

CHAPTER 2

DIVISION OF COMMERCIAL RECORDING

Authority

P.L. 1982, c.150, P.L. 1987, c.435, P.L. 1988, c.94 and P.L. 1992, c.124; N.J.S.A. 52:16A-11.

Source and Effective Date

R.1993 d.193, effective April 12, 1993. See: 25 N.J.R. 901(a), 25 N.J.R. 1884(a).

Executive Order No. 66(1978) Expiration Date

Chapter 2, Division of Commercial Recording, expires on April 12, 1998.

Chapter Historical Note

Chapter 2, Division of Commercial Recording, with Subchapter 1, Expedited Services, was adopted as R.1983 d.61, effective March 7, 1983. See: 15 N.J.R. 14(a), 15 N.J.R. 340(d). Pursuant to Executive Order No. 66(1978), Chapter 2 expired on March 7, 1988

Chapter 2, Division of Commercial Recording, was adopted as R.1988 d.202, effective May 2, 1988. See: 20 N.J.R. 522(b), 20 N.J.R. 997(a). Subchapter 2, Preclearance of Documents, and Subchapters 3, Name Availability, were adopted as R.1989 d.89, effective February 21, 1989. See: 20 N.J.R. 2998(a), 21 N.J.R. 452(a).

Pursuant to Executive Order No. 66(1978), Chapter 2 was readopted as R.1993 d.193. See: Source and Effective Date. See, also, section annotations.

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SUBCHAPTER 1. EXPEDITED SERVICES

15:2-1.1 Services which will be provided on an expedited basis

(a) The Department of State shall provide expedited over the counter corporate services for the following requests:

1. Any information contained in the annual report of a corporation or a limited partnership;
2. A certificate of standing, either long form, short form, or certificate listing charter documents;
3. A certified or uncertified copy of document, except trade name filing, filed with the Department of State;
4. A certificate as to the existence or nonexistence of any document, except trade name filings on record with the Division of Commercial Recording;
5. The availability of a corporate name or a limited partnership name;
6. Filing corporate documents or limited partnership documents;
7. The name and address of the registered agent of a corporation or limited partnership;
8. The filing date of a certificate of incorporation for a domestic corporation or the filing date of a certificate of limited partnership or the filing date for a certificate of qualification for a foreign corporation or limited partnership;
9. The name and address of the corporation's or a limited partnership's registered agent;
10. A U.C.C. 1 filing pursuant to N.J.S.A. 12A:9-401 et seq.;
11. A U.C.C. 3 filing pursuant to N.J.S.A. 12A:9-401 et seq.;
12. A U.C.C. 11 search pursuant to N.J.S.A. 12A:9-401 et seq. provided that the U.C.C 11 search shall not exceed 20 filings. Searches over 20 filings can be expedited but may not be completed within the same day.
13. An application to be a Notary Public;
14. An application to renew one's commission as a Notary Public;
15. Certification of an official signature on a document, when the official's signature is on file with the Department of State. This includes the issuances of apostilles.

(b) The Division of Commercial Recording shall provide expedited telephone service for the following requests:

1. The availability of a corporate name or limited partnership name;
2. Whether or not a corporation's certificate of incorporation or authority has been voided or revoked;
3. The name and address of the registered agent of a corporation or limited partnership;
4. The filing date of a certificate of incorporation for a domestic corporation or limited partnership or the filing date for a certificate of qualification for a foreign corporation or limited partnership;
5. The name and address of the registered agent of a corporation or limited partnership which has filed a fictitious/alternate name certificate;
6. The date when the last annual report was filed for a corporation or limited partnership.

Amended by R.1985 d.327, effective July 1, 1985.
See: 17 N.J.R. 897(a), 17 N.J.R. 1670(a).
Amended by R.1988 d.202, effective May 2, 1988.
See: 20 N.J.R. 522(b), 20 N.J.R. 997(a).

15:2-1.2 Definitions

The words and terms used in this chapter shall have the following meanings, unless the context clearly indicates otherwise.

"Expedited service" means priority same day service effected in a fast and efficient manner.

"Over the counter services" means:

1. Documents delivered to the Commercial Recording Division, Expedited Services counter by hand or by express mail (Federal Express, etc.);
2. Subject to the approval of the Secretary of State, documents telefaxed or transmitted electronically to the Commercial Recording Division;
3. Information requests made at the Commercial Recording Division Expedited Service counter or any other location designated by the Secretary of State.

"Same Day" means as soon as possible but no later than 8½ business hours from the time the request is received. The business day runs from 8:30 A.M. to 5:00 P.M. on all weekdays other than State holidays.

Amended by R.1988 d.202, effective May 2, 1988.
See: 20 N.J.R. 522(b), 20 N.J.R. 997(a).

15:2-1.3 Exception: computer breakdown

(a) Expedited service shall be rendered as soon as possible but may extend beyond the same day if the computer system utilized by the commercial recording division is down, making response impossible.

(b) Any over the counter service may be rejected by the Secretary of State, unless the submission has a cover sheet issued by the Secretary of State. The Secretary of State may design the cover sheet and the Secretary may from time to time redesign the cover sheet.

Amended by R.1985 d.327, effective July 1, 1985.
See: 17 N.J.R. 897(a), 17 N.J.R. 1670(a).
"Commercial" substituted for "corporate".
Amended by R.1988 d.202, effective May 2, 1988.
See: 20 N.J.R. 522(b), 20 N.J.R. 997(a).

15:2-1.4 Fees for expedited service

(a) Fees for over the counter corporation service shall be as follows:

1. Filing of document:
 - i. Without certified copy; statutory fee plus \$10.00;
 - ii. With copy to be certified: statutory filing fee, certification fee of \$25.00 plus \$10.00.
2. Request for copy of annual report requested at the same time:
 - i. One report—\$2.00 plus \$10.00;
 - ii. Two reports—\$4.00 plus \$10.00;
 - iii. Three reports—\$6.00 plus \$10.00;
 - iv. Four reports—\$8.00 plus \$15.00;
 - v. Five reports—\$10.00 plus \$15.00;
 - vi. Six reports—\$12.00 plus \$15.00;
 - vii. Seven reports—\$14.00 plus \$20.00;
 - viii. Eight reports—\$16.00 plus \$20.00;
 - ix. Nine reports—\$18.00 plus \$20.00;
 - x. Ten reports—\$20.00 plus \$25.00.
3. Certificate of standing:
 - i. Short form standing certificate which includes registered agent and registered office: \$25.00 plus \$10.00;
 - ii. Long form standing certificate which includes registered agent, registered office, incorporators, officers, directors, and number of authorized shares: \$25.00 plus \$10.00.
4. Status report(s) which includes name availability, the name and address of the registered agent, corporation or limited partnership name, whether corporation charter is still valid, and whether the corporation or limited partnership has filed a fictitious/alternate name. Fees for report(s) requested, at the same time are as follows:
 - i. One report—\$5.00 plus \$10.00;
 - ii. Two reports—\$10.00 plus \$10.00;
 - iii. Three reports—\$15.00 plus \$10.00;