



LEGAL ADS

WHEN REQUIRED?

Legal Ads are required when you file a Fictitious Name registered in whole or part by an individual, or when filing Articles of Incorporation or Dissolution for a PA Business or Nonprofit Corporation. They are not required for LLC filings.

LET US RUN THE ADS

Why bog your staff down with running legal ads when we only charge \$40 plus costs for this service.

OUR PROCEDURE

When you give us the go ahead to publish a company's legal notice we prepare the text of the notice and send it to you for proofing. Once finalized we then send the notice for publication.

NEWSPAPERS

When it comes to choosing a newspaper for running the publications we attempt to avoid the big daily newspapers and opt instead for a lower cost weekly, which are just fine for corporate notices.



Getting ready for the Pennsylvania

Decennial Reporting Year - 2011

Some of you may remember that the 1988 GAA originally called for the first Decennial Reports to be filed during the year 2000. But the statute was amended as that year approached to change the Decennial Year to 2001 and every 10 years thereafter. Hence, in 2011 we will now have our second decennial year.

We were told recently that the State will begin to mail out the approximately 625,000 letters to companies that need to file a decennial report. The problem is, however, what if your clients have moved their company to a new location and never bothered to file a Change of Registered Office form with the state. The letter will go to the address on file, and, if mail forwarding has expired, the letter will more than likely be returned. Potentially, a very bad set of circumstances.

At present, the new Decennial Report of Continued Existence (DRCE) form is NOT available because the State wants to prevent premature filing. A DRCE filed before 1-1-11 does NOT achieve the desired results. The new form will be available on our site (link below) on 1-1-2011.

NEW DATABASE... We were also told that there will be a new searchable database which will report a company name if that company needs to file a DRCE. Supposedly, the database will filter out those companies that have met one of the

criteria which would exempt them from having to file (see Decennial Filing pdf attached).

While it is the responsibility of the company to know the law the consequence of loss of a company's name could be devastating; it may behoove you to raise the red flag with your clients. Filing a Change of Registered Address now would eliminate the need to file a DCRE in 2011. For companies that use a Commercial Registered Office Provider (CROP) such as our sister company **AAAgent Services, LLC**, the State may be sending a CD of represented company names to the CROP so that the CROP can then notify the companies represented. Yet another reason to use AAgent Services, LLC for your clients in need of a registered office in Pennsylvania.

The State has generously provided a Q&A sheet which is attached to this newsletter, to address many of the common questions about the Decennial Reporting requirement.

As always, if you have any question on this issue, please feel free to call us at 717-232-9398.

Remember 11-11-10:

Veterans Day

The Department of State will be closed on Veterans Day. Our office will be partially staffed that day until sometime between 12 & 3 PM.

Click a link below to view our sites

CONFIDENTIALITY**RIGHT TO KNOW
LAW**

Do you need to obtain information from a state agency but do not wish to disclose your identity by completing a Right-To-Know Request form.

Esquire Assist, LTD. will submit Right To Know petitions to State agencies without disclosing your identity. In other words, we will be the party seeking the documents or information requested. The state has 5 days within which to respond to the initial request. If they can not provide the information requested within that time period they must notify us in accordance with the requirements sent forth in the law. The state will then have 30 days from the 5th day (35 days from the initial request) within which to respond.

**LEGAL WORD OF
NOTE or NOT**

Moiety: (moy-et-tee) n. half.

Generally a reference to interest in real property, moiety is seldom used today. Source: The People's

Law Dictionary by [Gerald and Kathleen Hill](#) Publisher Fine Communications

NEW ADDRESS:

As I'm sure you know by now, we moved our office to **125 Locust Street** (See address footer below). It may seem that we are somewhat nomadic, wandering around the 17101 Zip Code in center city Harrisburg. But this, we hope, will be our last move (see next section below). The building we now occupy was, when originally built, the Harrisburg City Library.

**PREVIOUS
ADDRESSES**

In case you doubt the "nomadic" reference above here are our previous addresses:

- 1982: 120 Market St.
- 1984: 100 Chestnut St., Ste.300
- 1989: 219 Pine St.
- 1997: 225 South Sst.
- 2005: 300 N. 2nd St., Ste 630
- 2010: 125 Locust St.

Why so many moves? We just love filing Change of Registered Office forms with the State. Seriously, some have been to avoid steep rent increases, the demolition ball or to be in a better location vis a vie the State offices we frequent most.

**NOTE: NEW ORDERS
MAY BE EMAILED TO:**

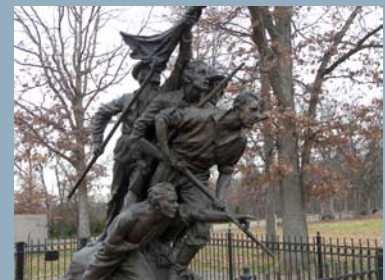
ASSIST@ESQUIREASSIST.COM

REMINDER:

State offices are closed on November 11, 2010 in honor of Veterans Day.

Photo Salute To Our Vets

The images below were made at Gettysburg National Park during Veterans Day 2009. The first depicts a group of soldiers scouting out the movements of their enemies, their brothers. The second image is the same monument but taken from the sunlit side. The third image looks over one of the battlefields.



Decennial Filings

Q. What is a decennial filing or decennial report?

- A. In general, it is a report of an entity's continued existence or use of certain marks. *54 Pa.C.S. § 503, § 1314, § 1515*. Decennial filings are made every ten years during the years ending with the numeral "1" (e.g. 2001, 2011, and 2021). The legislative intent for requiring these filings is to identify business names or marks that is no longer in use so that they may be reissued and placed back into the stream of commerce.

Q. Who is required to file a decennial report?

- A. All domestic and foreign profit and non-profit corporations, limited liability companies, limited partnerships, limited liability partnerships that are not also limited partnerships, business trusts, insignias and "marks used with articles and supplies" that have not made a new or amended filing with the Corporation Bureau from ~~December 31, 2001~~ thru ^{11/1/02} December 31, 2011 shall during the year 2011, file in the Department of State a report that they continue to exist. *54 Pa.C.S. § 503(b)(1), § 1314(b), § 1515(b)*. Fictitious names and trademarks are *not* required to make decennial filings.

A Exceptions to decennial filing requirement (*54 Pa.C.S. § 503(b)*):

- Any domestic and foreign business corporation and non-profit corporation, limited liability company, limited partnership, limited liability partnership that is not also a limited partnership or business trust that has made a new or amended filing with the Corporation Bureau from December 31, 2001 thru December 31, 2011 *other than* a decennial filing or a name reservation.
- Any nonqualified foreign business corporation which as registered its name pursuant to 15 Pa.C.S. §4131 (requiring annual renewal of the name).
- A corporation that has had officer information forwarded to the Department of State by the Department of Revenue during the preceding ten years under 15 Pa.C.S. § 1110 (relating to annual report information).

Q. When are the above required to file the decennial report?

- A. The decennial report must be filed every ten years in the years ending with the numeral "1" (e.g. in the calendar year 2011, from January 1, 2011 through December 31, 2011; in the calendar year 2021, from January 1, 2021 through December 31, 2021).

Q. How will entities required to file a decennial report be notified?

- A. On or after November 1, 2010, the Department will give notice of the decennial filing requirement to all affected associations or entities. The notice will be made by mail at the registered office address of each affected entity, and will be accompanied by appropriate decennial filing forms and instructions. *15 Pa.C.S. § 132(d)*

Q. Will there be forms to complete for the decennial filing requirement?

- A. Decennial Report-Insignia, Decennial Report of Association Continued Existence or Decennial Report-Mark Used With Articles or Supplies will accompany the notice.

Q. What if an entity required to file a decennial report does not receive a notice?

- A. Failure by the Department to give notice to a party, or failure by a party to receive notice of a decennial filing requirement does not relieve a party of the obligation to make the decennial filing. *15 Pa.C.S. § 132(d)*

Q. Is there a fee associated with the filing of the decennial report?

- A. The filing fee is \$70, made payable to the Department of State.

Q. What are the consequences if a corporation or other association which is required to file a decennial report does not make a decennial filing?

- A. If any non-exempt entity fails to file a decennial report during the filing period from January 1, 2011 through December 31, 2011, it no longer has exclusive use of its name on or after January 1, 2012. While the business entity continues to exist, its name becomes available for any corporation or other association registering to do business in the Commonwealth of Pennsylvania which may request it. *54 Pa.C.S. § 504*

Q. What are the consequences if an entity with a registered insignia or a mark used with articles and supplies does not file a Decennial Report?

- A. If an entity having a registered insignia or "mark used with articles and supplies" does not file a decennial report prior to January 1, 2012, it shall no longer be deemed to be registered. Such registration may be restored only by the filing of an original application for registration. *54 Pa.C.S. § 504*

Q. What if a decennial report is filed after the deadline?

- A. A corporation or other association which has failed to file a report from January 1 through December 31, 2011 may do so at any later time, which filing shall reinstate the name of the corporation or limited partnership on the register unless its name has been appropriated during the period of the delinquency. *54 Pa.C.S. § 505*