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A BILL FOR AN ACT

To further amend section 103 of title 36 of the Code of the Federated States of Micronesia, as amended by Public Laws Nos. 15-75 and 16-47, to require a institutionalized financial report or document be submitted and specify documents that require notarization for major corporations, and for other purposes.

BE IT ENACTED BY THE CONGRESS OF THE FEDERATED STATES OF MICRONESIA:

1           Section 1. Section 103 of title 36 of the Code of the  
2 Federated States of Micronesia, as amended by Public Laws Nos.  
3 15-75 and 16-47, is hereby further amended to read as follows:

4           "Section 103. Application for charter - Articles of  
5           Incorporation.

6           (1) An association of persons seeking a charter as  
7 a corporation shall submit for approval of the  
8 President of the Federated States of Micronesia, or  
9 his designee, articles of incorporation which shall  
10 provide at least the following information:

- 11                   (a) proposed name of the corporation;  
12                   (b) principal office or place of business;  
13                   (c) proposed duration;  
14                   (d) purposes;  
15                   (e) powers;  
16                   (f) capitalization;  
17                   (g) names of incorporators, which shall be one  
18 or more;

- 1                   (h) number of directors, which shall be one or  
2 more, and proposed officers;  
3                   (i) name(s) of director(s) and officers to  
4 serve until first election;  
5                   (j) provisions of management, if any;  
6                   (k) provisions for voting by members;  
7                   (l) provisions for shareholding, if any;  
8                   (m) disposition of financial surplus;  
9                   (n) provisions for liquidation;  
10                   (o) provisions for amendment of articles of  
11 incorporation.

12           (2) A major corporation as defined under chapter 3  
13 of title 54 of the Code must submit an affidavit or  
14 institutionalized financial report or document to the  
15 Office of the Registrar by the President and  
16 Secretary of the corporation as named in the articles  
17 of incorporation not later than sixty (60) days from  
18 the date of receipt of the certificate of  
19 incorporation.

20           (3) The affidavit referred to under subsection (2)  
21 of this section, [~~and any other document that~~  
22 ~~requires notarization,~~] articles of incorporation and  
23 subsequent amendments, dissolution, liquidation and  
24 merger documents shall be notarized by an authorized  
25 FSM notary or a notary public accredited by the

1 Registrar of Corporations.”

2 Section 2. This act shall become law upon approval by the  
3 President of the Federated States of Micronesia or upon its  
4 becoming law without such approval.

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6 Date: 9/19/11

Introduced by: /s/ Florencio S. Harper  
Florencio S. Harper  
(by request)

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