

A BILL TO BE ENTITLED
AN ACT

1 To amend Part 3 of Article 15 of Chapter 2 of Title 14 of the Official Code of Georgia
2 Annotated, relating to revocation of certificates of authority of foreign corporations, so as to
3 provide for expedited revocation in the case of a foreign telecommunications corporation
4 willfully refusing to pay taxes, fees, or assessments; to provide for criminal penalties for
5 doing business by or with such a corporation after revocation; to provide for procedure; to
6 define a term; to provide for related matters; to provide an effective date; to repeal
7 conflicting laws; and for other purposes.

8 BE IT ENACTED BY THE GENERAL ASSEMBLY OF GEORGIA:

9 **SECTION 1.**

10 Part 3 of Article 15 of Chapter 2 of Title 14 of the Official Code of Georgia Annotated,
11 relating to revocation of certificates of authority of foreign corporations, is amended by
12 revising Code Section 14-2-1530, relating to grounds for revocation, as follows:

13 "14-2-1530.

14 (a) The Secretary of State may commence a proceeding under Code Section 14-2-1531 to
15 revoke the certificate of authority of a foreign corporation authorized to transact business
16 in this state if:

- 17 (1) The foreign corporation does not deliver its annual registration to the Secretary of
18 State within 60 days after it is due;
- 19 (2) The foreign corporation does not pay within 60 days after they are due any fees,
20 taxes, or penalties imposed by this chapter or other law;
- 21 (3) The foreign corporation is without a registered agent or registered office in this state
22 for 60 days or more;
- 23 (4) The foreign corporation does not inform the Secretary of State under Code Section
24 14-2-1508 or 14-2-1509 that its registered agent or registered office has changed, that its
25 registered agent has resigned, or that its registered office has been discontinued within
26 60 days of the change, resignation, or discontinuance;

1 (5) An incorporator, director, officer, or agent of the foreign corporation signed a
 2 document he or she knew was false in any material respect with intent that the document
 3 be delivered to the Secretary of State for filing; or

4 (6) The Secretary of State receives a duly authenticated certificate from the secretary of
 5 state or other official having custody of corporate records in the state or country under
 6 whose law the foreign corporation is incorporated stating that it has been dissolved or
 7 disappeared as the result of a merger.

8 (b)(1) The Secretary of State shall promptly revoke the certificate of authority of a
 9 foreign telecommunications corporation which has through one or more of its authorized
 10 officers or agents failed to pay any taxes, fees, or penalties imposed by this chapter or
 11 other law and has communicated to an agent or officer of the state a willful intention to
 12 refuse to pay any of such taxes, fees, or penalties.

13 (2) In the case of a revocation under this subsection, it shall be a misdemeanor of a high
 14 and aggravated nature for the corporation or any of its authorized officers or agents to
 15 conduct any business in this state while the revocation is in effect.

16 (3) In the case of a revocation under this subsection, it shall be a misdemeanor for any
 17 other person knowingly to conduct any business with the corporation whose certificate
 18 of authority has been revoked while the revocation is in effect. Any violation of this
 19 paragraph shall be punished by a fine not to exceed \$1,000.00.

20 (4) The procedure for a revocation under this subsection shall be as provided in Code
 21 Section 14-2-1531, except that the period of time for the foreign corporation to cure its
 22 noncompliance or demonstrate its compliance under subsection (b) of that Code section
 23 shall be 20 days.

24 (5) As used in this subsection, the term 'foreign telecommunications corporation' means
 25 any foreign corporation engaged in the provision of any method by which a 9-1-1
 26 emergency call is delivered to a public safety answering point, including local exchange
 27 telephone service or other telephone communication service, wireless service, prepaid
 28 wireless service, mobile telecommunications service, computer service, Voice over
 29 Internet Protocol service, or any technology that delivers or is required by law to deliver
 30 a call to a public safety answering point."

31 SECTION 2.

32 This Act shall become effective upon its approval by the Governor or upon its becoming law
 33 without such approval.

34 SECTION 3.

35 All laws and parts of laws in conflict with this Act are repealed.