

PROPOSED REGULATION OF THE SECRETARY OF STATE

LCB File No. R067-11

September 26, 2011

EXPLANATION – Matter in *italics* is new; matter in brackets ~~omitted material~~ is material to be omitted

AUTHORITY: Section 1, inclusive, NRS 77.430.

Chapter 77 of the NAC is hereby amended by adding thereto the provisions set forth as sections 1 – 22, inclusive, of this regulation.

Section 1. *As used in sections 1 to x, inclusive, of this regulation, unless the context otherwise requires, the words and terms defined in sections 2 to 9, inclusive, of this regulation have the meanings ascribed to them in those sections.*

Sec. 2. *“Street Address” of a registered agent means the actual physical location in this State at which a registered agent is available for service of process.*

Sec. 3. *“Normal working hours” as used in NRS 14.020(3) means:*

- 1. The hours of 8am-5pm or 9am-6pm during Monday – Friday, excluding state and federal holidays on which the registered agent is not open for business, that a person serving as a registered agent is available to accept service of process on behalf of a represented entity.*
- 2. A registered agent must post in a conspicuous location the hours in which service of process can be accepted.*

Sec. 4. *“Location for service of process” is the actual physical location at a valid street address in Nevada that is open pursuant to Section 3 for the acceptance of service of process by a registered agent on behalf of a represented entity.*

Sec. 5. *“Represented entity” has the meaning prescribed in NRS 77.250.*

Sec. 6. *“Commercial registered agent” has the meaning prescribed in NRS 77.040.*

Sec. 7. *“Noncommercial registered agent” has the meaning prescribed in NRS 77.140.*

Sec. 8. *“Correspondence, publications, websites, or other materials” includes, but is not limited to solicitations, printed flyers, advertisements, web pages and other web service, seminar materials, notifications, promotional materials and any other material related to the services provided by the Secretary of State whether in printed or electronic form.*

Sec. 9. *“Entity” has the meaning prescribed in NRS 77.060.*

Sec. 10. *The location for service of process must:*

- a. Be a valid Nevada address;*
- b. Maintain operations sufficient to allow proper service of process;*
- c. Be open during normal working hours and must provide a posting of hours in which service of process can be accepted;*
- d. Be manned by a natural person authorized and legally competent to accept service of process;*
- e. Post its hours of operation or the hours in which service will be accepted;*

Sec. 11. *The location for service of process may not:*

- a. Be manned only by natural persons who are not authorized or not legally competent to accept service of process;*

b. Be a post office box, postal mail box (PMB), mail drop, mail forwarder or other mail service company, unless the proprietor of the post office box, postal mail box (PMB), mail drop, mail forwarder or other mail service company is the registered agent or is contracted to accept service of process and provided he or she complies with the statutes and regulations relating to service of process;

Sec. 12. *If a registered agent is alleged to be in violation of the requirement to maintain a location for service of process or in fulfilling any of the duties pursuant to NRS 77.400- 420 inclusive, the Secretary of State may demand any information he deems necessary to verify the allegations of failure to fulfill the duties of a registered agent.*

Sec. 13. *If the registered agent is enjoined from serving as registered agent, the Secretary of State shall provide written notification at the address of record to all entities listed under that registered agent and require the entity to submit a change of registered agent within 30 days of receiving the notification. Failure by an entity to comply with the requirements of maintaining a registered agent after being notified may result in the entity's status being placed in default and if default status is not corrected, revoked and then permanently revoked status pursuant to the provisions in NRS Title 7 relating to default and revocation for failure to file an annual list.*

An entity whose status has been revoked for failing to maintain a registered agent may be reinstated by following the process for reinstating a revoked entity pursuant to Title 7 of NRS.

Sec. 14. *A registered agent in revoked, permanently revoked, dissolved or other terminated status may not serve as a Nevada registered agent, unless the registered agent's entity is brought current and maintains active status and is not otherwise enjoined from serving as a registered agent.*

Sec. 15. *Any correspondence, publications, websites, or other materials, whether in printed or electronic form produced by registered agents and other providers soliciting business to assist with corporate formation and related filings provided by the Office of the Secretary of State must not be intended to deceive or defraud the public or promote illegal activities, nor may it contain misleading or false statements relating to the filing requirements or processes of the Secretary of State, including, without limitation, stating or implying that a fee, action or filing is necessary when in fact it is not.*

Sec. 16. *Any correspondence, publications, websites, or other material, whether in printed or electronic form, produced by or at the direction of a registered agent that solicits business to assist with corporate formation, changes of registered agents or other filings with the Office of the Secretary of State must not be designed or intended such that the solicitation or information presented appears to be endorsed by, sponsored by, approved by or otherwise an official product of the Office of the Secretary of State.*

Sec. 17. *Any solicitation, including but not limited to: correspondence, publications, websites or other materials, whether in printed or electronic form, produced by or at the direction of a registered agent proffering its services for a fee must include a disclosure statement prominently displayed which states: “This is a third-party solicitation [publication] and is NOT official correspondence from [publication-by] the Office of the Nevada Secretary of State. You are under no legal obligation to respond to this correspondence.”*

Sec. 18. *Any correspondence, publications, websites or other materials, whether in printed or electronic form, produced by or at the direction of a registered agent that changes the registered agent of an entity must contain a disclosure statement prominently displayed to that effect.*

Sec. 19. *No solicitation, including but not limited to: correspondence, website, publication or other material, whether in printed or electronic form, produced by or at the direction of a registered agent may contain the Great Seal of the State of Nevada pursuant to NRS 235.010.*