



State of Wisconsin
2011 – 2012 LEGISLATURE



LRBa2251/1
ARG:med&kjf:rs

**SENATE AMENDMENT 2,
TO 2011 SENATE BILL 391**

February 8, 2012 – Offered by COMMITTEE ON FINANCIAL INSTITUTIONS AND RURAL ISSUES.

1 At the locations indicated, amend the bill as follows:

2 **1.** Page 1, line 3: delete “corporations” and substitute “domestic business
3 corporations, nonstock corporations, and limited liability companies and revocation
4 of certificates of authority for foreign business corporations, nonstock corporations,
5 and limited liability companies”.

6 **2.** Page 2, line 1: before that line insert:

7 “**SECTION 1c.** 108.14 (11) of the statutes is amended to read:

8 108.14 **(11)** The department may require any employing unit which employs
9 one or more individuals to perform work in this state to make such arrangements as
10 will reasonably assure the department that the employing unit will keep such
11 records, make such reports, and pay such contributions as are required under this
12 chapter. Any employing unit which the department has notified, through notice
13 served on it or sent by registered mail to its last-known address or served by

1 publishing a notice under s. 180.1510 (4) (b) ~~1.~~, that it is required to make such
2 arrangements and which fails to do so within 20 days after such notification may,
3 through proceedings instituted by the department in the circuit court for Dane
4 County, be restrained from doing business in this state until it has made such
5 arrangements.”.

6 **3.** Page 2, line 1: delete “SECTION 1” and substitute “SECTION 1m”.

7 **4.** Page 2, line 12: delete the material beginning with “publishing” and ending
8 with “site” on line 14 and substitute “publishing a class ~~2~~ 1 notice under ch. 985 in
9 the official state newspaper”.

10 **5.** Page 2, line 15: delete the material beginning with that line and ending with
11 page 3, line 3 and substitute:

12 “SECTION 3c. 180.1510 (4) (b) 1. of the statutes is renumbered 180.1510 (4) (b)
13 and amended to read:

14 180.1510 (4) (b) Except as provided in ~~subd. 2.~~ s. 180.1531 (2m) (b), if the
15 address of the foreign corporation’s principal office cannot be determined from the
16 records of the department, the foreign corporation may be served by publishing a
17 class 3 notice, under ch. 985, in the community where the foreign corporation’s
18 principal office or registered office, as most recently designated in the records of the
19 department, is located.

20 **SECTION 3d.** 180.1510 (4) (b) 2. of the statutes is repealed.

21 **SECTION 3e.** 180.1531 (2m) (b) of the statutes is amended to read:

22 180.1531 (**2m**) (b) If the notice under par. (a) is returned to the department as
23 undeliverable or if the corporation’s principal office cannot be determined from the

1 records of the department, the department shall give the notice by publishing a class
2 ~~2~~ 1 notice under ch. 985 in the official state newspaper.

3 **SECTION 3f.** 181.0504 (3) (a) of the statutes is renumbered 181.0504 (3) and
4 amended to read:

5 181.0504 (3) Except as provided in ~~par. (b)~~ s. 181.1421 (2) (b), if the address of
6 the corporation's principal office cannot be determined from the records held by the
7 department, the corporation may be served by publishing a class 3 notice, under ch.
8 985, in the community where the corporation's principal office or registered office,
9 as most recently designated in the records of the department, is located.

10 **SECTION 3g.** 181.0504 (3) (b) of the statutes is repealed.

11 **SECTION 3h.** 181.1421 (2) (b) of the statutes is amended to read:

12 181.1421 (2) (b) If the notice under par. (a) is returned to the department as
13 undeliverable or if the corporation's principal office cannot be determined from the
14 records of the department, the department shall give the notice by publishing a class
15 ~~2~~ 1 notice under ch. 985 in the official state newspaper.

16 **SECTION 3i.** 181.1421 (3) (d) of the statutes is amended to read:

17 181.1421 (3) (d) If the notice is published as a class ~~2~~ 1 notice, under ch. 985,
18 the effective date set under ch. 985 for the notice.

19 **SECTION 3j.** 181.1510 (4) (b) 1. of the statutes is renumbered 181.1510 (4) (b)
20 and amended to read:

21 181.1510 (4) (b) Except as provided in ~~subd. 2.~~ s. 181.1531 (2g) (b), if the address
22 of the foreign corporation's principal office cannot be determined from the records of
23 the department, the foreign corporation may be served by publishing a class 3 notice,
24 under ch. 985, in the community where the foreign corporation's principal office or

1 registered office, as most recently designated in the records of the department, is
2 located.

3 **SECTION 3k.** 181.1510 (4) (b) 2. of the statutes is repealed.

4 **SECTION 3m.** 181.1531 (2g) (b) of the statutes is amended to read:

5 181.1531 **(2g)** (b) If the notice under par. (a) is returned to the department as
6 undeliverable or if the corporation's principal office cannot be determined from the
7 records of the department, the department shall give the notice by publishing a class
8 ~~2~~ 1 notice under ch. 985 in the official state newspaper.

9 **SECTION 3n.** 183.0105 (8) (c) of the statutes is amended to read:

10 183.0105 **(8)** (c) If Except as provided in s. 183.09025 (2) (d), if the address of
11 the limited liability company's principal office cannot be determined from the records
12 of the department, the limited liability company may be served by publishing a class
13 ~~3~~ notice, under ch. 985, in the community where the limited liability company's
14 registered office, as most recently designated in the records of the department, is
15 located.

16 **SECTION 3o.** 183.09025 (2) (b) of the statutes is amended to read:

17 183.09025 **(2)** (b) Within 60 days after the date on which the notice is received
18 or the date on which the ~~second insertion of the class 2~~ 1 notice under par. (d) is
19 published, the limited liability company shall correct each ground for dissolution or
20 demonstrate to the reasonable satisfaction of the department that each ground
21 determined by the department does not exist.

22 **SECTION 3p.** 183.09025 (2) (d) of the statutes is amended to read:

23 183.09025 **(2)** (d) If a notice under par. (a) or (c) is returned to the department
24 as undeliverable, the department shall again mail the notice to the limited liability
25 company as provided under that paragraph. If the notice is again returned to the

1 department as undeliverable, the department shall give the notice by publishing a
2 class ~~2~~ 1 notice under ch. 985 in the official state newspaper.

3 **SECTION 3q.** 183.1010 (4) (b) 1. of the statutes is renumbered 183.1010 (4) (b)
4 and amended to read:

5 183.1010 **(4)** (b) Except as provided in ~~subd. 2.~~ s. 183.1021 (2g) (b), if the address
6 of the foreign limited liability company's principal office cannot be determined from
7 the records of the department, the foreign limited liability company may be served
8 by publishing a class 3 notice, under ch. 985, in the community where the foreign
9 limited liability company's principal office or, if not in this state, its registered office,
10 as most recently designated in the records of the department, is located.

11 **SECTION 3r.** 183.1010 (4) (b) 2. of the statutes is repealed.

12 **SECTION 3s.** 183.1021 (2g) (b) of the statutes is amended to read:

13 183.1021 **(2g)** (b) If the notice under par. (a) is returned to the department as
14 undeliverable or if the foreign limited liability company's principal office cannot be
15 determined from the records of the department, the department shall give the notice
16 by publishing a class ~~2~~ 1 notice under ch. 985 in the official state newspaper.”.

17 (END)