

Chapter SS 3

UNIFORM COMMERCIAL CODE

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SS 3.01 Miscellaneous provisions. (1) If at any stage of the processing procedure, before actually filing a UCC document in the alphabetically-indexed UCC records of the office, the secretary of state becomes aware that because of a clerical-type error the document has been accepted even though it did not meet statutory filing requirements, then instead of filing the document in those records, the secretary shall return it to the party who submitted it for filing and explain the reason for such handling.

(2) The secretary of state shall return, without filing it, any filing document purporting to be a subordination agreement affecting previously filed UCC documents inasmuch as a subordination agreement is not a recognized UCC filing term or event.

(3) Filings personally delivered to the secretary of state's office will be processed immediately only if all previously received filings in the same numbering category have already been numbered.

(4) A separate amendment, continuation, assignment, release or termination shall be submitted to the secretary of state for each financing statement to be affected.

(5) Responsibility for determining whether a UCC financing statement has been signed by the proper party or all necessary parties belongs to the secured party and will not be assumed by the secretary of state.

(6) The secretary of state will index UCC filings only under names, shown in the filing forms, which appear to be names of debtors; for instance, names which appear to be a part of the address rather than the name of a party will not be used for indexing, nor will names of corporate officers when it appears that the persons are listed as officers of the corporation and not in their individual capacities.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.02 General document provisions. (1) All documents submitted to the secretary of state under sections 74.76 and 406.104 and chapter 409, Wis. Stats. shall:

(a) Be of sufficient legibility to reasonably permit adequate microfilming;

(b) Be accompanied by the statutory fee except those submitted under section 74.76, Wis. Stats.;

(c) Be entitled so as to clearly inform the filing officer of the purpose for which said document is submitted; titles used shall be the appropriate ones referred to in the above portions of Wis. Stats. (for instance, financing statement, amendment, etc.);

(d) Identify the parties by appropriate titles such as "debtor", "secured party", etc., using the titles referred to in the above portions of Wis. Stats.

(2) Documents which describe items of collateral, instead of just naming the types, shall adequately describe the items so that interested parties may be aware of what items are involved; for instance, just listing serial numbers without any wording to indicate what kinds of goods are involved, is not an adequate description.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.03 Filings subject to section 409.401 (1) (c), Wis. Stats. (1)
All documents submitted under section 409.401 (1) (c), Wis. Stats. must contain one or the other of the following statements:

(a) County of debtor's residence is. . . (insert name of Wisconsin county). . . ; or

(b) Debtor has no county of residence in Wisconsin.

Note: Because the legislative amendments to Wisconsin's Uniform Commercial Code, effective as of July 1, 1974, radically change the criteria for determining the county involved, the statement required by subsection (1) above must be substantially identical to the appropriate one of the 2 alternatives indicated.

(c) When a document contains one of those statements, in acceptable wording, the secretary of state will assume the correct statement has been made, will not question it on the basis of other information, and will mail a copy and fee to the county if one is designated.

(2) In the case of a filing submitted under section 409.401 (1) (c), Wis. Stats., an extra copy and fee for a register of deeds (as prescribed by section 409.403 (1) Wis. Stats.) shall be submitted to the secretary of state only if the filing states a Wisconsin county of residence for the debtor; and, regardless of the number of debtors and/or addresses listed, only one extra copy and one extra fee for one register of deeds shall be submitted to the secretary of state for any one filing.

(3) The secretary of state shall accumulate copies of filings, received under section 409.401 (1) (c), Wis. Stats., and mail them to the appropriate registers of deeds on a regular basis; fees received under that section of the statutes shall also be accumulated and shall be sent to the appropriate registers of deeds on a regular basis.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.04 "Standard" filing forms (except terminations). (1)
Except in the case of termination statements, the only forms which shall be considered as "standard" for filing in the secretary of state's office to qualify for the standard fees in sections 409.401 through 409.406, Wis. Stats. are UCC-2 and UCC-4 forms; and for real estate-related filings against debtors, which are railroads, UCC-3 forms:

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(a) Submitted on the forms which are recognized by the secretary of state as the current "official" Wisconsin UCC forms, as of January 1, 1976, and in accordance with the instructions printed on said forms;

(b) Which include all pages still fastened to the "stub" or binder and which have all carbons still interleaved and attached;

(c) Which have no extra accompanying pages either attached or enclosed.

(2) Except in the case of termination statements, the only forms which shall be considered as "standard" for filing in the registers of deeds' offices to qualify for the standard fees in sections 409.401 through 409.406, Wis. Stats. are UCC-1, UCC-3 and UCC-4 forms which meet all requirements indicated in subsections (a), (b) and (c) of SS 3.04 (1).

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.05 "Standard" termination forms. (1) In order to be accepted by the secretary of state as a "standard" form to qualify for the standard fee, a termination statement must either:

(a) Be submitted on the form which the secretary of state recognizes as the current "official" Wisconsin UCC-4 form, as of January 1, 1976, and meet all requirements indicated in paragraphs (a), (b) and (c) of SS 3.04 (1); or

(b) Be submitted in duplicate on the appropriate pages (4 and 5) of the Wisconsin UCC-2 form, which the secretary of state recognizes as "official" as of January 1, 1976. If the termination statement recites that the debtor has no county of residence in Wisconsin, then only one of those 2 pages must be submitted, and no extra fee for a register of deeds shall be enclosed.

(2) In order to be considered as a "standard" form for filing in the registers of deeds' offices, a termination statement must either;

(a) Be submitted on the form which the secretary of state recognizes as the current "official" Wisconsin UCC-4 form, as of January 1, 1976, and meet all requirements indicated in paragraphs (a), (b) and (c) of SS 3.04 (1); or if the UCC-4 form is not used,

(b) Be submitted in duplicate on the appropriate pages (3 and 4) of the Wisconsin UCC-1 form, which the secretary of state recognizes as "official" as of January 1, 1976, in the case of a financing statement which was filed under section 409.401 (1) (a), Wis. Stats.; or

(c) Be submitted in duplicate on the appropriate pages (3 and 4) of the Wisconsin UCC-3, which the secretary of state recognizes as "official" as of January 1, 1976, in the case of a financing statement subject to section 409.402 (5), Wis. Stats.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.06 Transmitting utilities. (1) Documents, which are submitted to the secretary of state under section 409.401 (5), Wis. Stats., shall state that the debtor is a "transmitting utility". Unless a document so states, the secretary shall consider it as being subject to section 409.401 (1) (b), Wis. Stats. (instead of section 409.401 (5),

Wis. Stats.) and shall reject the document as being one to be filed with a register of deeds rather than the secretary of state.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.07 Amendments. (1) An amendment shall identify by file number the original statement which is being amended.

(2) In the case of an amendment, which makes some change in one or more debtor names, the term, ". . . each name. . . required to be indexed. . .", (section 409.403 (5), Wis. Stats.) is defined to include all of the following which are applicable:

- (a) A name previously listed and not being affected;
- (b) A new name being added;
- (c) A previously listed name which is being deleted;

(d) In the case of a change (for instance, spelling) in a previously listed name, both the old version of the name and the new version thereof.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.08 Separate search request form for each name. (1) A separate search request form and proper advance fee (as indicated in SS 3.09) shall be submitted for each debtor name under which the secretary of state is to search. The following are examples of additional names (requiring the use of separate, additional request forms): name of debtor's spouse, dba's or trade names, names of partners or of the partnership, substantial variations in spelling and/or relative location of words in a name.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.09 Advance fees for search and copy requests. (1) The secretary of state shall comply with a request for a search and/or copies only if the request is in writing, includes a written promise to pay any additional fees that may be billed for in the reply to said request, and is accompanied by an advance fee. In order to qualify for the uniform fees applicable to the "standard form" referred to in section 409.407 (2), Wis. Stats., such request shall be submitted on the form which the secretary of state recognizes as the current "official" Wisconsin UCC-11 form and meet all requirements indicated in paragraphs (a), (b) and (c) of SS 3.04 (1). Such advance fee shall be:

(a) For a search request, the search certificate fee specified in section 409.407 (2), Wis. Stats.;

(b) For a copy request, the copy certificate fee specified in section 409.407 (2), Wis. Stats. plus the per-page charge specified in said statutory section for the first page of each statement to be copied;

(c) For a search request that also requests copies of any and all filings which are reported, the same fee as in (a) above; however, such a multiple request shall be accompanied by a signed letter wherein the secretary of state is authorized either to make such copies without limitation as to the number of pages, or to make such copies up to a specified number of pages; in the event that a number is specified, then said letter shall advise the secretary of state how and where to

obtain further authorization in the event there are more than the specified number of pages involved; said letter shall also state a promise to pay to the secretary of state, upon receipt of said copies, the copy certificate fee specified in section 409.407 (2), Wis. Stats. plus the per-page charge for each page of copied statement as also specified in said statutory section.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.10 Promise to pay additional fees. (1) A request for a search of the UCC records in the secretary of state's office shall contain a signed promise to pay to the secretary of state, upon receipt of the search certificate, the additional fee, for each UCC filing reported in said certificate, as specified in section 409.407 (2), Wis. Stats.

(2) A request for copies of specified UCC filings in the secretary of state's office shall contain a signed promise to pay to the secretary of state, upon receipt of the copies, the per-page charge for each page of copied statement, if any, subsequent to the first page of each statement copied, as specified in section 409.407 (2), Wis. Stats.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.

SS 3.11 Collection of unpaid search and copy fees. (1) When any bill, from the secretary of state for services rendered in connection with UCC searches or the furnishing of copies of UCC filings, remains partially or completely unpaid for more than 60 days after the service was rendered, then in addition to any other available collection procedure which the secretary of state may elect to follow, the secretary may proceed as follows. When subsequent search and/or copy requests are received, the secretary of state may apply the advance fee accompanying such subsequent request to the old, unpaid bill, and then return the current request without performing the service therein requested.

History: Cr. Register, July, 1976, No. 247, eff. 8-1-76.