

SESSION OF 2025

SUPPLEMENTAL NOTE ON HOUSE BILL NO. 2117

As Recommended by House Committee on
Commerce, Labor and Economic Development

Brief*

HB 2117 would modify business filing requirements for certain entities, authorize certain entities rendering a professional service to participate in transactions under the Business Entity Transactions Act, and make certain information provided by a covered entity's former registered agent a public record.

Business Filings

The bill would remove the requirement to file a certified copy of a resolution adopted by the entity's trustees declaring the entity's intention to withdraw from the Kansas Business Trust Act of 1961 with the Office of the Secretary of State. The bill would require the entity to file a certificate of dissolution or withdrawal executed by an authorized person. The bill would also replace the \$20 withdrawal fee with the Secretary of State's fee for filing such a certificate at the time the certificate is filed, not exceeding \$150.

The bill would remove the merger or incorporation filing requirement of a certificate of the proper officer of the jurisdiction and replace it with a form prescribed by the Secretary of State.

The bill would remove the latest date upon which a limited partnership is to dissolve from the certificate of limited partnership filed with the Secretary of State. The bill would

*Supplemental notes are prepared by the Legislative Research Department and do not express legislative intent. The supplemental note and fiscal note for this bill may be accessed on the Internet at <https://klrd.gov/>

replace the \$150 application fee for limited partnership filings, including foreign (Non-Kansas) limited partnerships, with a fee established by the Secretary of State, not to exceed \$150.

Professional Service Entities and Transactions

The bill would allow professional corporations or limited liability companies to participate in the Business Entity Transactions Act.

Registered Agents

When a covered entity's resident agent files a certificate of resignation, the bill would make the name, postal address, and contact information of the officer, director, employee, or designated agent who is authorized to receive communications from the resident agent a public record. [Note: This information is accessible through other public filings.]

The bill would also make technical changes.

Background

The bill was introduced by the House Committee on Commerce, Labor and Economic Development at the request of a representative of the Office of the Secretary of State.

House Committee on Commerce, Labor and Economic Development

In the House Committee hearing, **proponent** testimony was provided by a representative of the Office of the Secretary of State. The proponent generally stated the bill would simplify business filing law and processes.

No other testimony was provided.

Fiscal Information

According to the fiscal note prepared by the Division of the Budget on the bill, the Secretary of State indicates the bill would not have a fiscal effect on agency operations.

Secretary of State; business filings; Business Trust Act; Business Entity Transactions Act; registered agent; covered entity