

ACT 22

H.B. NO. 754

A Bill for an Act Relating to Corporations.

Be It Enacted by the Legislature of the State of Hawaii:

SECTION 1. Section 415-128, Hawaii Revised Statutes, is amended to read as follows:

“§415-128 Fees for filing documents and issuing certificates. The following fees shall be paid to the director upon the filing of corporate documents:

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- (1) Articles of incorporation and affidavit of incorporation, 20 cents per \$1,000 authorized capital, \$50 minimum, \$1,000 maximum;
 - (2) Certificate of increase of authorized capital stock, 20 cents per \$1,000 authorized capital increase, \$20 minimum, \$1,000 maximum;
 - (3) Certificate of renewal or extension of corporate existence, same as the filing of articles of incorporation;
 - (4) Certificate of reduction of capital stock, \$15;
 - (5) Certificate of amendment of articles of incorporation, \$10;
 - (6) Agreement of merger or consolidation, \$50;
 - (7) Annual corporation exhibit of domestic and foreign corporations organized for profit, \$10;
 - (8) Certificate of dissolution, \$5;
 - (9) Resolution of issuance of preferred stock, \$10;
 - (10) Certification, 10 cents per page or any portion thereof;
 - (11) Restated articles of incorporation: corporations with an authorized capital of less than \$500,000, \$20; corporations with an authorized capital of \$500,000 or more, \$100;
 - (12) Good standing certificate, \$10;
 - (13) Filing any other statement or report, except an annual report, of a domestic or foreign corporation, \$25;
 - (14) Special handling fee for review of corporation documents, excluding agreement of merger or consolidation, \$40;
 - (15) Special handling fee for review of agreement of merger or consolidation, \$100;
 - (16) Special handling fee for certificates issued by the department, \$10 per certificate;
 - (17) Special handling fee for certification of documents, \$1 per page.]
- (1) Articles of incorporation, \$50;
 - (2) Articles of amendment, \$25;
 - (3) Restated articles of incorporation, \$25;
 - (4) Articles of merger or consolidation, \$100;
 - (5) Articles of merger (subsidiary corporation), \$50;
 - (6) Articles of dissolution, \$25;
 - (7) Annual report of domestic and foreign corporations organized for profit, \$15;
 - (8) Filing any other statement or report, except an annual report, of a domestic or foreign corporation, \$25;
 - (9) Application for a certificate of authority, \$50;
 - (10) Application for a certificate of withdrawal, \$25;
 - (11) Reservation of corporate name, \$10;
 - (12) Transfer of reservation of corporate name, \$10;
 - (13) Good standing certificate, \$15;
 - (14) Special handling fee for review of corporation documents, excluding articles of merger or consolidation, \$40;
 - (15) Special handling fee for review of articles of merger or consolidation, \$100;
 - (16) Special handling fee for certificates issued by the department, \$10 per certificate;
 - (17) Special handling fee for certification of documents, \$1 per page.
- All special handling fees shall be credited to the special fund established [pursuant to section 416-97] for use by the department in expediting the processing of documents. At least two temporary business registration assistant I positions shall be paid out of the special fund."

SECTION 2. Section 415B-155, Hawaii Revised Statutes, is amended to read as follows:

"§415B-155 Fees for filing documents and issuing certificates. The following fees shall be paid to the director upon the filing of corporate documents:

- [(1) Articles of incorporation of nonprofit corporation, \$10;
- (2) Certificate of amendment and renewal or extension of charter of nonprofit corporation, \$5;
- (3) Annual exhibit of nonprofit domestic and foreign corporations, \$1;
- (4) Agreement of merger or consolidation of nonprofit corporations, \$5; and
- (5) Filing any other statement or report, except an annual report, of a domestic or foreign corporation, \$5.]
- (1) Articles of incorporation, \$25;
- (2) Articles of amendment, \$10;
- (3) Restated articles of incorporation, \$10;
- (4) Articles of merger or consolidation, \$50;
- (5) Articles of dissolution, \$10;
- (6) Annual report of nonprofit domestic and foreign corporations, \$1;
- (7) Filing any other statement or report, except an annual report, of a nonprofit domestic or foreign corporation, \$10;
- (8) Application for a certificate of authority, \$25;
- (9) Application for a certificate of withdrawal, \$10;
- (10) Reservation of corporate name, \$10;
- (11) Transfer of reservation of corporation name, \$10;
- (12) Good standing certificate, \$15;
- (13) Special handling fee for review of corporation documents, excluding articles of merger or consolidation, \$40;
- (14) Special handling fee for review of articles of merger or consolidation, \$100;
- (15) Special handling fee for certificates issued by the department, \$10 per certificate; and
- (16) Special handling fee for certification of documents, \$1 per page.

All special handling fees shall be credited to the special fund established for use by the department in expediting the processing of documents. At least two temporary business registration assistant I positions shall be paid out of the special fund."

SECTION 3. Section 482-2, Hawaii Revised Statutes, is amended to read as follows:

"§482-2 Certificate. (a) Any person desiring to register any print, label, or trademark intended to be attached or applied to goods or manufactured articles or to bottles, boxes, or packages containing the goods or manufactured articles to indicate the name of the manufacturer, and any person desiring to register a service mark, or a trade name, may obtain a certificate of the registration of the print, label, trademark, service mark, or trade name in the manner hereinafter provided.

(b) Before any person may receive a certificate of registration of a print, label, or trademark, the person shall file in the office of the director of commerce and consumer affairs an application for the registration of [such] the print, label, or trademark, with a declaration, certified by the applicant, stating that the applicant is the sole and original proprietor or the assign of

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[such] the proprietor of this print, label, or trademark, and describing the goods or manufactured articles for which the print, label, or trademark is used, and stating the manner in which the print, label, or trademark is used. Before any person may receive a certificate of registration of a service mark or trade name, the person shall file in the office of the director an application for the registration thereof, with a declaration, certified, as aforesaid, stating that the person is the sole and original proprietor of the service mark or trade name, or the assign of the proprietor and setting forth the nature of the business in which the service mark or trade name is used. The application shall be accompanied by two exact copies of the print, label, trademark, service mark, or trade name. Upon filing the application, the applicant shall pay to the director a fee of \$25, of which \$15 shall be deposited in the special fund authorized by [section 416-97,] section 415-128, and the balance deposited to the general fund of the State. A special handling fee of \$10 for expediting registration of a trade name, print, label, trademark, or service mark shall be assessed by the department. All special handling fees shall be credited to the special fund authorized by [section 416-97] section 415-128."

SECTION 4. Section 482-3, Hawaii Revised Statutes, is amended to read as follows:

"§482-3 Record, issuance and effect of certificate. Upon receiving the application accompanied by the fee, the director of commerce and consumer affairs shall cause the print, label, trademark, service mark, or trade name to be recorded and shall issue to the applicant a certificate of registration under the seal of the director; and the certificate of registration shall be constructive notice to all persons of the applicant's claim of the use of the print, label, trademark, service mark, or trade name throughout the State, for the term of one year from the date thereof; provided that the director shall not register any print, label, trademark, service mark, or trade name which is substantially identical with any registered print, label, trademark, service mark, or trade name or with the name of any corporation or partnership registered in accordance with chapters 416, 418, and 425; provided further that the print, label, trademark, service mark, or trade name is continued in actual use by the applicant in the State or elsewhere in the United States or is registered in the name of the applicant in the patent and trademark office of the United States. The acceptance of an application and issuance of a certificate of registration by the director shall not abrogate or limit any common law or other right of any person to any corporation or partnership name, trade name, or trademark.

The registration of a print, label, trademark, service mark, or trade name may be renewed at any time during a period of its registration for additional periods of ten years from the date of renewal by the filing of an application for renewal of registration in [such] the form as the director may provide. Upon filing the application for renewal the applicant shall pay the director a fee of \$25, of which \$15 shall be deposited in the special fund authorized by [section 416-97] section 415-128, and the balance deposited to the general fund of the State.

The director may make, amend, and repeal such rules as may be necessary to carry out the purposes of this section."

SECTION 5. The substantive provisions of this Act shall amend any other conflicting Act enacted by the Regular Session of 1987, but nonsubstantive amendments made by this Act shall not supersede any substantive

amendments made to sections 415-128, 415B-155, 482-2, and 482-3, Hawaii Revised Statutes, by any other Act enacted by this Regular Session of 1987.

SECTION 6. Statutory material to be repealed is bracketed. New statutory material is underscored.

SECTION 7. This Act shall take effect on July 1, 1987.

(Approved April 27, 1987.)