

shall the provisions of this section apply to an action based on the failure to obtain the informed consent of a patient.

Passed the House March 31, 1975.

Passed the Senate May 2, 1975.

Approved by the Governor May 12, 1975.

Filed in Office of Secretary of State May 12, 1975.

CHAPTER 36

[House Bill No. 311]

CORPORATIONS—ANNUAL LICENSE FEES— FAILURE TO PAY—REINSTATEMENT

AN ACT Relating to corporations; and amending section 4, chapter 92, Laws of 1969 ex. sess. as amended by section 1, chapter 142, Laws of 1971 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. as amended by section 1, chapter 142, Laws of 1971 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. A corporation which has ceased to exist may reinstate

within two years by paying all fees specified above plus a reinstatement fee of ten dollars and upon doing so shall be reinstated and again be entitled to do business, and may use its former corporate name if that name is not then in use by a corporation then in existence. If the former name is not available, the corporation may file amended articles to adopt a new name simultaneous with reinstatement. Upon payment of the above fees, restoration and reinstatement of the privilege to do business 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))~~ first fails to pay its annual license fee when due, the secretary of state shall, in that year only, mail to the corporation at its registered office, by first class mail, a notice that ((the corporation)) if it does not pay its annual license fee it will no longer ((has)) have the privilege of doing business in this state, and that the corporation's privilege may be restored as provided in this section, and ((a)) the notice shall contain a reminder 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 14, 1975.

Passed the Senate May 2, 1975.

Approved by the Governor May 12, 1975.

Filed in Office of Secretary of State May 12, 1975.

CHAPTER 37

[House Bill No. 544]

JOINT OPERATING AGENCIES—POWERS

AN ACT Relating to joint operating agencies (power commission); amending section 43.52.300, chapter 8, Laws of 1965 and RCW 43.52.300.

Be it enacted by the Legislature of the State of Washington:

Section 1. Section 43.52.300, chapter 8, Laws of 1965 and RCW 43.52.300 are each amended to read as follows:

The commission, or an operating agency formed under RCW 43.52.360, shall have authority:

- (1) To generate, produce, transmit, deliver, exchange, purchase or sell electric energy and to enter into contracts for any or all such purposes.
- (2) To construct, condemn, purchase, lease, acquire, add to, extend, maintain, improve, operate, develop and regulate plants, works and facilities for the generation and/or transmission of electric energy, either within or without the state of Washington, and to take, condemn, purchase, lease and acquire any real or personal, public or private property, franchise and property rights, including but not limited to state, county and school lands and properties, for any of the purposes herein set forth and for any facilities or works necessary or convenient for use in the construction, maintenance or operation of any such works, plants and facilities; provided that the commission shall not be authorized to acquire by condemnation any plants, works and facilities owned and operated by any city or district,