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returns, or information to the legislative budget assistant shall be only for the purpose of, and to the extent necessary for, conducting audits of the department's accounts and records as are required by law as provided in section 6103 (d) (2) (A) and (B) of the Internal Revenue Code of 1954, as amended. This exception shall not be construed to authorize disclosure to any member of the legislature or to any expert consultants, including certified public accountants and data processing experts, hired by the legislative budget assistant to assist him in the carrying out of his duties.

391:7 Effective Date. This act shall take effect 90 days after its passage.

[Approved May 26, 1987.]
[Effective Date August 24, 1987.]

CHAPTER 392 (SB 197)

AN ACT ESTABLISHING A JOINT LEGISLATIVE TASK FORCE TO STUDY REGISTRATION, CERTIFICATION, OR LICENSING OF VARIOUS BUILDING SERVICES TRADES.

Be it Enacted by the Senate and House of Representatives in General Court convened:

392:1 Legislative Task Force; Building Services Trades.

I. There is established a joint legislative task force, comprised of 4 members of the house executive departments and administration committee appointed by the speaker of the house and 3 members of the senate executive departments committee appointed by the president of the senate, to study the scope and possible methods of registration, certification, or licensing of alarm installers and other related building services trades.

II. The task force shall make its report and legislative recommendations to the president of the senate and the speaker of the house of representatives not later than October 15, 1987.

392:2 Effective Date. This act shall take effect upon its passage.

[Approved May 26, 1987.]
[Effective Date May 26, 1987.]

CHAPTER 393 (HB 446)

AN ACT RELATIVE TO THE REGISTRATION OF PARTNERSHIPS AND CORPORATIONS.

Be it Enacted by the Senate and House of Representatives in General Court convened:

393:1 Certificate of Authority. Amend RSA 293-A:107, I, to read as follows:

I. No foreign corporation, nor so-called Massachusetts trust or business trust, shall have the right to transact business in this state until it shall have procured a certificate of authority so to do from the secretary of state. No foreign corporation

(a) The name of the corporation.
(b) The amendments so adopted.
(c) The date of the adoption of the amendment by the shareholders, or by the board of directors where no shares have been issued.
(d) The number of shares outstanding, and the number of shares entitled to vote, and if the shares of any class are entitled to vote as a class, the designation and number of outstanding shares entitled to vote of each such class.
(e) The number of shares voted for and against the amendment, respectively, and, if the shares of any class are entitled to vote as a class, the number of shares of each class voted for and against the amendment, respectively, or if no shares have been issued, a statement to that effect.
(f) If the amendment provides for an exchange, reclassification or cancellation of issued shares, and if the manner in which the exchange, reclassification or cancellation shall be effected is not set forth in the amendment, then a statement of the manner in which they shall be effected.
(g) If the amendment effects a change in the amount of stated capital, then a statement of the manner in which it is effected and a statement, expressed in dollars, of the amount of stated capital as changed by the amendment.

II. The secretary of state shall not accept articles of amendment relating to the authorized capital of the corporation unless accompanied by the certification required by RSA 421-B:13, I-a(b).

393:6 Limited Partnerships; Amendment to Certificate. Amend RSA 305:26, V, to read as follows:

V. A certificate is amended or cancelled when there is filed for record in the office of the secretary of state where the certificate is recorded (a) a writing in accordance with the provisions of paragraph I or II, or (b) a certified copy of the order of court in accordance with the provisions of paragraph IV. The secretary of state shall not accept an amendment to the certificate relating to the identity of the limited partners, unless accompanied by the certification required by RSA 421-B:13, I-a(b).

393:7 Office Fees; Certificates. Amend RSA 5:10 to read as follows:

5:10 Office Fees. Except as otherwise provided, the following fees shall be paid to the secretary of state for the use of the state: For every commission issued to a justice of the peace or to a notary public, $30; for every certificate pertaining to the existence of a corporation, trade name, or other business entity, or writ served on the same, $5; for every such certificate in long form, $10; for every other certificate under seal of the state, $1; for engrossing private acts, $1 for each page of 240 words.

393:8 Increase in Charge for Certified Copy of any Corporate Document; Secretary of State. Amend RSA 293-A:135, I to read as follows:

I. For furnishing a certified copy of any document, instrument, or paper relating to a corporation, $1 per page and $5 for the certificate and affixing the seal to the certificate.

393:9 Elimination of Certain Procedural Requirements Relative to Actions by Partnerships and Associations. Amend RSA 349:2 to read as follows:

349:2 Withdrawal or Addition of Partner; Discontinuance of Business. Whenever any member of such partnership or association withdraws therefrom, the partnership or association shall, within 10 days, file in the office of the secretary of state a certificate signed by all members, including the withdrawing member, setting forth the fact of such withdrawal, together with the date thereof. Whenever a new member is added to such a partnership or association or joins a

or business trust shall be entitled to procure a certificate of authority under this chapter to transact in this state any business which a corporation organized under this chapter is not permitted to transact. The secretary of state shall not accept an application for a certificate of authority unless accompanied by the certification required by RSA 421-B:13, I-a(b).

393:2 Application; Certificate of Authority. Amend RSA 305-A:1, V, to read as follows:

V. The secretary of state shall not accept an application for a certificate of authority of a foreign limited partnership unless accompanied by the certification required by RSA 421-B:13, I-a(b).

393:3 Acceptance by Secretary of State; Requirements. Amend RSA 421-B:13, I-a, to read as follows:

I-a. Before the secretary of state may accept articles of incorporation for a new corporation under RSA 293-A, an application for a certificate of authority under RSA 293-A, a certificate of limited partnership for a new limited partnership under RSA 305, or an application for a certificate of authority of a foreign limited partnership under RSA 305-A, or an amendment to any of the foregoing relating to the authorized capital of a corporation or to the identity of the limited partners, the following requirements shall be met:

(a) A statement shall be filed with the commissioner that the capital stock of the corporation or the interests of the limited partnership have been registered, or when offered will be registered, under this chapter or are exempted, or when offered will be exempted, under this chapter, or are or will be offered in a transaction exempted from registration under this chapter; and, in the case of a New Hampshire corporation or limited partnership, that the articles of incorporation or certificate of limited partnership state whether the capital stock or interests in the limited partnership will be sold or offered for sale within the meaning of this chapter. The statement shall be signed by the incorporators of a corporation to be formed, by an executive officer of an existing corporation, or by the general partners or intended general partners if a limited partnership.

(b) The commissioner shall certify to the secretary of state that the requirements of subparagraph (a) have been met.

393:4 Partnership's Annual Report. Amend RSA 421-B:15, II-a, to read as follows:

II-a. Every corporation and partnership having securities registered in this state shall, within 90 days after the close of their fiscal year, file with the commissioner annually a financial statement audited and certified by an independent certified public accountant. The audited statement shall be prepared in accordance with generally accepted accounting principles and such other standards as the commissioner shall adopt by rule. The commissioner shall certify the statement to the secretary of state before the secretary of state may accept the corporation's annual report. Issuers of securities registered under this chapter shall also provide quarterly financial reports within 60 days of the end of each quarter to their shareholders, partners, and the commissioner. Such quarterly reports need not be independently audited.

393:5 Articles of Amendment; Certification by Secretary of State. Amend RSA 293-A:61 to read as follows:

293-A:61 Articles of Amendment.

I. The articles of amendment shall be executed in duplicate by the corporation by its president or a vice president and by its secretary or an assistant secretary, and shall set forth

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(c) The date of the adoption o

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sole proprietorship holding a registered trade name, the new member and previous member or members shall, within 10 days, file in the office of the secretary of state a certificate signed by all members, including the new member, setting forth the facts of such addition, together with the date thereof. If any person, partnership or association to whom the provisions of this chapter apply shall cease to do business, a certificate setting forth such fact and the date of such discontinuance shall be filed with the secretary of state within 30 days thereafter. Such certificate shall be signed by the members of such partnership or association, or by any sole proprietor, or by his or their executors or administrators.

393:10 Registration Procedure; Requirements; Conducting Business. Amend RSA 349:5 to read as follows:

349:5 Registration; Procedure. Every person, proprietorship, partnership or association, as defined in RSA 349:1, engaged in the conduct of any business, enterprise, venture or activity within the state of New Hampshire under a trade name, firm or style shall, subject to the limitations hereinafter set forth, file in the office of the secretary of state a certificate signed by such person, proprietorship or by the members of such partnership or association stating the name under which the business is to be conducted, the principal place of said business, and a brief description of the kind of business to be carried on with the names and addresses of the principal parties engaged therein. Said registration shall further state the date of organization of said business and any limitation of time after which said business shall be no longer conducted.

393:11 Effective Date. This act shall take effect 60 days after its passage.

[Approved May 26, 1987.]
[Effective Date July 25, 1987.]

CHAPTER 394 (SB 200)

AN ACT PERMITTING GROUP II MEMBERS WHO REACH AGE 60 AND AGE 65 TO MAKE AN ELECTION FOR RETIREMENT BENEFITS.

Be it Enacted by the Senate and House of Representatives in General Court convened:

394:1 Retirement Benefits for Certain Group II Members. Amend RSA 100-A:5, II(a) to read as follows:

(a) Any group II member in service who has attained age 45 and completed 20 years of creditable service, or who has attained age 65 regardless of the number of years of creditable service, may retire on a service retirement allowance upon written application to the board of trustees setting forth at what time not less than 30 days nor more than 90 days subsequent to the filing thereof the member desires to be retired, notwithstanding that during such period of notification the member may have separated from service.

394:2 Retirement Benefits for Certain Group II Members. Amend RSA 100-A:5, II(a) to read as follows:

(a) Any group II member in service who has attained age 45 and completed 20 years of creditable service, or who has attained age 60 regardless of the number of years of creditable service, may retire on a service retirement allowance