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State of Minnesota

HOUSE OF REPRESENTATIVES

NINETIETH SESSION

H. F. No. **2722**

05/22/2017 Authored by Loon

The bill was read for the first time and referred to the Committee on Government Operations and Elections Policy

03/08/2018 Adoption of Report: Amended and re-referred to the Committee on State Government Finance

1.1 A bill for an act
1.2 relating to business organizations; addressing the publication of a natural person's
1.3 home address; amending Minnesota Statutes 2016, sections 5.34; 5.36, by adding
1.4 a subdivision.

1.5 BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MINNESOTA:

1.6 Section 1. Minnesota Statutes 2016, section 5.34, is amended to read:

1.7 **5.34 ANNUAL RENEWAL FILINGS.**

1.8 (a) Any business registered with the secretary of state required to file an annual renewal
1.9 in order to maintain its active status, good standing, or existence under Minnesota Statutes
1.10 shall file that renewal, whether online or otherwise, in a format that states:

1.11 (1) the name in Minnesota of the organization for which the renewal is filed;

1.12 (2) the name of the organization in the jurisdiction in which it is organized, if different;

1.13 (3) the address of the registered office or designated office and the name of the registered
1.14 agent of the organization for service of process, if any;

1.15 (4) the jurisdiction in which the organization is organized, if that jurisdiction is not
1.16 Minnesota;

1.17 (5) the name and business address of the officer or other person exercising the principal
1.18 functions of the president of a nonprofit corporation, manager of a limited liability company,
1.19 or chief executive officer of a corporation or cooperative;

1.20 (6) the address of the principal executive office of a domestic business corporation or
1.21 of a limited liability company or the principal place of business of a cooperative, if different
1.22 from the registered office address;

2.1 (7) the address of the designated office and the name, street, and mailing address of the
2.2 agent for service of process in Minnesota of a limited partnership or foreign limited
2.3 partnership;

2.4 (8) the street and mailing address of the principal office of a limited partnership;

2.5 (9) the street and mailing address of the chief executive office of a partnership and, if
2.6 different, the street address of an office of a partnership in Minnesota, if any;

2.7 (10) the name, street, mailing address, and telephone number of an individual who may
2.8 be contacted for purposes other than services of process on behalf of a limited partnership
2.9 or a limited liability partnership, if the agent for the limited liability partnership, limited
2.10 partnership, or foreign limited partnership is not an individual; and

2.11 (11) the e-mail address of the organization to which notices from the secretary of state
2.12 will be directed, if the organization has an e-mail address.

2.13 (b) Any business entity filed with the secretary of state whose articles were first filed
2.14 with the commissioner of commerce need not file an annual renewal with the secretary of
2.15 state.

2.16 (c) If a cooperative formed under chapter 308A makes a change in the principal place
2.17 of business on the annual renewal, the secretary of state shall update the records of that
2.18 cooperative to reflect the new principal place of business without requiring an amendment
2.19 to the articles of incorporation of the cooperative.

2.20 (d) The secretary of state must not publish on its Web site the address of a business
2.21 entity if the entity:

2.22 (1) has a natural person as its sole shareholder, member, manager, or owner; and

2.23 (2) the natural person's home address is the address provided pursuant to paragraph (a),
2.24 clauses (3), (5), and (6).

2.25 The natural person's address shall be made available to the public upon request via telephone,
2.26 mail, electronic mail, and facsimile transmission.

2.27 Sec. 2. Minnesota Statutes 2016, section 5.36, is amended by adding a subdivision to read:

2.28 Subd. 3a. **Publication exception.** The secretary of state must not publish on its Web
2.29 site the address of a business entity's registered office if the entity:

2.30 (1) has a natural person as its sole shareholder, member, manager, or owner; and

2.31 (2) the natural person's home address is the registered office address.

3.1 The natural person's address shall be made available to the public upon request via telephone,
3.2 mail, electronic mail, and facsimile transmission.

3.3 Sec. 3. **EFFECTIVE DATE.**

3.4 Sections 1 and 2 are effective August 1, 2018, and apply to annual renewals and registered
3.5 office filings filed with the secretary of state on or after that date.