

TITLE 4: ECONOMIC RESOURCES
DIVISION 4: CORPORATIONS, PARTNERSHIPS AND ASSOCIATIONS

§ 4828. Certificate of Existence or Authorization.

(a) A person may request the Registrar of Corporations to furnish a certificate of existence for a limited liability company or a certificate of authorization for a foreign limited liability company.

(b) A certificate of existence for a limited liability company must set forth:

(1) The company's name;

(2) That it is duly organized under the laws of the Commonwealth, the date of organization, whether its duration is at-will or for a specified term, and, if the latter, the period specified;

(3) If payment is reflected in the records of the Registrar of Corporations and if nonpayment affects the existence of the company, that all fees, taxes, and penalties owed to the Commonwealth have been paid;

(4) Whether its most recent annual report required by section 4831 has been filed with the Registrar of Corporations;

(5) That articles of termination have not been filed; and

(6) Other facts of record in the office of the Registrar of Corporations that may be requested by the applicant.

(c) A certificate of authorization for a foreign limited liability company must set forth:

(1) The company's name used in the Commonwealth;

(2) That it is authorized to transact business in the Commonwealth;

(3) If payment is reflected in the records of the Registrar of Corporations and if nonpayment affects the authorization of the company, that all fees, taxes, and penalties owed to the Commonwealth have been paid;

(4) Whether its most recent annual report required by section 4831 has been filed with the Registrar of Corporations;

(5) That a certificate of cancellation has not been filed; and

(6) Other facts of record in the office of the Registrar of Corporations that may be requested by the applicant.

(d) Subject to any qualification stated in the certificate, a certificate of existence or authorization issued by the Registrar of Corporations may be relied upon as conclusive evidence that the domestic or foreign limited liability company is in existence or is authorized to transact business in the Commonwealth.

Source: PL 14-11, § 2 (208), modified.

Commission Comment: See the comment to 4 CMC § 4801 regarding PL 14-11.