

1 Secretary of State

2

3 Adopted Permanent Rules Relating to Uniform Commercial Code

4 Filings

5

6 Rules as Adopted

7 8270.0010 APPLICABILITY.

8 This chapter applies to Uniform Commercial Code documents
9 filed with a filing officer for purposes of creating a public
10 record concerning the obligation of a debtor to a secured party
11 or a taxpayer to a taxing authority.

12 8270.0050 DEFINITIONS.

13 Subpart 1. **Scope.** As used in this chapter, the following
14 words have the meanings given them.

15 Subp. 2. **Amendment.** "Amendment" means the document used
16 to show a change in the information given on an original
17 financing statement.

18 Subp. 3. **Assignment.** "Assignment" means the document used
19 to show the transfer of all of a secured party's interest to
20 another party.

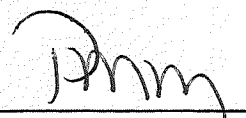
21 Subp. 4. **Business records.** "Business records" means the
22 information maintained by the Secretary of State concerning
23 trademarks, service marks, assumed business names, corporations,
24 limited partnerships, limited liability companies, and other
25 business organizations.

26 Subp. 5. **Certification date.** "Certification date" is the
27 date through which a response to an information request presents
28 data concerning a debtor or taxpayer that has not lapsed or been
29 terminated.

30 Subp. 6. **Continuation.** "Continuation" means the document
31 used to extend the five-year life of a financing statement.

32 Subp. 7. **County recorder.** "County recorder" means the
33 filing officer designated in each county to accept Uniform
34 Commercial Code filings.

35 Subp. 8. **Filing.** A "filing" means a UCC document.



1 Subp. 9. Filing office. "Filing office" means either the
2 Office of the County Recorder or the Office of the Secretary of
3 State.

4 Subp. 10. Filing officer. "Filing officer" means the
5 persons in the office of the County Recorder or the Secretary of
6 State who are responsible for filing financing statements,
7 statutory liens, and other UCC documents.

8 Subp. 11. Financing statement. "Financing statement"
9 means the UCC document filed with a filing officer to perfect a
10 security interest in collateral. It includes any subsequent
11 filings.

12 Subp. 12. Information request. "Information request"
13 means a written request made to a filing officer for information
14 about a named debtor. An information request may seek either
15 UCC document or tax lien information and will result in a
16 printout of information and/or copies of UCC documents or tax
17 liens which have been filed.

18 Subp. 13. Lapsed filing. "Lapsed filing" means a
19 financing statement that has expired because a continuation has
20 not been timely filed.

21 Subp. 14. Original financing statement. "Original
22 financing statement" means the first document filed that
23 perfects a security interest in collateral. It does not include
24 any subsequent filing.

25 Subp. 15. Partial assignment. "Partial assignment" means
26 an assignment of collateral that is specifically labeled as a
27 partial assignment, sets forth the collateral to be assigned to
28 the additional secured party, and results in more than one
29 secured party of record.

30 Subp. 16. Partial release. "Partial release" means the
31 document used to show that the secured party has relinquished
32 its security interest in some of the previously specified
33 collateral. The collateral to be released must be specified in
34 the filing.

35 Subp. 17. Record. "Record" means all of the UCC documents
36 concerning a specific obligation of the debtor to the secured

1 party or the taxpayer to the taxing authority.

2 Subp. 18. Search. "Search" means an information request.

3 Subp. 19. Secretary of State. "Secretary of State" means
4 the Minnesota Secretary of State.

5 Subp. 20. Social security number. "Social security number"
6 means the identification number assigned to an individual by the
7 Social Security Administration.

8 Subp. 21. Statutory lien. "Statutory lien" means a filing
9 made to perfect an interest created by operation of law such as
10 those liens found in Minnesota Statutes, chapter 514.

11 Subp. 22. Tax lien. "Tax lien" means a document
12 evidencing an obligation owed by a taxpayer to a taxing
13 authority.

14 Subp. ~~22~~ 23. Taxing authority. "Taxing authority" means
15 either the Internal Revenue Service or the Minnesota Department
16 of Revenue.

17 Subp. ~~23~~ 24. Taxpayer identification number. "Taxpayer
18 identification number" means the number assigned to a business
19 entity by the Internal Revenue Service.

20 Subp. ~~24~~ 25. Termination. "Termination" means the
21 document used to end the record created by the financing
22 statement and all subsequent filings.

23 Subp. 25 26. UCC. "UCC" means the Uniform Commercial Code
24 as adopted in Minnesota Statutes, chapter 336.

25 Subp. 26 27. UCC-1. "UCC-1" is a designation used by the
26 Secretary of State to identify the form approved pursuant to
27 chapter 8260 for use as a financing statement.

28 Subp. 27 28. UCC-3. "UCC-3" is a designation used by the
29 Secretary of State to identify the form approved pursuant to
30 chapter 8260 for use as an amendment or assignment, ~~partially~~
31 partial release ~~collateral~~, or to continue or terminate an
32 original financing statement.

33 Subp. ~~28~~ 29. UCC-11. "UCC-11" is a designation used by
34 the Secretary of State to identify the form approved pursuant to
35 chapter 8260 for use as an information request concerning a
36 particular debtor.

1 Subp. ~~29~~ 30. UCC-12. "UCC-12" is a designation used by
2 the Secretary of State to identify the form approved pursuant to
3 chapter 8260 for use as an information request concerning a
4 particular taxpayer.

5 Subp. ~~30~~ 31. UCC document. "UCC document" means a
6 financing statement, statutory lien, or any subsequent filing
7 such as an amendment, assignment, partial assignment,
8 continuation, partial release, or termination.

9 Subp. ~~31~~ 32. Work day. "Work day" means a weekday that is
10 not a federal holiday, a state holiday as defined in Minnesota
11 Statutes, section 645.44, subdivision 5, or a county holiday
12 declared by a county's board of commissioners. Work day does
13 not include a weekday when government offices have been closed
14 due to a weather or other emergency.

15 8270.0100 PLACE OF FILING.

16 Nothing in this chapter changes the filing requirements of
17 Minnesota Statutes, section 336.9-401.

18 8270.0105 DETERMINATION OF PLACE OF FILING.

19 Financing statements may be filed at the Office of the
20 County Recorder or with the Secretary of State as directed in
21 Minnesota Statutes, section 336.9-401.

22 8270.0110 FILINGS AFFECTING REAL ESTATE.

23 Nothing in this chapter changes the filing requirements for
24 financing statements to be recorded in the mortgage records of
25 the Office of the County Recorder.

26 8270.0115 RECORDING IN MULTIPLE FILING OFFICES.

27 To record a financing statement in more than one filing
28 office, multiple financing statements and fees are required. If
29 a secured party wishes to record a financing statement in more
30 than one filing office, the secured party may either file a new
31 financing statement or a copy of the previously filed financing
32 statement in each filing office. If a copy is used, it is a
33 nonstandard filing in the new filing office and the appropriate
34 fee is due. The date of filing in each filing office is the

1 date the filing is made in that office, not the date of the
2 original filing. The date of perfection for each financing
3 statement will be determined according to Minnesota Statutes,
4 section 336.9-303.

5 8270.0200 DATABASE.

6 Subpart 1. Creation of database. A centralized database
7 containing information on all UCC documents filed in Minnesota
8 is created in Saint Paul. The database is housed on a computer
9 operated by the Secretary of State.

10 Subp. 2. Changes in database. The Secretary of State
11 shall make appropriate programming changes in or additions to
12 the database and screens for the central database to reflect any
13 changes to the Minnesota statutes. In addition, the Secretary
14 of State shall program the system to automatically remove lapsed
15 financing statements from the active record that are five years
16 old and that have not been continued.

17 Subp. 3. Maintenance of database. The Secretary of State
18 shall maintain the central database and communications network
19 between the filing offices. The Secretary of State is
20 responsible for the cost of maintaining the computer and the
21 equipment used in its filing office. Each county, through its
22 recorder, is responsible for the cost of maintaining the
23 equipment in the county recorder's filing office by providing
24 the supplies required to operate the equipment in the filing
25 office.

26 8270.0205 UNAUTHORIZED ENTRY.

27 Subpart 1. Generally. The Secretary of State shall
28 develop a security system with varying levels of access to the
29 central database which protects the system against unauthorized
30 entry. This will be accomplished by the development of a
31 computer ~~industry-standard~~ security system that meets industry
32 standards and implemented in cooperation with all filing
33 officers.

34 Subp. 2. Security measures. Security measures adopted by
35 the Secretary of State are confidential and may be disclosed

1 only to the extent required to provide filing officers and their
2 employees access to the central database and to ensure their
3 cooperation with the security system.

4 Subp. 3. **Cooperative security.** All filing officers and
5 their staff shall cooperate with any request made by the
6 Secretary of State to further the security and integrity of the
7 central database.

8 Subp. 4. **Periodic review.** The staff of the Secretary of
9 State shall regularly review and analyze access levels and
10 system controls of the users of the central database and take
11 every prudent precaution to ensure that unauthorized entry or
12 use does not occur.

13 Subp. 5. **Notice of entry.** If unauthorized entry or use
14 has occurred, the Secretary of State shall notify all filing
15 officers of the occurrence and take the appropriate steps to
16 prevent a recurrence of the breach of security.

17 8270.0210 DATA ENTRY.

18 Subpart 1. **Generally.** Each filing officer must enter data
19 received on UCC documents filed in the filing office into the
20 central database through the terminal located in the filing
21 office. The filing officer is responsible for entry of the UCC
22 documents received and accepted at the filing office.

23 Subp. 2. **Manner of entry.** Entry of information will be
24 made by the filing officer into the terminal via alphabetical
25 and numerical representations made on the appropriate data entry
26 screens and transmitted via the communications network to the
27 central database.

28 Subp. 3. **Ability to modify.** A filing officer may add or
29 modify information in the database only when supported by a UCC
30 document filed in the filing officer's office. No modification
31 of the records of another filing office is permitted.

32 Subp. 4. **Writing required.** Entry or modification of a
33 central database record may only be made after receipt by the
34 filing officer of a UCC document from the secured party or its
35 authorized representative that shows the information to be

1 entered into the central database.

2 8270.0215 ENTRY DEADLINE.

3 For the purpose of uniformity and the ability to accurately
4 state that the availability of filed information, it is the goal
5 of all filing officers to have data entered into the central
6 database by noon on the first work day following the filing
7 date. The computer generated search certificate must identify
8 filing offices that have not met this goal. ~~The Secretary of
9 State will determine when it is not technically possible to meet
10 this data entry goal and will take appropriate action.~~

11 8270.0220 CERTIFICATION DATE.

12 Each filing office must change the certification date after
13 each day's filings are entered.

14 8270.0225 FILING A FINANCING STATEMENT.

15 Subpart 1. Generally. Upon receipt of an original
16 financing statement, a filing officer shall determine if the
17 debtor name is legible and can be indexed. If the debtor name
18 is legible, an identification number is listed for each debtor
19 name, and the correct filing fee has been submitted with the
20 original financing statement, the filing officer shall accept
21 the UCC document for filing.

22 Subp. 2. Individual debtor name. The name of an
23 individual debtor shall be presented on the original financing
24 statement with the last name first. The filing officer shall
25 index the original financing statement according to the name
26 presented in the last name area.

27 Subp. 3. Business debtor name. If the debtor name is a
28 business name, it shall be shown on the original financing
29 statement as it appears on the registration papers filed with
30 the Office of the Secretary of State. If the business debtor is
31 the only debtor name on an original financing statement, only
32 the business name area on the UCC-1 form should be used.

33 8270.0230 MODIFYING A FINANCING STATEMENT.

34 Subpart 1. Generally. Upon the filing of an amendment,

1 assignment, partial assignment, partial release, continuation,
2 or termination, the filing officer shall modify the data in the
3 central database so that it matches the information presented on
4 the filing. Only one function shall be presented on a single
5 UCC-3 form. The code that represents the type of filing made
6 must be entered by the filing officer into the central database.

7 Subp. 2. Continuation. To file a continuation statement,
8 the UCC-3 form must be completed to show:

- 9 A. the continuation box checked;
- 10 B. the original financing statement file number;
- 11 C. the original date of filing; and
- 12 D. all the debtor and secured party information of
13 record which includes the social security or taxpayer
14 identification number for the debtor and an address for the
15 debtor and the secured party. The correct filing fee must
16 accompany the continuation.

17 One continuation statement will be accepted for filing on
18 an original financing statement in the six months prior to the
19 time of expiration. Multiple continuation statements from
20 separate secured parties on the same financing statement will
21 not be accepted.

22 Subp. 3. Assignment. To file an assignment, the UCC-3
23 form must be completed to show:

- 24 A. the assignment box checked;
- 25 B. the original financing statement file number;
- 26 C. the original date of filing;
- 27 D. all the debtor and secured party information of
28 record and an address for the debtor and the secured party; and
- 29 E. the new secured party's name and address in the
30 appropriate area. The correct filing fee must accompany the
31 assignment.

32 Subp. 4. Partial assignment. To file a partial
33 assignment, the UCC-3 form must be completed to show:

- 34 A. the partial assignment box checked;
- 35 B. the original financing statement file number;
- 36 C. the original date of filing;

1 D. all the debtor and secured party information of
2 record and an address for the debtor and the secured party;

3 E. the additional secured party information in the
4 appropriate area; and

5 F. a description of the collateral assigned in the
6 appropriate area. The correct filing fee must accompany the
7 partial assignment.

8 After a partial assignment has been filed, any of the
9 secured parties can amend, assign, continue, or file a partial
10 release to the original financing statement.

11 Subp. 5. **Amendment.** To file an amendment, the UCC-3 form
12 must be completed to show:

13 A. the appropriate amendment box checked;

14 B. the original financing statement file number;

15 C. the original date of filing;

16 D. all the debtor and secured party information of
17 record and an address for the debtor and the secured party; and

18 E. the amended information clearly identified in the
19 appropriate area. If debtor names are added, an identification
20 number of each debtor must be listed as part of the amendment.
21 The correct filing fee must accompany the amendment.

22 Subp. 6. **Partial release.** To file a partial release, the
23 UCC-3 form must be completed to show:

24 A. the partial release box checked;

25 B. the original financing statement file number;

26 C. the original date of filing;

27 D. all the debtor and secured party information of
28 record and an address for the debtor and the secured party; and

29 E. a description of the collateral to be released in
30 the appropriate area. The correct filing fee must accompany the
31 partial release.

32 Subp. 7. **Termination.** To file a termination, the UCC-3
33 form must be completed to show:

34 A. the termination box checked;

35 B. the original financing statement file number;

36 C. the original date of filing;

1 D. all the debtor and secured party information of
2 record and an address for the debtor and the secured party; and

3 E. the signature of every secured party of record.

4 If the termination is presented in a nonstandard form or format,
5 the correct filing fee must accompany the filing.

6 8270.0235 PROCEDURES MANUAL.

7 Data entry standards and procedures and search procedures
8 are prescribed in the UCC Procedures Manual authored and
9 published by the Secretary of State's office. The manual, dated
10 1988, and all subsequent amendments to it are incorporated by
11 reference and are not subject to frequent change. It is
12 available from the Computer Services Section, Office of the
13 Secretary of State, 180 State Office Building, 100 Constitution
14 Avenue, Saint Paul, MN 55155-1299. It is also available at the
15 State Law Library.

16 8270.0240 INFORMATION RETRIEVAL.

17 Subpart 1. Generally. Each filing officer shall have the
18 computer capability to retrieve information stored in the
19 central database. The database is accessed through a
20 telecommunications network and by using the menu presented.
21 Information retrieved from the central database is printed in
22 the form of a search certificate which contains all information
23 in the central database for the debtor name which is selected by
24 the filing officer to be certified.

25 Subp. 2. Retrieval of information. All filing officers
26 must retrieve information on a requested debtor from the central
27 database upon receipt of an information request. All filing
28 officers must issue a certificate from the central database in
29 response to each information request. When a filing officer's
30 tax liens are entered in the central database, it must be used
31 to ~~prepare-a-search~~ respond to tax lien information requests.
32 All filing officers whose tax liens are entered into the central
33 database must issue a certificate from the central database in
34 response to a each tax lien information request.

1 8270.0245 INDEX.

2 Subpart 1. **Security interests.** The central database shall
3 serve as the index of all security interests as required by
4 Minnesota Statutes, section 336.9-403, subsection (4).

5 Subp. 2. **Statutory liens.** The central database is the
6 index of all statutory liens that have been entered into it.

7 Subp. 3. **Tax liens.** The central database is the index of
8 all federal and state tax liens filed with the Secretary of
9 State and with any county recorder whose tax liens have been
10 entered into the central database.

11 8270.0255 REMOVAL AND DESTRUCTION OF UCC DOCUMENTS.

12 Subpart 1. **Removal.** A filing officer may remove lapsed or
13 terminated UCC documents from the officer's records one year
14 after the date of lapse or termination.

15 Subp. 2. **Destruction.** UCC documents that have been
16 removed from the files of the filing officer may be destroyed.

17 Subp. 3. **Retention schedules.** Each filing officer has the
18 ability, unless otherwise directed by statute, to adopt
19 procedures for the retention of UCC documents according to
20 Minnesota Statutes, section 138.17. The procedures may include
21 the storage of UCC documents on microfilm, microfiche, or other
22 media as permitted by law and may establish a schedule for the
23 retention of paper copies of UCC documents.

24 8270.0260 BUSINESS RECORDS.

25 Subpart 1. **Generally.** The Secretary of State maintains
26 information about business and corporate filings for the state
27 of Minnesota. The information found in these records is stored
28 in a computer that is operated and maintained by the Secretary
29 of State and that is accessible to all filing officers via the
30 communications network.

31 Subp. 2. **View-only access.** View-only access of these
32 records is available to the filing officers and their customers.

33 Subp. 3. **No interpretation.** No interpretation by a filing
34 officer of information contained in the business records is
35 binding on the Secretary of State.

1 Subp. 4. **Business filing requirements.** The filing
2 requirements for business records are determined by the
3 appropriate statute and not by this chapter.

4 8270.0265 IDENTIFICATION OF PARTIES.

5 The identification number for each debtor, whether the
6 social security number of an individual debtor or the federal
7 taxpayer identification number of a business debtor, may be used
8 by a requesting party to specify a particular debtor when making
9 an information request.

10 If it becomes possible to search the central database for
11 secured party information, the secretary may adopt an
12 identification procedure for secured parties.

13 8270.0270 CONVERSION OF RECORDS.

14 Conversion of UCC documents or tax liens will occur in a
15 manner agreed to by the county recorder, the Secretary of State,
16 and any other appropriate parties. Data entry will be done in
17 the manner described in parts 8270.0210 and 8270.0235, if data
18 entry is required by the conversion.