

Passed the House May 9, 1971.

Passed the Senate May 8, 1971.

Approved by the Governor May 19, 1971.

Filed in Office of Secretary of State May 20, 1971.

CHAPTER 142

[Engrossed House Bill No. 225]

BUSINESS CORPORATIONS--

NOTICE BY SECRETARY OF STATE

OF LOSS OF BUSINESS PRIVILEGE, MAILING

AN ACT Relating to corporations; amending section 4, chapter 92, Laws of 1969 ex. sess. and RCW 23A.40.075.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF WASHINGTON:

Section 1. Section 4, chapter 92, Laws of 1969 ex. sess. and RCW 23A.40.075 are each amended to read as follows:

The annual license fee required by RCW 23A.40.060, as now or hereafter amended, and RCW 23A.40.140 is a tax on the privilege of doing business as a corporation in the state of Washington, but is not a tax on the privilege of existing as a corporation. No corporation shall do business in this state without first having paid its annual license fee, except as provided in RCW 23A.36.010 and 23A.36.020.

Failure of the corporation to pay its annual license fees shall not derogate from the rights of its creditors, or prevent the corporation from being sued and from defending lawsuits, nor shall it release the corporation from any of the duties or liabilities of a corporation under law.

Every domestic corporation which shall fail for three consecutive years to acquire an annual license for the privilege of doing business in this state shall cease to exist as a corporation on the third anniversary of the date it was last licensed to do business in this state or in the case of a corporation which has never been licensed, on the third anniversary of the date of filing its articles of incorporation. When a corporation has ceased to exist by operation of this section, remedies available to or against it shall survive in the manner provided in RCW 23A.28.250 and the directors of the corporation shall hold the title to the property of the corporation as trustees for the benefit of its creditors and shareholders.

A domestic corporation which has not ceased to exist by operation of law may restore its privilege to do business by paying the current annual license fee and a restoration fee which shall include a sum equivalent to the amount of annual license fees the

corporation would have paid had it continuously maintained its privilege to do business plus an additional fee equivalent to one percent per month or fraction thereof computed upon each annual license fee from the time it would have been paid had the corporation maintained its privilege to do business to the date when the corporation restored its privilege to do business: PROVIDED, That the minimum additional license fee due under this section shall be two dollars and fifty cents. Upon payment of the above fees, restoration shall be effective, and the corporation shall have all the rights and privileges it would have possessed had it continually maintained its privilege to do business.

When any domestic corporation loses its privilege to do business for failure to pay its annual license fee when due, the secretary of state shall mail to the corporation at its registered office, (~~by certified mail, return receipt requested;~~) by first class mail, a notice that the corporation no longer has the privilege of doing business in this state, and that the corporation's privilege may be restored as provided in this section, and a notice that, if the privilege is not restored for three consecutive years, the existence of the corporation shall cease without further notice.

Passed the House March 12, 1971.

Passed the Senate May 9, 1971.

Approved by the Governor May 18, 1971.

Filed in Office of Secretary of State May 20, 1971.

CHAPTER 143

[Engrossed House Bill No. 229]

PUBLIC SERVICE COMPANIES

AN ACT Relating to public service companies; amending section 81.48.030, chapter 14, Laws of 1961 and RCW 81.48.030; amending section 81.48.040, chapter 14, Laws of 1961 and RCW 81.48.040; amending section 9, chapter 295, Laws of 1961 as last amended by section 11, chapter 210, Laws of 1969 ex. sess. and RCW 81.77.080; amending section 81.80.300, chapter 14, Laws of 1961 as last amended by section 13, chapter 210, Laws of 1969 ex. sess. and RCW 81.80.300; amending section 81.80.320, chapter 14, Laws of 1961 as last amended by section 14, chapter 210, Laws of 1969 ex. sess. and RCW 81.80.320; amending section 80.20.060, chapter 14, Laws of 1961 and RCW 80.20.060; adding a new section to chapter 14, Laws of 1961 and to chapter 81.80 RCW; adding a new section to chapter 94, Laws of 1967 ex. sess. and to chapter 46.86 RCW; prescribing