

New Publication Requirements in New York Effective June 1, 2006

On May 31, 2006, New York Governor George Pataki signed into law Senate Bill No. 6831-B. This legislation became effective on June 1, 2006 --- the same date that Chapter 767 (Senate Bill No. 85-A) became law.

Amending Chapter 767, Senate Bill No. 6831-B changes some of the newspaper publication requirements for domestic and foreign limited liability companies and other business entities.

As a result of these two bills becoming law, the following provisions are now in effect:

- **Publication must be once a week for 6 successive weeks in two newspapers of the county in which the office of the business entity is located, with one newspaper to be printed weekly and one newspaper to be printed daily.** *(Chapter 767 had reduced the number of publications to once a week for four successive weeks. Senate Bill No. 6831-B restored the requirement to six weeks.)*
- Senate Bill No. 6831-B continues the addition of a **new requirement for a certificate of publication** enacted by Chapter 767. The certificate of publication must be completed by the entity, executed under penalties of perjury, and filed with the Department of State along with the affidavits of publication from the newspapers **within 120 days after establishment of business.** The certificate of publication must specify that the newspapers described in the affidavits of publication satisfy the requirements set forth by law and the designation made by the county clerk.
- **Failure to file proof of publication with Department of State within 120 days will result in suspension** of the domestic or foreign business entity's authority to carry on, conduct or transact business in New York State.
- Senate Bill No. 6831-B **eliminates Chapter 767's requirement that the publication include a listing of names** of the 10 persons with the most valuable ownership interests in the business entity.

How are entities formed prior to June 1, 2006 affected?

- There is no re-publication requirement for those businesses which complied with old law publication requirements prior to the effective date of new provisions.

- **Entities that did not comply under old law publication requirements have 12 months to publish after the June 1st effective date.** *(This changes the 18 month period specified by Chapter 767)* If the entity does not comply within that 12 month period, it will be suspended.
- **Entities that were filed with Department of State on or after January 1, 1999 and before new provision's effective date** will be deemed in compliance with the publication requirement if the entity filed at least one affidavit of the printer or publisher of a newspaper with Department of State at any time prior to the June 1, 2006, effective date.
- **Entities filed before January 1, 1999**, will be deemed in compliance without regard to whether the entity did or did not file any affidavit of the printer or publisher of a newspaper with the Department of State.

To view the full text of the legislation effective June 1, 2006, click the following links:

Chapter 767: http://www.nationalcorp.com/pdfs/NY_Chapt_767.pdf

Senate Bill No. 6831-B: http://www.nationalcorp.com/pdfs/NY_S6831-B.pdf

Click the links below to download **sample formats for the new Certificates of Publication** for the affected entity types:

Domestic LLC: http://www.nationalcorp.com/pdfs/Cert_of_Pub_NY_dom_LLC.pdf

Foreign LLC: http://www.nationalcorp.com/pdfs/Cert_of_Pub_NY_Foreign_LLC.pdf

Domestic PLLC: http://www.nationalcorp.com/pdfs/Cert_of_Pub_NY_dom_PLLC.pdf

Foreign PLLC: http://www.nationalcorp.com/pdfs/Cert_of_Pub_NY_Foreign_PLLC.pdf

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