law, to be withheld.

4 (h) All fire engines, hooks and ladders, with the carts, trucks and
5 carriages, hose, buckets, implements and apparatus thereunto
6 appertaining, and all furniture and uniforms of any fire company or
7 department organized under the laws of this State.

8 (i) All arms, uniforms and accouterments required by law to be
9 kept by any person, and also one gun, to be selected by the debtor.

10 (j) All courthouses, jails, public offices and buildings, lots,
11 grounds and personal property, the fixtures, furniture, books, papers
12 and appurtenances belonging and pertaining to the courthouse, jail
13 and public offices belonging to any county of this State, all
14 cemeteries, public squares, parks and places, public buildings, town
15 halls, markets, buildings for the use of fire departments and military
16 organizations, and the lots and grounds thereto belonging and
17 appertaining, owned or held by any town or incorporated city, or
18 dedicated by the town or city to health, ornament or public use, or
19 for the use of any fire or military company organized under the laws
20 of this State and all lots, buildings and other school property owned
21 by a school district and devoted to public school purposes.

22 (k) All money, benefits, privileges or immunities accruing or in
23 any manner growing out of any life insurance, if the annual
24 premium paid does not exceed \$1,000. If the premium exceeds that
25 amount, a similar exemption exists which bears the same proportion
26 to the money, benefits, privileges and immunities so accruing or
27 growing out of the insurance that the \$1,000 bears to the whole
28 annual premium paid.

29 (l) The homestead as provided for by law, including a
30 homestead for which allodial title has been established and not
31 relinquished and for which a waiver executed pursuant to NRS
32 115.010 is not applicable.

33 (m) The dwelling of the judgment debtor occupied as a home for
34 himself and family, where the amount of equity held by the
35 judgment debtor in the home does not exceed \$200,000 in value and
36 the dwelling is situated upon lands not owned by him.

37 (n) All property in this State of the judgment debtor where the
38 judgment is in favor of any state for failure to pay that state’s
39 income tax on benefits received from a pension or other retirement
40 plan.

41 (o) Any vehicle owned by the judgment debtor for use by him or
42 his dependent that is equipped or modified to provide mobility for a
43 person with a permanent disability.

44 (p) Any prosthesis or equipment prescribed by a physician or
45 dentist for the judgment debtor or a dependent of the debtor.



(q) Money, not to exceed \$500,000 in present value, held in:

(1) An individual retirement arrangement which conforms with the applicable limitations and requirements of 26 U.S.C. § 408;

(2) A written simplified employee pension plan which conforms with the applicable limitations and requirements of 26 U.S.C. § 408;

(3) A cash or deferred arrangement which is a qualified plan pursuant to the Internal Revenue Code;

(4) A trust forming part of a stock bonus, pension or profit-sharing plan which is a qualified plan pursuant to sections 401 et seq. of the Internal Revenue Code, 26 U.S.C. §§ 401 et seq.; and

(5) A trust forming part of a qualified tuition program pursuant to chapter 353B of NRS, any applicable regulations adopted pursuant to chapter 353B of NRS and section 529 of the Internal Revenue Code, 26 U.S.C. § 529, unless the money is deposited after the entry of a judgment against the purchaser or account owner or the money will not be used by any beneficiary to attend a college or university.

(r) All money and other benefits paid pursuant to the order of a court of competent jurisdiction for the support, education and maintenance of a child, whether collected by the judgment debtor or the State.

(s) All money and other benefits paid pursuant to the order of a court of competent jurisdiction for the support and maintenance of a former spouse, including the amount of any arrearages in the payment of such support and maintenance to which the former spouse may be entitled.

(t) Payments, in an amount not to exceed \$16,150, received as compensation for personal injury, not including compensation for pain and suffering or actual pecuniary loss, by the judgment debtor or by a person upon whom the judgment debtor is dependent at the time the payment is received.

(u) Payments received as compensation for the wrongful death of a person upon whom the judgment debtor was dependent at the time of the wrongful death, to the extent reasonably necessary for the support of the judgment debtor and any dependent of the judgment debtor.

(v) Payments received as compensation for the loss of future earnings of the judgment debtor or of a person upon whom the judgment debtor is dependent at the time the payment is received, to the extent reasonably necessary for the support of the judgment debtor and any dependent of the judgment debtor.

(w) Payments received as restitution for a criminal act.

(x) Stock of certain corporations, subject to the provisions of section 1 of this act.



2. Except as otherwise provided in NRS 115.010, no article or species of property mentioned in this section is exempt from execution issued upon a judgment to recover for its price, or upon a judgment of foreclosure of a mortgage or other lien thereon.

3. Any exemptions specified in subsection (d) of section 522 of the Bankruptcy Act of 1978, 11 U.S.C. § 522(d), do not apply to property owned by a resident of this State unless conferred also by subsection 1, as limited by subsection 2.

Sec. 39. NRS 31.045 is hereby amended to read as follows:

31.045 1. Execution on the writ of attachment by attaching property of the defendant may occur only if:

(a) The judgment creditor serves the defendant with notice of the execution when the notice of the hearing is served pursuant to NRS 31.013; or

(b) Pursuant to an ex parte hearing, the sheriff serves upon the judgment debtor notice of the execution and a copy of the writ at the same time and in the same manner as set forth in NRS 21.076.

➤ If the attachment occurs pursuant to an ex parte hearing, the clerk of the court shall attach the notice to the writ of attachment at the time the writ is issued.

2. The notice required pursuant to subsection 1 must be substantially in the following form:

NOTICE OF EXECUTION

YOUR PROPERTY IS BEING ATTACHED OR YOUR WAGES ARE BEING GARNISHED

Plaintiff, (name of person), alleges that you owe him money. He has begun the procedure to collect that money. To secure satisfaction of judgment the court has ordered the garnishment of your wages, bank account or other personal property held by third persons or the taking of money or other property in your possession.

Certain benefits and property owned by you may be exempt from execution and may not be taken from you. The following is a partial list of exemptions:

1. Payments received under the Social Security Act.
2. Payments for benefits or the return of contributions under the Public Employees' Retirement System.
3. Payments for public assistance granted through the Welfare Division of the Department of Human Resources or a local governmental entity.
4. Proceeds from a policy of life insurance.



1 5. Payments of benefits under a program of industrial
2 insurance.

3 6. Payments received as disability, illness or
4 unemployment benefits.

5 7. Payments received as unemployment compensation.

6 8. Veteran's benefits.

7 9. A homestead in a dwelling or a mobile home, not to
8 exceed \$200,000, unless:

9 (a) The judgment is for a medical bill, in which case all of
10 the primary dwelling, including a mobile or manufactured
11 home, may be exempt.

12 (b) Allodial title has been established and not relinquished
13 for the dwelling or mobile home, in which case all of the
14 dwelling or mobile home and its appurtenances are exempt,
15 including the land on which they are located, unless a valid
16 waiver executed pursuant to NRS 115.010 is applicable to the
17 judgment.

18 10. A vehicle, if your equity in the vehicle is less than
19 \$15,000.

20 11. Seventy-five percent of the take-home pay for any
21 pay period, unless the weekly take-home pay is less than 30
22 times the federal minimum wage, in which case the entire
23 amount may be exempt.

24 12. Money, not to exceed \$500,000 in present value,
25 held in:

26 (a) An individual retirement arrangement which conforms
27 with the applicable limitations and requirements of 26 U.S.C.
28 § 408;

29 (b) A written simplified employee pension plan which
30 conforms with the applicable limitations and requirements of
31 26 U.S.C. § 408;

32 (c) A cash or deferred arrangement that is a qualified plan
33 pursuant to the Internal Revenue Code;

34 (d) A trust forming part of a stock bonus, pension or
35 profit-sharing plan that is a qualified plan pursuant to sections
36 401 et seq. of the Internal Revenue Code, 26 U.S.C. §§ 401 et
37 seq.; and

38 (e) A trust forming part of a qualified tuition program
39 pursuant to chapter 353B of NRS, any applicable regulations
40 adopted pursuant to chapter 353B of NRS and section 529 of
41 the Internal Revenue Code, 26 U.S.C. § 529, unless the
42 money is deposited after the entry of a judgment against the
43 purchaser or account owner or the money will not be used by
44 any beneficiary to attend a college or university.



1 13. All money and other benefits paid pursuant to the
2 order of a court of competent jurisdiction for the support,
3 education and maintenance of a child, whether collected by
4 the judgment debtor or the State.

5 14. All money and other benefits paid pursuant to the
6 order of a court of competent jurisdiction for the support and
7 maintenance of a former spouse, including the amount of any
8 arrearages in the payment of such support and maintenance to
9 which the former spouse may be entitled.

10 15. A vehicle for use by you or your dependent which is
11 specially equipped or modified to provide mobility for a
12 person with a permanent disability.

13 16. A prosthesis or any equipment prescribed by a
14 physician or dentist for you or your dependent.

15 17. Payments, in an amount not to exceed \$16,150,
16 received as compensation for personal injury, not including
17 compensation for pain and suffering or actual pecuniary loss,
18 by the judgment debtor or by a person upon whom the
19 judgment debtor is dependent at the time the payment is
20 received.

21 18. Payments received as compensation for the wrongful
22 death of a person upon whom the judgment debtor was
23 dependent at the time of the wrongful death, to the extent
24 reasonably necessary for the support of the judgment debtor
25 and any dependent of the judgment debtor.

26 19. Payments received as compensation for the loss of
27 future earnings of the judgment debtor or of a person upon
28 whom the judgment debtor is dependent at the time the
29 payment is received, to the extent reasonably necessary for
30 the support of the judgment debtor and any dependent of the
31 judgment debtor.

32 20. Payments received as restitution for a criminal act.

33 21. *Stock of certain corporations, subject to the*
34 *provisions of section 1 of this act.*

35 ↪ These exemptions may not apply in certain cases such as
36 proceedings to enforce a judgment for support of a child or a
37 judgment of foreclosure on a mechanic's lien. You should
38 consult an attorney immediately to assist you in determining
39 whether your property or money is exempt from execution. If
40 you cannot afford an attorney, you may be eligible for
41 assistance through (name of organization in
42 county providing legal services to the indigent or elderly
43 persons).

44
45 PROCEDURE FOR CLAIMING EXEMPT PROPERTY



1 If you believe that the money or property taken from you
2 is exempt or necessary for the support of you or your family,
3 you must file with the clerk of the court on a form provided
4 by the clerk a notarized affidavit claiming the exemption. A
5 copy of the affidavit must be served upon the sheriff and the
6 judgment creditor within 8 days after the notice of execution
7 is mailed. The property must be returned to you within 5 days
8 after you file the affidavit unless the judgment creditor files a
9 motion for a hearing to determine the issue of exemption. If
10 this happens, a hearing will be held to determine whether the
11 property or money is exempt. The hearing must be held
12 within 10 days after the motion for a hearing is filed.

13
14 IF YOU DO NOT FILE THE AFFIDAVIT WITHIN THE
15 TIME SPECIFIED, YOUR PROPERTY MAY BE SOLD
16 AND THE MONEY GIVEN TO THE JUDGMENT
17 CREDITOR, EVEN IF THE PROPERTY OR MONEY IS
18 EXEMPT.

19
20 If you received this notice with a notice of a hearing for
21 attachment and you believe that the money or property which
22 would be taken from you by a writ of attachment is exempt or
23 necessary for the support of you or your family, you are
24 entitled to describe to the court at the hearing why you
25 believe your property is exempt. You may also file a motion
26 with the court for a discharge of the writ of attachment. You
27 may make that motion any time before trial. A hearing will be
28 held on that motion.

29
30 IF YOU DO NOT FILE THE MOTION BEFORE
31 THE TRIAL, YOUR PROPERTY MAY BE SOLD AND
32 THE MONEY GIVEN TO THE PLAINTIFF, EVEN IF THE
33 PROPERTY OR MONEY IS EXEMPT OR NECESSARY
34 FOR THE SUPPORT OF YOU OR YOUR FAMILY.

35 **Sec. 40.** NRS 31.050 is hereby amended to read as follows:

36 31.050 Subject to the order for attachment and the provisions
37 of *section 1 of this act and* chapter 104 of NRS, the right of shares
38 which the defendant may have in the stock of any corporation or
39 company, together with the interest and profits therein, and all debts
40 due such defendant, and all other property in this State of such
41 defendant not exempt from execution, may be attached, and if
42 judgment be recovered, be sold to satisfy the judgment and
43 execution.



1 **Sec. 41.** Chapter 225 of NRS is hereby amended by adding
2 thereto a new section to read as follows:

3 1. A person shall not willfully file, promote the filing of, or
4 cause to be filed, or attempt or conspire to file, promote the filing
5 of, or cause to be filed, any record in the Office of the Secretary of
6 State if the person has actual knowledge that the record:

7 (a) Is forged or fraudulently altered;

8 (b) Contains a false statement of material fact; or

9 (c) Is being filed in bad faith or for the purpose of harassing
10 or defrauding any person.

11 2. Any person who violates this section is liable in a civil
12 action brought pursuant to this section for:

13 (a) Actual damages caused by each separate violation of this
14 section, or \$10,000 for each separate violation of this section,
15 whichever is greater;

16 (b) All costs of bringing and maintaining the action, including
17 investigative expenses and fees for expert witnesses;

18 (c) Reasonable attorney's fees; and

19 (d) Any punitive damages that the facts may warrant.

20 3. A civil action may be brought pursuant to this section by:

21 (a) Any person who is damaged by a violation of this section,
22 including, without limitation, any person who is damaged as the
23 result of an action taken in reliance on a record filed in violation
24 of this section; or

25 (b) The Attorney General, in the name of the State of Nevada,
26 if the matter is referred to the Attorney General by the Secretary of
27 State and if the Attorney General, after due inquiry, determines
28 that a civil action should be brought pursuant to this section. Any
29 money recovered by the Attorney General pursuant to this
30 paragraph, after deducting all costs and expenses incurred by the
31 Attorney General and the Secretary of State to investigate and act
32 upon the violation, must be deposited in the State General Fund.

33 4. For the purposes of this section, each filing of a single
34 record that constitutes a violation of this section shall be deemed
35 to be a separate violation.

36 5. The rights, remedies and penalties provided pursuant to
37 this section are cumulative and do not abrogate and are in
38 addition to any other rights, remedies and penalties that may exist
39 at law or in equity, including, without limitation, any criminal
40 penalty that may be imposed pursuant to NRS 239.330.

41 6. As used in this section, "record" means information that is
42 inscribed on a tangible medium or that is stored in an electronic or
43 other medium and is retrievable in perceivable form. The term
44 includes, without limitation, a financing statement as defined in
45 NRS 104.9102.



Sec. 42. NRS 225.140 is hereby amended to read as follows:

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

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

For each passport or other document signed by the Governor and attested by the Secretary of State 10

2. The Secretary of State:

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

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

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

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

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

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

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

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

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

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

(1) A fee of \$25; and

(2) If the check or other instrument that was returned had been presented for the payment of a filing fee for more than one



1 entity, an additional fee in an amount equal to the actual cost
2 incurred by the Office of the Secretary of State to perform the
3 following actions as a result of the returned check or instrument:

4 (I) Reversing the status of the entities in the records of the
5 Office of the Secretary of State; and

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

10 ➔ The Secretary of State shall, by regulation, establish procedures
11 for the imposition of the fees authorized by this paragraph and the
12 manner in which a fee authorized by subparagraph (2) will be
13 calculated.

14 *(f) May charge a reasonable fee for searching for and*
15 *cancelling or removing, if requested, any filing that has been*
16 *submitted to him but not yet processed.*

17 3. From each fee collected pursuant to paragraph (d) of
18 subsection 2:

19 (a) ~~[The entire amount or \$62.50, whichever is less, of the fee~~
20 ~~collected pursuant to subparagraph (1) of that paragraph and one-~~
21 ~~half]~~ *One-half* of the fee collected ~~[pursuant to subparagraph (2) of~~
22 ~~that paragraph]~~ must be deposited with the State Treasurer for credit
23 to the Account for Special Services of the Secretary of State in the
24 State General Fund. Any amount remaining in the Account at the
25 end of a fiscal year in excess of \$2,000,000 must be transferred to
26 the State General Fund. Money in the Account may be transferred to
27 the Secretary of State's Operating General Fund Budget Account
28 and must only be used to create and maintain the capability of the
29 Office of the Secretary of State to provide special services,
30 including, but not limited to, providing service:

31 (1) On the day it is requested or within 24 hours; or

32 (2) Necessary to increase or maintain the efficiency of the
33 Office.

34 ➔ Any transfer of money from the Account for expenditure by the
35 Secretary of State must be approved by the Interim Finance
36 Committee.

37 (b) After deducting the amount required pursuant to paragraph
38 (a), the remainder must be deposited with the State Treasurer for
39 credit to the State General Fund.

40 4. The Secretary of State shall post a schedule of the fees
41 authorized to be charged pursuant to this section in a conspicuous
42 place at each office at which such fees are collected.

43 **Sec. 43.** NRS 600.340 is hereby amended to read as follows:

44 600.340 1. A person who has adopted and is using a mark in
45 this State may file in the Office of the Secretary of State, on a form



1 to be furnished by the Secretary of State, an application for
2 registration of that mark setting forth, but not limited to, the
3 following information:

4 (a) Whether the mark to be registered is a trademark, trade name
5 or service mark;

6 (b) A description of the mark by name, words displayed in it or
7 other information;

8 (c) The name and business address of the person applying for
9 the registration and, if it is a corporation, limited-liability company,
10 limited partnership or registered limited-liability partnership, the
11 state of incorporation or organization;

12 (d) The specific goods or services in connection with which the
13 mark is used and the mode or manner in which the mark is used in
14 connection with those goods or services and the class as designated
15 by the Secretary of State which includes those goods or services;

16 (e) The date when the mark was first used anywhere and the
17 date when it was first used in this State by the applicant or his
18 predecessor in business which must precede the filing of the
19 application; and

20 (f) A statement that the applicant is the owner of the mark and
21 that no other person has the right to use the mark in this State either
22 in the form set forth in the application or in such near resemblance
23 to it as might deceive or cause mistake.

24 2. The application must:

25 (a) Be signed and verified by the applicant or by a member of
26 the firm or an officer of the corporation or association applying.

27 (b) Be accompanied by a specimen or facsimile of the mark ~~in~~
28 ~~duplicate~~ *on white paper that is 8 1/2 inches by 11 inches in size*
29 and by a filing fee of \$100 payable to the Secretary of State.

30 3. If the application fails to comply with this section or NRS
31 600.343, the Secretary of State shall return it for correction.

