

DATE: December 15, 2015
TO: Members of the LARA/DIFS Subcommittee and Other Interested Parties
FROM: Paul B.A. Holland, Senior Fiscal Analyst
RE: Historical Analysis of the Corporation Fees Fund

Introduction

The Corporation Fees Fund (Fund) is a restricted account within the state's General Fund into which numerous filing and other statutorily-determined fees collected from various types of corporations, companies, and partnerships (hereafter, "business entities") are deposited. The revenue generated from these fees exceeds the amount necessary to adequately offset the department's expenditures to administer applicable statutory responsibilities. Consequently, the Legislature has appropriated and the department expended these revenues for diverse and disparate agencies, programs, and functions. This memo provides a brief description of the relevant functions of the department and an overview of the revenues for, expenditures from, and balances of the Fund.

Corporations Division

The Corporations Division (Division), currently housed within the Corporations, Securities, and Commercial Licensing Bureau (CSCLB) within the Department of Licensing and Regulatory Affairs (LARA), is responsible for receiving, reviewing, recording, retaining, and retrieving official filings and other documents required by statute to be submitted by various business entities incorporated, organized, or otherwise transacting business within the state. The Division also issues certificates of fact and good standing, prepares and provides copies of official documents upon request, and computes and collects statutory filing, franchise, and other assorted fees. In addition to facilitating the formation and filings of business entities, the Division registers trademarks, service marks, and insignias and implements statutes pertaining to fraternal organizations, ecclesiastical entities, summer resorts, cemeteries, and other specialty corporations.

Legal Authority

The formation and functions of various types of business entities are stipulated by the statutes detailed below and under which the numerous filings submitted to and concomitant fees collected by the Division are delineated.

- Profit and professional service corporations are generally incorporated or, in the case of corporations formed outside of the state, authorized to transact business pursuant to the Business Corporation Act of 1972
- Nonprofit corporations are incorporated, or authorized if foreign, pursuant to the Nonprofit Corporation Act of 1982
- Limited liability companies and professional LLCs are organized, or authorized, pursuant to the Michigan Limited Liability Company Act of 1993
- Limited partnerships are formed or registered pursuant to the Michigan Revised Uniform Limited Partnership Act of 1982

- Registration procedures for limited liability partnerships are designated under the Uniform Partnership Act of 1917

Corporation Fees Fund

The revenues for, expenditures from, and balances of the Fund between FY 2004-05 and FY 2014-15 are exhibited by [Appendix I](#) and are further explained in the following sections.

Revenues

The filing and other statutory fees paid by business entities are consolidated and categorized by the Division into distinct accounting objects, as exhibited by [Appendix IV](#), under which associated annual revenues are recorded. Overall, revenue deposited into the Fund remained relatively stable (0.8% increase) between FY 2004-05 and FY 2010-11, yet has increased by 12.8% over subsequent years as the economy recovers from the Great Recession. While the filing and other associated fees are established in statute as fixed dollar amounts, the real value of which is continuously eroded by inflation, an increase in the number business entities and, thus, filings has resulted in steadily increasing revenue deposited into the Fund.

Corporations and LLCs are required to file annual reports describing statutorily-specified information and the revenues generated by the fees charged for filing these reports altogether constituted 65.2% of the revenue deposited into the Fund since FY 2004-05. Beginning in 1993, the year in which the state sanctioned the formation of LLCs, for-profit business entities have increasingly opted to organize as LLCs rather than corporations, as exhibited by [Appendix II](#); accordingly, the revenue generated from annual reports filed by profit corporations has significantly declined (by 51.0%), while revenue generated from annual statements filed by LLCs has substantially risen (by 199.3%).

Numerous fees associated with filings of various applications, articles, and certificates; franchise fees levied on corporations; and miscellaneous charges are grouped and recorded together and constituted 27.3% of the revenue deposited into the Fund. Much of the remainder of Fund revenue was generated by fees for expediting filings (2.7%) or copying documents (4.5%).

Expenditures

Over the past decade, money from the Fund has been appropriated and expended to support diverse departmental administrative and programmatic functions unrelated to the operations of the Division. Typically, these appropriations were enacted to supplement insufficient balances within other restricted funds or to supplant reductions in prior year General Fund appropriations. The ability for LARA to expend money from the Fund on unrelated functions is sustained via a broad interpretation of the phrase "carrying out those duties of the department required by law" which is found within several sections of the aforementioned statutes following the authorization and specification of the filing and other associated fees.

The appropriations from the Fund for both Division-related functions and those of unrelated agencies throughout the LARA budget include both direct personnel and programmatic expenses and indirect LARA and DTMB overhead expenses. Expenditures from the Fund have been made both as occasional supplements and continual subsidies for unrelated agencies, programs, and functions as described below.

Occasional supplements are illustrated by:

- \$2.0 million and \$1.4 million for the Bureaus of Construction Codes and Fire Services to offset reductions in other fund sources supporting fire services

- \$500,000 for grants to Centers for Independent Living awarded by the Michigan Rehabilitation Service to offset General Fund reduction
- \$3.0 million transferred to bolster the balance within the Construction Code Fund
- \$8.0 million for the Unemployment Insurance Agency to support operations subsequent to a substantial reduction in federal grants

Whereas, continual subsidies are demonstrated by annual amounts for:

- The CSCLB to support underfunded commercial licensing programs
- The Bureau of Construction Codes (2.2% of total agency expenditures for the agency during FY 2014-15)
- The Michigan Occupational Safety & Health Administration (17.8% of total expenditures for the agency during FY 2014-15)
- The Workers' Compensation Agency (17.5% of total expenditures for the agency during FY 2014-15)
- Administrative, executive, and centralized functions of LARA and the Department of Technology, Management, and Budget (DTMB) provided to multiple agencies within LARA

Because the accounting structures utilized within the Michigan Administrative Information Network (MAIN) do not discretely classify certain expenditures at a sufficient level of detail, it is infeasible to precisely distinguish between expenditures made to support the responsibilities of the Division and those supporting unrelated departmental duties. Nonetheless, the calculations exhibited in Appendix III utilize a method through which the total expenditures made for the Division are estimated by averaging, annualizing, and adjusting hourly wage rates for active positions within the Division then adding a per position amount formulated by LARA to account for indirect LARA and DTMB overhead expenses and the annualized cost for the most recent database rewrite project, resulting in total estimated expenditures of approximately \$5.5 million per annum, which is less than a quarter (22.8%) of the FY 2014-15 revenue deposited into the Fund.

Balances

Year-over-year, the Fund has carried a substantial balance into subsequent fiscal years; averaging \$7.3 million over the past decade, with a minimum of \$3.9 million at the close of FY 2011-12 and a maximum of \$9.2 million carried into the current fiscal year. The balances carried forward are the result of revenues deposited into the Fund typically exceeding expenditures made from the Fund. While there is no explicit statutory authority to carryforward net revenue, such is the established practice for the Fund.

Prior to LARA reallocating the order in which revenues are expended from the Fund to implement budget boilerplate section 315 (renumbered 227) during FY 2008-09, unexpended revenue generated by profit corporation annual report filing fees lapsed to the General Fund pursuant to the statutory requirement established by subsection 1060(5) of the Business Corporation Act of 1972.

As noted above, owing to a broad interpretation of particular statutory language, the balance within the Fund is available for expenditure on any of the duties of LARA required by law.

Conclusion

Over the past decade, the Legislature has appropriated and the department has expended money within the Fund for diverse and disparate agencies, programs, and functions; often supplementing expenditures from other restricted funds or supplanting those from the General Fund. These expenditures were facilitated by the fact that revenues deposited into the Fund substantially exceed

the expenses necessary to adequately support the Division in carrying out its responsibilities under statutes governing the formation, functions, and filings of various types of business entities.

Lastly, the lack of statutory language establishing the Fund and directing the deposit of fee revenues has created an extent of ambiguity in the administration of the Fund that the Legislature may consider addressing via amendments to the appropriate statutes in order to clarify and simplify Fund administration.

Appendices

Appendix I: Revenues, Expenditures, & Balances of the Corporation Fees Fund

Appendix II: Number of Various Business Entities

Appendix III: Estimate of Expenditures Related to Corporations Division

Appendix IV: Detailed Listing of Fees Deposited into Corporation Fees Fund

Appendix I.

Corporation Fees Fund												
Revenues, Expenditures, & Balances												
Revenues	FY 05	FY 06	FY 07	FY 08	FY 09	FY 10	FY 11	FY 12	FY 13	FY 14	FY 15	
Profit Corporation Annual Report Filing Fees & Penalties	\$7,700,615	\$7,497,616	\$6,337,482	\$6,094,573	\$5,465,145	\$5,390,320	\$4,971,415	\$4,996,789	\$4,649,781	\$4,188,384	\$3,775,537	
Nonprofit Corporation Annual Report Filing Fees	\$1,412,642	\$1,383,485	\$1,384,518	\$1,126,225	\$1,037,380	\$1,188,994	\$1,076,236	\$940,496	\$1,077,758	\$990,627	\$915,673	
Limited Liability Company Annual Statement Filing Fees	\$3,808,275	\$4,653,441	\$5,650,959	\$6,532,333	\$6,992,591	\$7,701,417	\$8,199,193	\$8,961,477	\$9,761,572	\$10,194,981	\$11,398,839	
Limited Liability Partnership Annual Registration Fees ¹	\$20	\$58,858	\$56,779	\$52,771	\$61,734	\$58,210	\$58,236	\$55,346	\$58,239	\$64,955	\$61,211	
Other Filing, Franchise, & Miscellaneous Fees	\$7,013,327	\$6,157,136	\$5,578,020	\$5,413,596	\$5,548,812	\$5,573,571	\$5,841,919	\$6,067,878	\$6,300,874	\$6,055,931	\$6,304,901	
Corporation, Company, & Partnership Expedited Filing Fees ²	\$0	\$423,885	\$1,032,657	\$835,334	\$271,235	\$640,818	\$475,005	\$407,611	\$652,573	\$888,328	\$839,664	
Corporation, Company, & Partnership Copy Fees	\$1,365,687	\$1,087,003	\$1,120,175	\$1,076,312	\$920,378	\$870,168	\$854,692	\$882,167	\$923,820	\$938,047	\$891,783	
Trademark, Service Mark, & Insignia Fees ³	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$7,525	\$37,395	
Total Revenue	\$21,300,565	\$21,261,425	\$21,160,590	\$21,131,142	\$20,297,275	\$21,423,497	\$21,476,696	\$22,311,764	\$23,424,617	\$23,328,777	\$24,225,003	
Expenditures⁴												
Corporations, Securities, & Commercial Licensing Bureau	\$4,098,515	\$4,787,071	\$5,859,609	\$4,834,005	\$7,999,813	\$5,083,698	\$5,128,577	\$5,892,821	\$5,168,566	\$5,622,833	\$6,167,222	
Bureau of Fire Services	\$0	\$0	\$1,378,142	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Bureau of Construction Codes (incl. fire services prior to FY 07)	\$385,936	\$2,416,061	\$401,471	\$576,381	\$514,629	\$348,729	\$370,398	\$295,136	\$328,407	\$458,441	\$399,436	
Michigan Occupational Safety & Health Administration	\$2,776,942	\$2,957,652	\$2,890,634	\$5,167,193	\$5,064,576	\$5,103,257	\$5,412,566	\$5,304,271	\$5,662,679	\$3,449,258	\$5,832,534	
Workers' Compensation Agency	\$975,544	\$1,096,379	\$369,348	\$290,524	\$283,092	\$227,406	\$241,852	\$524,830	\$1,567,583	\$1,648,244	\$1,876,606	
Unemployment Insurance Agency	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$8,000,000	\$0	\$0	\$0	
Michigan Rehabilitation Services (Independent Living Grants)	\$0	\$0	\$0	\$0	\$500,000	\$0	\$0	\$0	\$0	\$0	\$0	
Unclassified Salaries & Executive Director Programs ⁵	\$2,010,665	\$1,956,261	\$1,947,151	\$1,886,368	\$1,833,565	\$1,657,198	\$1,497,453	\$1,110,117	\$1,034,302	\$978,561	\$978,797	
Administrative & Financial Services ⁵	\$955,552	\$1,016,107	\$923,067	\$1,211,198	\$603,268	\$877,827	\$786,787	\$870,158	\$1,035,143	\$1,330,648	\$1,469,981	
Administrative Hearings & Rules ⁵	\$1,741,473	\$1,757,718	\$1,184,718	\$1,351,537	\$1,228,919	\$818,791	\$633,557	\$865,507	\$992,200	\$1,247,836	\$1,021,011	
State Employee Lump-Sum Payments ⁵	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$131,233	\$0	\$0	
Control Department/Central Services Support ⁶	\$96,187	\$153,194	\$135,414	\$89,916	\$244,185	\$240,682	\$126,136	\$163,235	\$212,233	\$263,907	\$976,487	
Information Technology Services & Projects ⁶	\$1,652,874	\$1,715,500	\$2,160,900	\$1,797,300	\$2,858,000	\$2,721,400	\$3,833,700	\$4,367,503	\$4,949,127	\$3,875,059	\$3,153,486	
Property Management ⁶	\$1,260,851	\$1,625,386	\$1,825,752	\$1,665,440	\$1,789,886	\$1,681,633	\$1,593,734	\$1,417,455	\$1,547,681	\$1,198,687	\$1,223,875	
Workers' Compensation Benefit Claims ⁶	\$19,924	\$13,807	\$20,777	\$17,726	\$26,818	\$19,042	\$12,763	\$1,525	\$3,484	\$2,724	\$23,000	
Total Expenditure	\$15,974,462	\$19,495,135	\$19,096,982	\$18,887,587	\$22,946,751	\$18,779,662	\$19,637,523	\$28,812,559	\$22,632,638	\$20,076,199	\$23,122,435	
Other Accounting Entries												
Technical Adjustments and Corrections	(\$22,202)	\$40,561	\$42,406	(\$16,544)	\$41,139	\$42,153	(\$7,593)	(\$115,688)	(\$53,730)	\$44,355	\$151,342	
Transfer to General Fund ⁷	(\$4,360,133)	(\$1,041,209)	(\$1,218,972)	(\$1,406,779)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Total Other	(\$4,382,335)	(\$1,000,648)	(\$1,176,566)	(\$1,423,322)	\$41,139	\$42,153	(\$7,593)	(\$115,688)	(\$53,730)	\$44,355	\$151,342	
Net Revenue Over (Under) Expenditure	\$943,768	\$765,642	\$887,042	\$820,233	(\$2,608,336)	\$2,685,987	\$1,831,579	(\$6,616,482)	\$738,249	\$3,296,933	\$1,253,909	
Closing Balance (\$5,180,324 carryforward into FY 05)	\$6,124,092	\$6,889,734	\$7,776,776	\$8,597,010	\$5,988,673	\$8,674,661	\$10,506,240	\$3,889,757	\$4,628,006	\$7,924,939	\$9,178,848	

SOURCE: Analysis and adjustment of reports generated via HFA queries of MAIN on 11/20/2015 and email communications with the Office of Finance & Administrative Services within LARA.

NOTES: ¹LLP annual registration fee revenue was primarily deposited into a separate restricted fund prior to FY 2005-06; ²Expeditied filing fees established by 2005 PAs 217 through 220 and effective beginning 1/1/06; ³Trademark, service mark, and insignia fee revenue was deposited into the General Fund prior to FY 2013-14 as remains a portion thereafter; ⁴Expenditures are categorized via state agencies as they existed during FY 2014-15 or consolidated under related LARA or DTMB functions; ⁵Indirect LARA overhead and adjudicative expenses incurred for multiple agencies within LARA; ⁶Indirect DTMB overhead expenses incurred for multiple agencies within LARA; ⁷Unexpended revenue generated by profit corporation annual report filing fees lapsed to the General Fund pursuant to MCL 450.2060(5) prior to FY 2008-09 when LARA reallocated the order that revenues are expended to implement budget boilerplate section 315 (renumbered 227).

Appendix II.

Number of Various Business Entities In Good Standing or Not Cancelled/Expired								
Business Entity	1/12/09	1/13/10	1/3/11	1/12/12	1/2/13	10/31/13	1/2/15	10/1/15
Profit Corporation								
Domestic	232,594	222,917	213,128	204,767	197,942	191,228	188,289	182,288
Foreign	20,940	20,590	20,755	20,900	21,123	21,323	21,877	21,842
Total	253,534	243,507	233,883	225,667	219,065	212,551	210,166	204,130
Nonprofit Corporation								
Domestic	68,862	69,920	70,754	70,165	70,370	69,861	70,822	74,427
Foreign	1,448	1,502	1,559	1,678	1,761	1,805	1,927	2,040
Total	70,310	71,422	72,313	71,848	72,131	71,666	72,749	76,467
Limited Liability Company								
Domestic	297,213	316,277	333,473	352,504	374,187	390,102	422,077	434,556
Foreign	10,867	11,457	12,047	12,815	13,847	14,843	16,628	17,652
Total	308,080	327,734	345,520	355,319	388,034	404,945	438,705	452,208
Limited Partnership								
Domestic	17,448	17,436	17,490	17,465	17,474	17,443	17,436	17,425
Foreign	2,607	2,579	2,600	2,580	2,574	2,600	2,592	2,635
Total	20,055	20,015	20,090	20,045	20,048	20,043	20,028	20,060
All Business Entities (excl. LLPs)								
Domestic	616,117	626,550	634,845	644,901	659,973	668,634	698,624	708,696
Foreign	35,862	36,128	36,961	37,973	39,305	40,571	43,024	44,169
Grand Total	651,979	662,678	671,806	672,879	699,278	709,205	741,648	752,865

SOURCE: Email communications with the Office of Finance & Administrative Services within LARA.
NOTE: The Division has not maintained nor retained annual data on the number of, domestic and foreign, LLPs with active registrations, the total number of which was 630 as of 11/24/15.

Appendix III.

Estimate of Expenditures Related to Corporations Division						
Position Title	Active Positions	Hourly Pay Range	Average Hourly Wage ¹	Average Annual Wages	With Fringes & Legacy ²	Division Total
Departmental Analyst	15	\$19.44 - \$32.88	\$26.16	\$54,622	\$98,538	\$1,478,073
Departmental Specialist	1	\$24.04 - \$43.97	\$34.01	\$71,002	\$128,088	\$128,088
Departmental Technician	6	\$17.47 - \$26.71	\$22.09	\$46,124	\$83,208	\$499,245
Executive Secretary	1	\$18.75 - \$28.45	\$23.60	\$49,277	\$88,895	\$88,895
General Office Assistant	4	\$15.31 - \$22.68	\$19.00	\$39,662	\$71,549	\$286,198
Microfilm Machine Operator	1	\$16.08 - \$22.60	\$19.34	\$40,382	\$72,849	\$72,849
Secretary	1	\$17.46 - \$24.21	\$20.84	\$43,503	\$78,480	\$78,480
State Administrative Manager	2	\$34.73 - \$53.80	\$44.27	\$92,425	\$166,735	\$333,471
State Division Administrator	1	\$42.36 - \$57.59	\$49.98	\$104,348	\$188,243	\$188,243
Student Assistant	5	\$8.15 - \$22.22	\$15.19	\$31,706	\$57,198	\$285,991
Word Processing Assistant	6	\$15.31 - \$22.68	\$19.00	\$39,662	\$71,549	\$429,297
Total Personnel & Expenses	43					\$3,868,831
Overhead Expenses (\$20,000 per Position) ³						\$860,000
Database Rewrite Project (\$2.4 Million over Three Years) ⁴						\$800,000
Estimated Annual Expenditures						\$5,528,831

SOURCE: Email communications with the Office of Finance & Administrative Services within LARA and HFA analysis of information provided by the Civil Service Commission and State Budget Office.

NOTES: ¹Calculated utilizing the non-weighted arithmetic mean; ²Includes health and other employment-related insurance rates, normal and legacy retirement benefit rates and other post-employment benefits prefunding, FICA tax liabilities, workers' compensation claims, and longevity pay; ³Includes office equipment and supplies, agency and department management and oversight, enforcement actions and adjudication proceedings, and assessments for services provided under DTMB (e.g., central support, property management, information technology); ⁴The presently ongoing rewrite of the Division's information technology database has proceeded intermittently over the past decade, the current project began in FY 2013-14 and is anticipated for completion during FY 2015-16.

Appendix IV.

Detailed Listing of Fees Deposited into Corporation Fees Fund						
Fee Description				Fee Amount	Most Recent Revision Year	MCL Citation
Detail	Detail	Detail	Detail			
Profit Corporation Annual Report Filing Fees				\$25.00	2015	450.2060(1)(u)
Profit Delinquent Penalties				\$10/mo., <=/ \$50	1983	450.1921(1)
Nonprofit Corporation Annual Report Filing Fees	Annual Report			\$20.00	2015	450.3060(1)(u)
	Delinquent Penalties			\$5.00/report	1983	450.2925(1)
Limited Liability Company Annual Statement Filing Fees	LLC Statement			\$25.00	2015	450.5101(1)(g)
	PLLC Statement			\$50.00	2002	450.4909(1)
	PLLC Delinquent Penalties			\$50.00	2002	450.4909(2)
Limited Liability Partnership Annual Registration Fees	Domestic			\$100.00	1994	449.44(2)&(4)
	Foreign			\$100.00	1994	449.47(1)&(4)
Other Filing, Franchise, & Miscellaneous Fees	Profit	Articles of Incorporation (Domestic)		\$10.00	1973	450.2060(1)(a)
		Application for Certificate of Authority (Foreign)		\$10.00	1973	450.2060(1)(b)
		Amendment to Articles of Incorporation (Domestic)		\$10.00	1973	450.2060(1)(c)
		Amended Application for Certificate of Authority (Foreign)		\$10.00	1973	450.2060(1)(d)
		Certificate of Merger, Conversion, or Share Exchange under Chapter 7		\$50.00	1973	450.2060(1)(e)
		Certificate Attesting to the Occurrence of Merger under Section 1021 (Foreign)		\$10.00	1973	450.2060(1)(f)
		Certificate of Dissolution		\$10.00	1973	450.2060(1)(g)
		Application for and Issuance of Certificate of Withdrawal (Foreign)		\$10.00	1973	450.2060(1)(h)
		Application for Reservation of Corporate Name (Domestic)		\$10.00	1973	450.2060(1)(i)
		Certificate of Assumed Name or Termination of Assumed Name (Domestic)		\$10.00	1973	450.2060(1)(j)
		Statement of Change of Registered Office or Resident Agent		\$5.00	1973	450.2060(1)(k)

Restated Articles of Incorporation (Domestic)		\$10.00	1973	450.2060(1)(l)
Certificate of Abandonment		\$10.00	1973	450.2060(1)(m)
Certificate of Correction		\$10.00	1973	450.2060(1)(n)
Certificate of Revocation of Dissolution Proceedings		\$10.00	1973	450.2060(1)(o)
Certificate of Renewal of Corporate Existence		\$10.00	1973	450.2060(1)(p)
Examination of Special Report Required by Law		\$2.00	1973	450.2060(1)(q)
Certificate of Registration of Corporate Name (Foreign)		\$50.00	1983	450.2060(1)(r)
Certificate of Renewal of Corporate Name (Foreign)		\$50.00	1983	450.2060(1)(s)
Certificate of Termination of Registration of Corporate Name (Foreign)		\$10.00	1983	450.2060(1)(t)
Document Submitted or Certificate sent by Fax or Email		Up to \$50.00	1983	450.2060(9)
Initial Organization and Admission Fee (Domestic)	<= 60,000 Shares	\$50.00	2006	450.2062(1)(a)
	> 60,000 & < 1,000,001 Shares	\$100.00	2006	450.2062(1)(b)
	> 1,000,000 & < 5,000,001 Shares	\$300.00	2006	450.2062(1)(c)
	> 5,000,000 & < 10,000,001 Shares	\$500.00	2006	450.2062(1)(d)
	> 10,000,000 Shares	\$500.00 plus \$1,000.00 for Each Additional 10,000,000 Shares or Portion Thereof	2006	450.2062(1)(e)
Additional Organizational Fee for Increasing Shares (Domestic)	<= 60,000 Shares	\$50.00	2006	450.2062(3)(a)
	> 60,000 & < 1,000,001 Shares	\$100.00	2006	450.2062(3)(b)
	> 1,000,000 & < 5,000,001 Shares	\$300.00	2006	450.2062(3)(c)
	> 5,000,000 & < 10,000,001 Shares	\$500.00	2006	450.2062(3)(d)
	> 10,000,000 Shares	\$500.00 plus \$1,000.00 for Each Additional 10,000,000 Shares or Portion Thereof	2006	450.2062(3)(e)
Initial Admission Fee (Foreign)	60,000 Shares Considered Initially Attributable to the State	\$50.00	2006	450.2062(2)

	Additional Admission Fee for Increasing Shares	</= 60,000 Shares	\$50.00	2006	450.2062(4)(a)
	Attributable to the State (Foreign)	> 60,000 & < 1,000,001 Shares	\$100.00	2006	450.2062(4)(b)
		> 1,000,000 & < 5,000,001 Shares	\$300.00	2006	450.2062(4)(c)
		> 5,000,000 & < 10,000,001 Shares	\$500.00	2006	450.2062(4)(d)
		> 10,000,000 Shares	\$500.00 plus \$1,000.00 for Each Additional 10,000,000 Shares or Portion Thereof	2006	450.2062(4)(e)
Nonprofit	Articles of Incorporation (Domestic)		\$10.00	1983	450.3060(1)(a)
	Application for Certificate of Authority (Foreign)		\$10.00	1983	450.3060(1)(b)
	Amendment to Articles of Incorporation (Domestic)		\$10.00	1983	450.3060(1)(c)
	Amended Application for Certificate of Authority (Foreign)		\$10.00	1983	450.3060(1)(d)
	Certificate of Merger or Conversion under Chapter 7		\$50.00	1983	450.3060(1)(e)
	Certificate Attesting to the Occurrence of Merger under Section 1021 (Foreign)		\$10.00	1983	450.3060(1)(f)
	Certificate of Dissolution		\$10.00	1983	450.3060(1)(g)
	Application for and Issuance of Certificate of Withdrawal (Foreign)		\$10.00	1983	450.3060(1)(h)
	Application for Reservation of Corporate Name (Domestic)		\$10.00	1983	450.3060(1)(i)
	Certificate of Assumed Name or Termination of Assumed Name (Domestic)		\$10.00	1983	450.3060(1)(j)
	Statement of Change of Registered Office or Resident Agent		\$5.00	1983	450.3060(1)(k)
	Restated Articles of Incorporation (Domestic)		\$10.00	1983	450.3060(1)(l)
	Certificate of Abandonment		\$10.00	1983	450.3060(1)(m)
	Certificate of Correction		\$10.00	1983	450.3060(1)(n)

	Certificate of Revocation of Dissolution Proceedings	\$10.00	1983	450.3060(1)(o)
	Certificate of Renewal of Corporate Existence	\$10.00	1983	450.3060(1)(p)
	Examination of Special Report Required by Law	\$2.00	1983	450.3060(1)(q)
	Certificate of Registration of Corporate Name (Foreign)	\$50.00	1983	450.3060(1)(r)
	Certificate of Renewal of Corporate Name (Foreign)	\$50.00	1983	450.3060(1)(s)
	Certificate of Termination of Registration of Corporate Name (Foreign)	\$10.00	1983	450.3060(1)(t)
	Document Submitted or Certificate sent by Fax or Email	Up to \$50.00	1983	450.3060(9)
	Privilege of Exercising Franchises in State	\$10.00	1983	450.3061
Limited Liability Company	Certificate of Correction	\$25.00	1993	450.5101(1)(a)
	Articles of Organization (Domestic)	\$50.00	1993	450.5101(1)(b)
	Amendment to Articles of Organization (Domestic)	\$25.00	1993	450.5101(1)(c)
	Restated Articles of Organization (Domestic)	\$50.00	1993	450.5101(1)(d)
	Application for Reservation of Name	\$25.00	1993	450.5101(1)(e)
	Certificate of Assumed Name or Termination of Assumed Name	\$25.00	1993	450.5101(1)(f)
	Certificate of Restoration of Good Standing	\$50.00	2002	450.5101(1)(h)
	Notice of Resignation of or Statement of Change of Registered Office or Agent	\$5.00	1993	450.5101(1)(i)
	Certificate of Merger under Article 7	\$100.00	1993	450.5101(1)(j)
	Certificate of Abandonment	\$10.00	1993	450.5101(1)(k)
	Certificate of Conversion	\$25.00	1997	450.5101(1)(l)
	Certificate of Dissolution	\$10.00	1993	450.5101(1)(m)

	Application for Certificate of Authority (Foreign)	\$50.00	1993	450.5101(1)(n)
	Certificate Correcting Application for Certificate of Authority (Foreign)	\$25.00	1993	450.5101(1)(o)
	Certificate Attesting to the Occurrence of Merger under Section 1005 (Foreign)	\$10.00	1993	450.5101(1)(p)
	Application for and Issuance of Certificate of Withdrawal (Foreign)	\$10.00	1993	450.5101(1)(q)
	Document Submitted or Certificate sent by Fax or Email	Up to \$50.00	1993	450.5101(2)
Limited Partnership	Certificate of Limited Partnership	\$10.00	1983	449.2107(1)
	Certificate of Amendment to Certificate of Limited Partnership	\$10.00	1983	449.2107(2)
	Restated Certificate of Limited Partnership	\$10.00	1983	449.2107(3)
	Certificate of Cancellation of Certificate of Limited Partnership	\$10.00	1983	449.2107(4)
	Application for and Issuance of Certificate of Registration (Foreign)	\$10.00	1983	449.2107(5)
	Certificate Correcting Application for Registration (Foreign)	\$10.00	1983	449.2107(6)
	Certificate of Cancellation of Registration (Foreign)	\$10.00	1983	449.2107(7)
	Application for Reservation of Name	\$10.00	1983	449.2107(8)
	Certificate of Assumed Name or Termination of Assumed Name	\$10.00	1983	449.2107(9)
	Certificate Filed Under Section 304(a)(2)	\$10.00	1983	449.2107(10)
Service on Corporation and Securities Commission Fees		\$3.00	1963	600.2582

Profit Corporation Expedited Filing Fees		\$50.00 - \$1,000.00	2006	450.1131(7)
Nonprofit Corporation Expedited Filing Fees		\$50.00 - \$1,000.00	2006	450.2131(7)
Limited Liability Company Expedited Filing Fees		\$50.00 - \$1,000.00	2006	450.4104(8)
Limited Partnership Expedited Filing Fees		\$50.00 - \$1,000.00	2006	449.1206(8)
Corporation, Company, & Partnership Copy Fees	Per Certificate	\$10.00	1991	450.2060(6), 450.3060(4), 450.5101(4),
	Per folio	\$1.00	1991	449.2107(c), 449.48(6)
Trademark, Service Mark, & Insignia Fees	Registration, Search, & Certification of Names & Insignia	\$5.00	1984	430.7
	Registration of Trademark & Service Mark	\$50.00	1984	429.33(4)
	Renewal of Trademark & Service Mark Registration	\$25.00	1984	429.35(1)
	Assignment of Trademark & Service Mark	\$15.00	1984	429.36

SOURCE: Michigan Compiled Laws accessed at [http://www.legislature.mi.gov/\(S\(qpaazotoukb10slbqsommpza\)\)/mileg.aspx?page=Home](http://www.legislature.mi.gov/(S(qpaazotoukb10slbqsommpza))/mileg.aspx?page=Home).