

Clearinghouse Rule CR 23-026

PROPOSED ORDER OF THE DEPARTMENT OF FINANCIAL INSTITUTIONS, DIVISION OF CORPORATE AND CONSUMER SERVICES CREATING RULES

The Wisconsin Department of Financial Institutions – Division of Corporate and Consumer Services proposes an order to repeal DFI-CCS 1.06 (2), 1.10 (3) (d), 1.11 (1), 2.03 (1) (d) and (10), 2.04 (title), (intro.), and (1) to (7), 3.03 (4) (b), 3.15, 3.19, 5.02 (4), 5.04 (1) (d), 7.07, 10.02, 10.03, and 10.04 (title), (intro.), (1), (2), and (3) of the Wisconsin Administrative Code; to renumber 3.03 (4) (a), 7.07 (note), and 10.04 (4); to renumber and amend 2.04 (8); to amend 1.01 (20) (a), 1.05, 1.06 (1) and (4) (b), 1.07, 1.10 (1) (f) and (g) and (3) (a), 1.11 (2) and (4), 1.13 (1) and (3) (b), 2.03 (2), (3), (5), (6), and (9), 2.05, 2.06, 2.08, 3.02 (5), 3.04 (2), 3.14, 3.16 (note), 3.18, 4.02 (3) (c), 4.08 (1), 5.03, 5.05 (1), 6.01, 7.01 (1) (intro.), 10.01 (title) and (intro.); to repeal and recreate 1.10 (3) (c) and (e), 4.10, and 6.02 (5); and to create 10.01 (7), (8), (9), (10), (11), (12) and (13) of the Wisconsin Administrative Code, relating to the elimination of rules made obsolete or redundant by 2021 Wisconsin Act 258, and various updates to Uniform Commercial Code rules.

The scope statement for this rule was approved by the Governor on July 21, 2022, published in *Administrative Register* No. 800A1 on August 1, 2022, and approved by the Division of Corporate and Consumer Services on August 15, 2022.

ANALYSIS

1. Statutes interpreted:

Wisconsin Statutes ss. 178.0120(1) and (2)(c), 179.0124(1) and (2)(c), 180.0122(1g) and (5), 181.0507(1) and (2)(c), 183.0122(1) and (2)(c), and ch. 409.

2. Statutory authority:

Sections 178.0120(1) and (2)(c), 179.0124(1) and (2)(c), 180.0122(1g) and (5), 181.0507(1) and (2)(c), 183.0122(1) and (2)(c), and 409.526 of the Wisconsin Statutes.

3. Explanation of agency authority:

Pursuant to Chapter 409 of the Wisconsin Statutes, the Department of Financial Institutions serves as the filing office for Uniform Commercial Code (UCC) filings. See WIS. STAT. s. 409.501. Section 409.526 of the Wisconsin Statutes authorizes the Department to promulgate administrative rules to implement Chapter 409.

In addition, with regard to corporations, limited liability companies, and other entities required to register and file business records with the Department, the Department is authorized to specify by rule “a larger fee for filing records in paper format.” WIS. STAT. ss. 178.0120(2)(c), 179.0124(2)(c), 180.0122(5), 181.0507(2)(c), 183.0122(2)(c). The Department is also authorized to establish by rule a fee for filing, or providing a certified copy of, any record filed with the Department under chapters 178, 179, 180, 181, or 183 of the Wisconsin Statutes, if those statutory chapters do not already establish a fee for that type of filing or search. WIS. STAT. ss. 178.0120(1), 179.0124(1), 180.0122(1g), 181.0507(1), 183.0122(1).

4. Related statutes or rules:

Not applicable.

5. Plain language analysis:

These proposed rules make three categories of changes to the administrative rules administered by the Department’s Division of Corporate and Consumer Services (the Division).

First, the proposed changes implement 2021 Wisconsin Act 258, which affects limited liability companies and other entities required to file business records with the division, by eliminating rules that were superseded by the Act. For example, the Act’s language includes most of the substantive content of existing section DFI-CCS 10.04 of the Wisconsin Administrative Code; because that content is now set forth in statute, the redundant language of the administrative rule is unnecessary and can be repealed. In addition, while the Act specified filing fees for almost all documents to be filed with the Department under the applicable statutory chapters, it did not specify fees for (1) applications for reinstatement under chapters 179, 181, or 183, (2) amendments, cancellations, or renewals of partnership authority under chapter 179, (3) statements of change of registered agent or registered agent’s name, email, address, or street address under chapter 180, (4) statements of revocation or rescission of dissolution under chapters 178, 179, 181, or 183, (5) statements of withdrawal of a filed record before effectiveness under chapters 179, 180, 181, or 183, (6) statements of disassociation under chapter 179, or (7) statements of authority or denial under chapter 183. The proposed rule would fill those gaps by establishing fees for those documents that are identical to the fees charged for the same document types under analogous statutory chapters.

Second, the proposed rule updates various provisions relating to UCC filings to reflect minor changes in technology and practices — as well as minor changes to the language of the model

administrative rules promulgated by the Secured Transactions Section of the International Association of Commercial Administrators (“IACA”) — that have occurred in the 20 years since the administrative rules governing the UCC were originally promulgated in this state. The Department consulted the most recent version of the IACA model rules and the rules, practices, technology, and experiences of filing offices in other states when considering administrative rules to govern UCC filings, as it did in proposing these changes. While virtually all the changes in this proposed rule are non-substantive clarifications and repeals of provisions addressing practices that have become obsolete (such as accepting cash payments) or system limitations that no longer apply (such as character limits on certain online forms), the Department believes these proposed updates will better harmonize Wisconsin’s rules with modern practices and rule language in other states.

Third, to incentivize online filings and reduce administrative costs to the public, the proposed rules would impose larger fees for filing documents on paper where an online option is available and update certain UCC search and document fees to more closely reflect the capabilities of the department’s UCC system and, with regard to bulk image requests, to ensure that any third-party costs to retrieve the images are paid by the requesting party rather than the public.

6. Summary of, and comparison with, existing or proposed federal regulation:

Not applicable. Filing fees for business registration documents and the implementation of the UCC are matters of state law.

7. Comparison with rules in adjacent states:

Every state has adopted the UCC, and versions adopted in Wisconsin, Illinois, Iowa, Michigan, and Minnesota are substantially similar. Each requires the filing office rules to conform closely to Article 9 of the UCC and the rules, practices, and technology used in other states, and in Michigan—like Wisconsin—the filing office is expressly required to consider IACA’s most recent model rules. *See* ILL. ADMIN. CODE tit. 14, §§180.10 to 180.19; IOWA ADMIN. CODE r. 721-30.1(554) to 721-30.6(554); MICH. ADMIN. CODE R. 440.1101 to 440.9994; MINN. STAT. § 5.12; MINN. R. 8280.0010 to 8280.0480.

Though calculated differently in some cases, Wisconsin and its neighbors charge comparable fees for UCC searches and bulk copies of data or images. *See* ILL. ADMIN. CODE tit. 14, §§180.13 and 180.14; IOWA ADMIN. CODE r. 721-30.1(10), (13), and (14); MICH. ADMIN. CODE R. 440.9523 (6) and 440.9525; MINN. STAT. § 5.24, MINN. R. 8280.0060; Office of the Minnesota Secretary of State, *UCC Search Fees*, available at <https://mbportal.sos.state.mn.us/Secured/SearchUCC> (last accessed Oct. 11, 2022); Office of the Minnesota Secretary of State, *UCC Data Available for Purchase*, available at <https://www.sos.state.mn.us/business-liens/business-liens-data/ucc-data-available-for-purchase> (last accessed Oct. 11, 2022). Iowa imposes a \$10 to \$30 across-the-board surcharge for filing UCC documents in paper format, IOWA ADMIN. CODE r. 721-30.1(10), while Michigan,

Minnesota, and Illinois charge the same fees for paper or electronic filing of UCC documents. See ILL. ADMIN. CODE tit. 14, §§180.13 and 180.14; IOWA ADMIN. CODE r. 721-30.1(10), (13), and (14); MICH. ADMIN. CODE R. 440.9523 (6) and 440.9525; MINN. STAT. § 5.24, MINN. R. 8280.0060; Office of the Minnesota Secretary of State, *UCC Fee Schedule*, available at <https://www.sos.state.mn.us/business-liens/ucc-tax-cns-forms-fees/uni-form-commercial-code-ucc-fee-schedule> (last accessed Oct. 11, 2022).

2021 Wisconsin Act 258 authorized the Department to charge higher fees for business registration documents delivered in paper format. Wisconsin's neighbors do not yet have that statutory authority for those types of filings, and therefore they generally do not impose surcharges for filing business registration documents in paper format.

8. Summary of factual data and analytical methodologies:

The proposed rules are based on (1) the Department's experience in administering WIS. STAT. ch. 409 and WIS. ADMIN. CODE chs. DFI-CCS 1 through 7 and 10; (2) the Department's knowledge of the rules, practices, technology, and experiences of other states' regulators in administering their versions of the UCC; (3) the Department's review of the most recent version of IACA's model rules; and (4) the Department's experience in processing documents filed under chapters 178, 179, 180, 181, and 183 of the Wisconsin Statutes, including its observation that documents filed in paper format require more staff time and resources to process than those filed online.

9. Analysis and supporting documents used to determine effect on small business:

These changes are primarily technical in nature, and any new fees imposed on required business filings may be avoided by filing online rather than in paper format. Therefore, small businesses are not materially affected by these revisions.

10. Anticipated costs incurred by private sector:

While the changes would increase fees for certain documents filed on paper, those increases may be avoided by filing those documents online. Therefore, the private sector need not incur any additional costs as a result of these revisions.

11. Effect on small business:

Small businesses are not affected by these revisions.

12. Agency contact person:

Jennifer Dohm
Deputy Administrator

Division of Corporate and Consumer Services
Department of Financial Institutions
Jennifer.Dohml@dfi.wisconsin.gov

13. Place where comments are to be submitted and deadline for submission:

Comments may be submitted to the contact person shown below no later than the date on which the public hearing on this proposed rule order is conducted. Information as to the place, date and time of the public hearing will be published in the Wisconsin Administrative Register.

By mail: Marc Shovers, Assistant Chief Legal Counsel, Department of Financial Institutions, PO Box 8861, Madison, WI 53708-8861.

By delivery: Marc Shovers, Assistant Chief Legal Counsel, Department of Financial Institutions, 4822 Madison Yards Way, North Tower, Madison, WI 53703.

By e-mail: DFIComments@dfi.wisconsin.gov

Via the department's website: <https://dfi.wi.gov/Pages/About/ProposedRules.aspx>

The Comment Period ended on July 18, 2023.

TEXT OF RULE

SECTION 1. Section DFI-CCS 1.01 (20) (a) is amended to read:

DFI-CCS 1.01 (20) (a) The standard initial financing statement ("UCC1") which includes ~~more than~~ two or more UCC financing statement addendums ("UCC1ad"), or the standard amendment ("UCC3") which includes ~~more than 2~~ two or more UCC amendment addendums ("UCC3ad") as set forth in Wis. Stat. s. 409.521.

SECTION 2. Section DFI-CCS 1.05 is amended to read:

DFI-CCS 1.05 Office hours. Office hours shall be from 7:45 a.m. until 4:30 p.m. There shall be no office hours on state legal holidays. The office shall receive transmissions electronically 24 hours every day of the year, except for scheduled maintenance and unscheduled interruptions of service. ~~Electronic communications may be retrieved and processed~~

~~periodically, but not less often than once each day the filing office is open for business, on a batch basis.~~

SECTION 3. Section DFI-CCS 1.06 (1) is amended to read:

DFI-CCS 1.06 (1) When filed by personal or courier delivery at the filing office's street address, the file time shall be the time ~~that the UCC document is accepted for review by the filing office~~ of delivery even though the UCC document may not yet have been accepted for filing and may subsequently be rejected. A UCC document delivered after regular business hours or on a day the filing office is not open for business shall have a filing time of the start of business on the next day the filing office is open for business.

SECTION 4. Section DFI-CCS 1.06 (2) is repealed.

SECTION 5. Section DFI-CCS 1.06 (4) (b) is amended to read:

DFI-CCS 1.06 (4) (b) The file time for a UCC document delivered by these methods shall be the time that the filing office's system analyzes the relevant transmission and determines that the required elements of the transmission have been received in the required format and ~~are machine-readable~~ the required payment has been accepted.

SECTION 6. Section DFI-CCS 1.07 is amended to read:

DFI-CCS 1.07 Search request delivery. UCC search requests shall be delivered to the filing office by any of the means set forth in s. DFI-CCS 1.06. ~~UCC search requests upon a debtor named on an initial financing statement shall be made by an appropriate indication on the face of the initial financing statement form if the form is entitled to be filed with the standard form fee and the relevant search fee is also tendered with the initial financing statement.~~

SECTION 7. Section DFI-CCS 1.10 (1) (f) is amended to read:

DFI-CCS 1.10 (1) (f) For filing and indexing federal tax liens under s. 779.97, Stats., ~~\$10.00~~ the fee specified in s. 779.97 (5), Stats.

SECTION 8. Section DFI-CCS 1.10 (1) (g) is amended to read:

DFI-CCS 1.10 (1) (g) This section shall not apply to fees charged by a filing office described in s. 409.501 (1) (a), Stats. A filing office described in s. 409.501 (1) (a), Stats., shall charge fees in accordance with s. 59.43 (2) (e), Stats., unless the filing office is described in s. 190.11, Stats., or s. 409.501 (1) (b), Stats., in which case the fees charged shall be in accordance with pars. (a) through (f).

SECTION 9. Section DFI-CCS 1.10 (3) (a) is amended to read:

DFI-CCS 1.10 (3) (a) For a UCC search request communicated on paper or in a paper-based format, ~~\$15.00~~ \$50.00.

SECTION 10. Section DFI-CCS 1.10 (3) (c) is repealed and recreated to read:

DFI-CCS 1.10 (3) (c) For a copy of an individual financing statement and the filings associated therewith, \$4.00.

SECTION 11. Section DFI-CCS 1.10 (3) (d) is repealed.

SECTION 12. Section DFI-CCS 1.10 (3) (e) is repealed and recreated to read:

(e) Fees for other services are as follows:

1. A copy of weekly data base updates of indexed filings, \$250.00.
2. A copy of the full data base of indexed filings, which shall at a minimum include both active filings and filings that have lapsed within the last year, \$500.00.
3. Images of indexed filings of UCC documents filed in the most recent calendar week, \$250.00.

4. A full index of UCC images, \$250 plus any third-party vendor charges to retrieve and provide the images. The Department shall provide the requester with an estimate of any third-party vendor charges before incurring them, and it may require the requester to pay all or a portion of such charges in advance.
5. Certification of any individual document or image requested under this section, \$10.00.
6. If requested at the time of initial online filing, notification service providing notice of an upcoming lapse or any amendment, \$7.00 per financing statement.

SECTION 13. Section DFI-CCS 1.11 (1) is repealed.

SECTION 14. Section DFI-CCS 1.11 (2) is amended to read:

DFI-CCS 1.11 (2) CHECKS. Checks made payable to the filing office, ~~including checks in an amount to be filed in by a filing officer but not to exceed a particular amount,~~ for the full amount due and owing shall be accepted for payment if they are cashier's checks, certified checks ~~and,~~ or other negotiable instruments made payable to the filing office through a depository institution located in the United States.

SECTION 15. Section DFI-CCS 1.11 (4) is amended to read:

DFI-CCS 1.11 (4) DEBIT CARDS OR CREDIT CARDS, OR BOTH. The department may accept payment by debit or credit cards, or both, from a major card company approved by the department. ~~Remitters shall provide the filing officer with the card number, the expiration date of the card, the name of the approved card issuer, the name of the person or entity to whom the card was issued, and the billing address for the card. Payment shall not be deemed tendered until the issuer or its agent has confirmed to the filing office that payment shall be forthcoming~~ via the department's online payment system.

SECTION 16. Section DFI-CCS 1.13 (1) is amended to read:

~~INDIVIDUALLY IDENTIFIED DOCUMENTS~~ DOCUMENTS RELATING TO SPECIFIC FINANCING STATEMENTS. Copies of ~~individually identified~~ UCC documents shall be available in paper or portable document format (“pdf”). Requests for ~~individual~~ UCC documents relating to one or more specific financing statements shall be delivered to the filing office by any of the means by which UCC documents may be delivered.

SECTION 17. Section DFI-CCS 1.13 (3) (b) is amended to read:

DFI-CCS 1.13 (3) (b) Full extract. A bulk data extract of information from the UCC information management system, ~~or a bulk data extract and updates since the last full extract~~ shall be available ~~weekly~~ monthly.

SECTION 18. Section DFI-CCS 2.03 (1) (d) is repealed.

SECTION 19. Section DFI-CCS 2.03 (2) and (3) are amended to read:

DFI-CCS 2.03 (2) DEBTOR NAME AND ADDRESS. An initial financing statement or an amendment that adds a debtor shall be refused if the document fails to include a legible debtor name and address for a debtor, in the case of an initial financing statement, or for the debtor added in the case of an amendment. If the document contains more than one debtor name or address and some names or addresses are missing or illegible, the filing officer shall ~~index the legible name and address pairings, and provide a notice to the remitter containing the file number of the document, identification of the debtor names that were indexed and a statement that debtors with illegible or missing names or addresses were not indexed~~ refuse the document.

(3) ADDITIONAL DEBTOR IDENTIFICATION. An initial financing statement or an amendment adding one or more debtors shall be refused if the document fails to identify whether each named debtor, or each added debtor in the case of an amendment, is an individual or an

organization, if the last name of each individual debtor is not identified, or if, for each debtor identified as an organization, the document does not include in legible form the organization type, and state of organization ~~and organization number, if it has one, or a statement that it does not have one.~~

SECTION 20. Section DFI-CCS 2.03 (5) and (6) are amended to read:

DFI-CCS 2.03 (5) LACK OF IDENTIFICATION OF INITIAL FINANCING STATEMENT. A UCC document other than an initial financing statement shall be refused if the document does not provide a file number of an initial a financing statement in the UCC information management system that has not lapsed.

DFI-CCS 2.03 (6) TIMELINESS OF CONTINUATION. A continuation shall be refused if it is not received during the 6-month period concluding on the day upon which the related financing statement would lapse. ~~The first day on which a continuation may be filed shall be the date of the month corresponding to the date upon which the financing statement would lapse, 6 months preceding the month in which the financing statement would lapse. If there is no corresponding date during the sixth month preceding the month on which the financing statement would lapse, the first day on which a continuation may be filed shall be the last day of the sixth month preceding the month in which the financing statement would lapse, although filing by certain means may not be possible on this date if the filing office is not open on this date. The last day on which a continuation shall be filed is the date upon which the financing statement lapses.~~

SECTION 21. Section DFI-CCS 2.03 (9) is amended to read:

DFI-CCS 2.03 (9) MULTIPLE ACTIONS. ~~Each~~ An individual amendment form shall ~~not include~~ be refused if it includes more than one filing action ~~and shall only amend~~ or if it amends information that ~~can~~ cannot be indexed within the constraints of the form.

SECTION 22. Section DFI-CCS 2.03 (10) is repealed.

SECTION 23. Sections DFI-CCS 2.04 (title), (intro.), and DFI-CCS 2.04 (1) to (7) and (7) NOTE are repealed.

SECTION 24. Section DFI-CCS 2.04 (8) is renumbered DFI-CCS 2.03 (11) and is amended to read:

DFI-CCS 2.03 (11) IDENTIFYING INFORMATION. A UCC document that does not identify itself as an amendment or identify an initial financing statement to which it relates, as required by s. 409.512, 409.514 or 409.518, Stats., shall be ~~an initial financing statement~~ refused for filing.

SECTION 25. Section DFI-CCS 2.05 is amended to read:

DFI-CCS 2.05 Procedure upon refusal. If the filing officer finds grounds under s. DFI-CCS 2.03 to refuse acceptance of a UCC document, the filing officer shall return the document, if written, to the remitter. The filing officer shall send a notice that contains ~~the date and time the document would have been filed had it been accepted for filing, unless the date and time are stamped on the document, and~~ a brief description of the reason for refusal to accept the document under s. DFI-CCS 2.03 and a statement that the office will, upon request of the remitter, provide the remitter with the date and time the document would have been filed had it been accepted for filing.

SECTION 26. Section DFI-CCS 2.06 is amended to read:

DFI-CCS 2.06 Acknowledgment. ~~At the request of a filer or remitter who files a paper or paper-based UCC document, the~~ The filing officer shall ~~either~~ send to said each filer or

remitter an image of the record of the UCC document showing the file number assigned to it and the date and time of filing ~~or, if the filer or remitter provides a copy of the UCC document, note the file number and the date and time of filing on the copy and deliver or send it to filer or remitter.~~ For UCC documents not filed in paper or paper-based form the filing officer shall communicate to the filer or remitter the information in the filed document, the file number, and the date and time of filing.

SECTION 27. Section DFI-CCS 2.08 (intro.), (1), and (2) are amended to read:

DFI-CCS 2.08 Refusal errors. If a secured party or a remitter demonstrates to the satisfaction of the filing officer that a UCC document that was refused for filing should not have been refused under s. DFI-CCS 2.03, the filing officer shall do all the following:

(1) File the UCC document with the filing date and time assigned when the filing was originally tendered for filing;

(2) File an officer's a statement that sets forth the date and time the filing was marked active and states that the effective date and time of filing is the date and time the UCC document was originally tendered for filing. The demonstration of error shall constitute the secured party's authorization to file the statement; ~~and~~.

SECTION 28. Section DFI-CCS 2.08 (3) is repealed.

SECTION 29. Section DFI-CCS 3.02 (5) is amended to read:

DFI-CCS 3.02 (5) Status of financing statement. In the information management system, each financing statement shall have a status of active or ~~inactive~~ lapsed.

SECTION 30. Section DFI-CCS 3.03 (4) (a) is renumbered DFI-CCS 3.03 (4).

SECTION 31. Section DFI-CCS 3.03 (4) (b) is repealed.

SECTION 32. Section DFI-CCS 3.04 (2) is amended to read:

DFI-CCS 3.04 (2) TRUNCATION - ORGANIZATION NAMES. The organization name field in the UCC database shall be fixed in length. ~~The maximum length shall be 300 characters.~~

Although filers should continue to provide full names on UCC documents, a name that exceeds the fixed length shall be entered as presented to the filing officer, up to the maximum length of the data entry field.

SECTION 33. Section DFI-CCS 3.14 is amended to read:

DFI-CCS 3.14 XML authorized. When XML is available a remitter may be authorized for XML transmission upon the written authorization of the filing officer. The filing officer shall authorize a remitter to engage in XML transmissions if the remitter ~~holds~~ creates an account for the ~~billing payment~~ payment of fees ~~by the filing officer to the filing office~~, the remitter has entered into a user agreement, in form and substance satisfactory to the filing office, with the department, and the filing officer determines, after appropriate testing of transmissions in accordance with the filing officer's specifications, that the remitter is capable of transmitting XML documents in a manner that permits the filing officer to receive, index, and retrieve the XML documents. The filing officer may suspend or revoke the authorization when, in the filing officer's sole discretion, the filing officer determines that a remitter's transmissions are incompatible with the filing officer's XML system. A request to be authorized to transmit XML documents shall be in writing and delivered to the filing officer. Upon receipt of a request for authorization, the filing officer shall provide the remitter with necessary information on the requirements for XML transmission, including format, address for transmission, and other necessary specifications.

SECTION 34. Section DFI-CCS 3.15 is repealed.

SECTION 35. Section DFI-CCS 3.16 (note) is amended to read:

Note: Requests should be sent to UCC Section, Department of Financial Institutions, P.O. Box 7847, Madison, WI ~~43707-7847~~ 53707-7847, or to DFI-UCC@dfi.wisconsin.gov.

SECTION 36. DFI-CCS 3.18 is amended to read:

DFI-CCS 3.18 Acceptance and archives. ~~An XML document shall not be accepted for filing at the time it is received by the filing office.~~ An XML document shall be accepted only after it is analyzed by the filing ~~offices~~ office's XML system and it is determined that the XML document is machine readable and all required elements of the transmission have been received in an approved format. Upon acceptance of an XML document for filing, a report shall automatically be generated which shall contain all of the information related to the document including all information transmitted by the remitter for inclusion in the document as prescribed by the implementation guide referred to in s. DFI-CCS 3.16. The information contained in the report shall promptly be rendered and stored in a record. The filing officer shall provide regularly scheduled, not less frequently than daily, electronic notices to remitters of accepted XML documents to confirm the acceptance and the creation of the record.

SECTION 37. DFI-CCS 3.19 is repealed.

SECTION 38. DFI-CCS 4.02 (3) (c) is amended to read:

DFI-CCS 4.02 (3) (c) Correspondence. If there is ground for refusal of the document, notification of refusal to accept the document shall be prepared as provided in s. DFI-CCS 2.05. If there is no ground for refusal of the document, an acknowledgment of filing shall be prepared as provided in s. DFI-CCS 2.06. ~~If the UCC document was tendered in person, notice of refusal or acknowledgment of the filing shall be given to the remitter by personal delivery or postal~~

~~delivery. If the UCC document was tendered electronically, the notice or acknowledgment shall be transmitted to the remitter by the same method in which it was received. Regardless of the response method, the~~ The response shall include the UCC document filed as well as the information required by s. DFI-CCS 2.05 or 2.06. ~~Acknowledgment of filing or notice of refusal of a UCC document tendered by means other than personal delivery or electronic transmission shall be sent to the secured party, or the first secured party if there are more than one, named on the UCC document, or to the remitter if the remitter so requests by regular mail or by overnight courier if the remitter provides a prepaid waybill or access to the remitter's account with the courier.~~

SECTION 39. DFI-CCS 4.08 (1) is amended to read:

DFI-CCS 4.08 (1) ORGANIZATION NAMES. Organization names shall be entered into the UCC information management system exactly as set forth in the UCC document, ~~even if it appears that multiple names are set forth in the document or if it appears that the name of an individual has been included in the field designated for an organization name.~~

SECTION 40. DFI-CCS 4.10 is repealed and recreated to read:

DFI-CCS 4.10 Verification of data entry. The filing officer shall verify the accuracy of data entry tasks performed by its staff through regular visual inspection of a substantial sample of entries. Data entry performed by remitters with respect to electronically filed UCC records is the responsibility of the remitter and is not verified by the filing officer.

SECTION 41. DFI-CCS 5.02 (4) is repealed.

SECTION 42. DFI-CCS 5.03 (1) to (4) are amended to read:

(1) DFI-CCS 5.03 Optional information. (1) A request to include in the report all unexpired filings, active filings or inactive filings or all unexpired filings and all filings that have expired within one year of the request date.

(2) A request that asks for copies of documents referred to in the report be included with the report. The request may limit the copies requested by limiting them by reference to ~~the address of the debtor,~~ the city, village, or town of the debtor, the date of filing, or a range of filing dates, ~~or the identity of the secured party of record on the financing statements located by the related search.~~ The request may ask for copies of UCC documents identified on the primary search response.

(3) A request that the search of a debtor name be limited to debtors in a particular city, village, or town. A report created by the filing officer in response to the request shall ~~contain the following statement: "A search~~ inform the requester that the search was limited to a ~~the particular city may not reveal all filings against the debtor searched and the searcher bears the risk of relying on this search."~~ , village, or town.

(4) Instructions on the mode of delivery requested, if other than by ~~ordinary~~ electronic mail, which request shall be honored if the requested mode is then made available by the filing office.

SECTION 43. DFI-CCS 5.04 (1) (d) is repealed.

SECTION 44. DFI-CCS 5.05 (1) is amended to read:

DFI-CCS 5.05 (1) FILING OFFICER OFFICE. Identification of the filing ~~officer and the~~ certification of the filing officer required by the UCC office providing the search response.

SECTION 45. DFI-CCS 6.01 is amended to read:

DFI-CCS 6.01 Purpose. This chapter describes records of liens maintained by the filing office created pursuant to statutes other than the UCC that are treated by the filing office in a manner substantially similar to UCC documents ~~and are included on a request with the reports described in s. DFI-CCS 5.05.~~

SECTION 46. DFI-CCS 6.02 (5) is repealed and recreated to read:

DFI-CCS 6.02 (5) SEARCH. Federal tax liens shall be listed in the same manner as an initial financing statement and included with UCC searches.

SECTION 47. DFI-CCS 7.01 (1) (intro.) is amended to read:

DFI-CCS 7.01 Recording offices. (1) This section applies only to UCC filings that satisfy all the following conditions:

SECTION 48. DFI-CCS 7.07 is repealed.

SECTION 49. DFI-CCS 7.07 (note) is renumbered DFI-CCS 7.05 (note).

SECTION 50. DFI-CCS 10.01 (title) and (intro.) is amended to read:

DFI-CCS 10.01 (title) ~~**Fees under s. 182.01 (4), Stats.** The following fees apply to all of the following under s. [182.01 \(4\)](#), Stats. .~~ Regarding business records filed with and maintained by the department, the following fees apply:

SECTION 51. DFI-CCS 10.01 (7) is created to read:

DFI-CCS 10.01 (7) To the extent that no fee is specified in chs. 179, 181, and 183, Stats., for filing an application for reinstatement following dissolution, revocation, or termination, \$100.

SECTION 52. DFI-CCS 10.01 (8) is created to read:

DFI-CSS 10.01 (8) Amendment, cancellation, or renewal of partnership authority under ch. 179, Stats., \$10.

SECTION 53. DFI-CCS 10.01 (9) is created to read:

DFI-CSS 10.01 (9) Statement of change of registered agent or registered agent's name, e-mail address, or street address under ch. 180, Stats., \$10.

SECTION 54. DFI-CCS 10.01 (10) is created to read:

DFI-CSS 10.01 (10) Statement of revocation or rescission of dissolution under ch. 178, 179, 181, or 183, Stats., \$10.

SECTION 55. DFI-CCS 10.01 (11) is created to read:

DFI-CSS 10.01 (11) Statement of withdrawal of a filed record before effectiveness under ch. 179, 180, 181, or 183, Stats., \$40.

SECTION 56. DFI-CCS 10.01 (12) is created to read:

DFI-CSS 10.01 (12) Statement of dissociation under ch. 179, Stats., \$10.

SECTION 57. DFI-CCS 10.01 (13) is created to read:

DFI-CSS 10.01 (13) Statement of authority or denial under ch. 183, Stats., \$10.

SECTION 58. DFI-CCS 10.02 and 10.03 are repealed.

SECTION 59. DFI-CCS 10.04 (title), (intro.), (1), (2), and (3) are repealed.

SECTION 60. DFI-CCS 10.04 (4) is renumbered DFI-CCS 10.01 (6).

SECTION 61. EFFECTIVE DATE. This rule shall take effect on the first day of the first month commencing after the date of publication in the Wisconsin *Administrative Register* as provided in s. 227.22 (2) (intro.), Stats.

Department of Financial Institutions

Date: October 12, 2022

By: /s/ Marc Shovers

Marc Shovers
Assistant Chief Legal Counsel