

amended by section 35, chapter 149, Laws of 1967 ex. sess. and RCW 84.40.020 are each amended to read as follows:

All real property in this state subject to taxation shall be listed and assessed every year, with reference to its value on the first day of January of the year in which it is assessed. Such listing and all supporting documents and records shall be open to public inspection during the regular office hours of the assessor's office: PROVIDED, That confidential income data is exempted from public inspection pursuant to 42.17.310 RCW. All personal property in this state subject to taxation shall be listed and assessed every year, with reference to its value and ownership on the first day of January of the year in which it is assessed: PROVIDED, That if the stock of goods, wares, merchandise or material, whether in a raw or finished state or in process of manufacture, owned or held by any taxpayer on January 1 of any year does not fairly represent the average stock carried by such taxpayer, such stock shall be listed and assessed upon the basis of the monthly average of stock owned or held by such taxpayer during the preceding calendar year or during such portion thereof as the taxpayer was engaged in business.

Passed the House February 19, 1973.

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#### CHAPTER 70

[Engrossed House Bill No. 330]

#### MISCELLANEOUS AND MUTUAL CORPORATIONS-- INVOLUNTARY DISSOLUTION

AN ACT Relating to miscellaneous and mutual corporations; amending section 58, chapter 120, Laws of 1969 ex. sess. and RCW 24.06.290; amending section 90, chapter 120, Laws of 1969 ex. sess. and RCW 24.06.450; and amending section 91, chapter 120, Laws of 1969 ex. sess. and RCW 24.06.455.

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

Section 1. Section 58, chapter 120, Laws of 1969 ex. sess. and RCW 24.06.290 are each amended to read as follows:

~~((1))~~ Failure of the corporation to file its annual report within the time required 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 corporation which shall fail to file its annual report~~

for three consecutive years shall cease to exist as a corporation on the first day of July of the third year in which no report was filed and the secretary of state shall issue a certificate of dissolution.) When a corporation has failed to file its annual report within the time required, the secretary of state shall notify the corporation by first class mail that it shall cease to exist if it does not perform the required act within thirty days after the mailing of notice. If the corporation fails to perform within thirty days, it shall automatically cease to exist.

A corporation which has ceased to exist by operation of this section may be reinstated within a period of three years following its dissolution by operation of the law if it shall file its annual report and in addition pay a reinstatement fee of five dollars plus any other fees that may be due or owing the secretary of state. When a corporation has ceased to exist by operation of this section, remedies available to or against it shall survive in the manner provided by RCW 24.06.335 and thereafter the directors of the corporation shall hold title to the property of the corporation as trustees for the benefit of its creditors and shareholders.

{(2) Whenever the secretary of state shall have knowledge of any cause existing under RCW 24.06.285 for the dissolution of a corporation, he shall certify the same to the attorney general and concurrently mail to the corporation at its registered office a notice that such certification has been made. Upon the receipt of such certification, the attorney general shall file an action in the name of the state against the corporation for its dissolution. Every such certificate from the secretary of state to the attorney general pertaining to the failure of a corporation to file an annual report shall be taken and received in all courts as prima facie evidence of the facts therein stated.

{a) If, before such action is filed, the corporation shall appoint or maintain a registered agent as provided in this chapter, or shall file with the secretary of state the required statement of change of registered agent, such fact shall be forthwith certified by the secretary of state to the attorney general and he shall not file an action against such corporation for such cause.

{b) If, after action is filed, the corporation shall appoint or maintain a registered agent as provided in this chapter, or shall file with the secretary of state the required statement of change of registered agent, and shall pay the costs of such action, the action for such cause shall abate.)

Sec. 2. Section 90, chapter 120, Laws of 1969 ex. sess. and RCW 24.06.450 are each amended to read as follows:

The secretary of state shall charge and collect for:

(1) Filing articles of incorporation and issuing a certificate

of incorporation, twenty dollars.

(2) Filing articles of amendment and issuing a certificate of amendment, ten dollars.

(3) Filing articles of merger or consolidation and issuing a certificate of merger or consolidation, ten dollars.

(4) Filing a statement of change of address of registered office or change of registered agent, or both, one dollar.

(5) Filing articles of dissolution, five dollars.

(6) Filing an application of a foreign corporation for a certificate of authority to conduct affairs in this state and issuing a certificate of authority, twenty dollars.

(7) Filing an application of a foreign corporation for an amended certificate of authority to conduct affairs in this state and issuing an amended certificate of authority, five dollars.

(8) Filing a copy of an amendment to the articles of incorporation of a foreign corporation holding a certificate of authority to conduct affairs in this state, ten dollars.

(9) Filing a copy of articles of merger of a foreign corporation holding a certificate of authority to conduct affairs in this state, ten dollars.

(10) Filing an application for withdrawal of a foreign corporation and issuing a certificate of withdrawal, five dollars.

(11) Filing a certificate by a foreign corporation of the appointment of a ~~((resident))~~ registered agent, ~~((ten))~~ one dollar~~((s))~~.

(12) Filing a certificate by a foreign corporation of the revocation of the appointment of a ~~((resident))~~ registered agent, ~~((ten))~~ one dollar~~((s))~~.

(13) Filing any other statement or report, including an annual report, of a domestic or foreign corporation, one dollar.

Sec. 3. Section 91, chapter 120, Laws of 1969 ex. sess. and RCW 24.06.455 are each amended to read as follows:

The secretary of state shall charge and collect:

(1) Fifty cents per page and two dollars for the certificate and affixing the seal thereto for furnishing a certified copy of any document, instrument, or paper relating to a corporation.

(2) ~~((Two))~~ Five dollars at the time of any service of process on him as resident agent of any corporation, which may be recovered as taxable costs by the party to the suit or action if such party prevails.

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