

SENATE SUBSTITUTE  
FOR  
SENATE BILL NO. 799

AN ACT

To repeal sections 347.015, 347.179, 351.015, 351.065, 354.010, 354.150, 355.021, 355.066, 357.060, 358.020, 358.440, 359.011, 359.651, 394.020, 394.250, and 417.220, RSMo, and to enact in lieu thereof sixteen new sections relating to business fees, with an existing penalty provision.

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BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF MISSOURI,  
AS FOLLOWS:

1           Section A. Sections 347.015, 347.179, 351.015, 351.065,  
2   354.010, 354.150, 355.021, 355.066, 357.060, 358.020, 358.440,  
3   359.011, 359.651, 394.020, 394.250, and 417.220, RSMo, are  
4   repealed and sixteen new sections enacted in lieu thereof, to be  
5   known as sections 347.015, 347.179, 351.015, 351.065, 354.010,  
6   354.150, 355.021, 355.066, 357.060, 358.020, 358.440, 359.011,  
7   359.651, 394.020, 394.250, and 417.220, to read as follows:

8           347.015. As used in sections 347.010 to 347.187, the  
9   following terms mean:

10           (1) "Articles of organization", the articles referred to in  
11   section 347.039, filed with the secretary for the purpose of  
12   forming a limited liability company, as the same may be amended  
13   or restated from time to time as provided in sections 347.010 to  
14   347.187;

15           (2) "Authorized person", manager, or member, if management  
16   of the limited liability company is vested in the members;

17           (3) "Bankruptcy", the entry of an order for relief by the

1 court in a proceeding under the United States Bankruptcy Code,  
2 Title 11, U.S.C., as amended, or its equivalent under a state  
3 insolvency act or a similar law of other jurisdictions;

4 (4) "Business" includes every trade, occupation or  
5 profession;

6 (5) "Contribution", cash, other property, the use of  
7 property, services rendered, a promissory note or other binding  
8 obligation to contribute cash or property or perform services or  
9 any other valuable consideration transferred by a person to the  
10 limited liability company as a prerequisite for membership in the  
11 limited liability company and any subsequent transfer to the  
12 limited liability company by a person in his capacity as a  
13 member;

14 (6) "Court", includes every court and judge having  
15 jurisdiction in the case;

16 (7) "Domestic limited liability company" or "limited  
17 liability company", a limited liability company organized and  
18 existing under sections 347.010 to 347.187;

19 (8) "Event of withdrawal", an event that causes a person to  
20 cease to be a member as provided in section 347.123;

21 (9) "Foreign limited liability company", a limited  
22 liability company formed under the laws of any jurisdiction other  
23 than the state of Missouri;

24 (10) "Manager", with respect to a limited liability company  
25 whose articles of organization state that management of the  
26 limited liability company is vested in one or more managers, the  
27 person or persons designated, appointed or elected as such in the  
28 manner provided in subsection 2 of section 347.079;

1           (11) "Member", any person that signs in person or by an  
2 attorney in fact, or otherwise is a party to the operating  
3 agreement at the time the limited liability company is formed and  
4 is identified as a member in that operating agreement and any  
5 person who is subsequently admitted as a member in a limited  
6 liability company in accordance with sections 347.010 to 347.187  
7 and the operating agreement, until such time as an event of  
8 withdrawal occurs with respect to such person;

9           (12) "Member's interest", a member's share of the profits  
10 and losses of a limited liability company and the right to  
11 receive distributions of limited liability company assets;

12           (13) "Military spouse", any person who is the spouse of a  
13 uniformed services member;

14           (14) "Operating agreement", any valid agreement or  
15 agreements, written or oral, among all members, or written  
16 declaration by the sole member concerning the conduct of the  
17 business and affairs of the limited liability company and the  
18 relative rights, duties and obligations of the members and  
19 managers, if any;

20           [(14)] (15) "Organizer", any of the signers of the articles  
21 of organization;

22           [(15)] (16) "Person", includes individuals, partnerships,  
23 domestic or foreign limited partnerships, domestic or foreign  
24 limited liability companies, domestic or foreign corporations,  
25 trusts, business trusts, employee stock ownership trusts, real  
26 estate investment trusts, estates, associations, and other  
27 business or not-for-profit entities;

28           [(16)] (17) "Real property", includes land, any interest,

1 leasehold or estate in land and any improvements thereon;

2 [(17)] (18) "Secretary", the secretary of state for the  
3 state of Missouri and its delegates responsible for the  
4 administration of sections 347.010 to 347.187;

5 [(18)] (19) "Surviving entity", the surviving or resulting  
6 person pursuant to a merger or consolidation in which one or more  
7 domestic limited liability companies are parties;

8 (19) "Uniformed services member", a member of the active or  
9 reserve components of the Army, Navy, Air Force, Marine Corps, or  
10 Coast Guard of the United States who is on active duty, or a  
11 member on activated status of the National Guard;

12 (20) "Veteran", any individual defined as a veteran by the  
13 United States Department of Veterans' Affairs or its successor  
14 agency.

15 347.179. 1. The secretary shall charge and collect:

16 (1) For filing the original articles of organization, a fee  
17 of one hundred dollars;

18 (2) For filing the original articles of organization  
19 online, in an electronic format prescribed by the secretary of  
20 state, a fee of forty-five dollars;

21 (3) Applications for registration of foreign limited  
22 liability companies and issuance of a certificate of registration  
23 to transact business in this state, a fee of one hundred dollars;

24 (4) Amendments to and restatements of articles of limited  
25 liability companies to application for registration of a foreign  
26 limited liability company or any other filing otherwise provided  
27 for, a fee of twenty dollars;

28 (5) Articles of termination of limited liability companies

1 or cancellation of registration of foreign limited liability  
2 companies, a fee of twenty dollars;

3 (6) For filing notice of merger or consolidation, a fee of  
4 twenty dollars;

5 (7) For filing a notice of winding up, a fee of twenty  
6 dollars;

7 (8) For issuing a certificate of good standing, a fee of  
8 five dollars;

9 (9) For a notice of the abandonment of merger or  
10 consolidation, a fee of twenty dollars;

11 (10) For furnishing a copy of any document or instrument, a  
12 fee of fifty cents per page;

13 (11) For accepting an application for reservation of a  
14 name, or for filing a notice of the transfer or cancellation of  
15 any name reservation, a fee of twenty dollars;

16 (12) For filing a statement of change of address of  
17 registered office or registered agent, or both, a fee of five  
18 dollars;

19 (13) For any service of notice, demand, or process upon the  
20 secretary as resident agent of a limited liability company, a fee  
21 of twenty dollars, which amount may be recovered as taxable costs  
22 by the party instituting such suit, action, or proceeding causing  
23 such service to be made if such party prevails therein;

24 (14) For filing an amended certificate of registration a  
25 fee of twenty dollars; and

26 (15) For filing a statement of correction a fee of five  
27 dollars.

28 2. Fees mandated in subdivisions (1) and (2) of subsection

1 1 of this section and for application for reservation of a name  
2 in subdivision (11) of subsection 1 of this section shall be  
3 waived if an organizer who is listed as a member in the operating  
4 agreement of the limited liability company is a veteran, a member  
5 of the Missouri National Guard or any other active duty military,  
6 resides in the state of Missouri, and provides proof of such  
7 service to the secretary of state.

8 3. Fees mandated in subdivisions (1), (2), and (3) of  
9 subsection 1 of this section and for application for reservation  
10 of a name in subdivision (11) of subsection 1 of this section  
11 shall be waived if an organizer who is listed as a member in the  
12 operating agreement if the limited liability company is a  
13 military spouse, and provides a copy of a marriage certificate,  
14 and proof of his or her spouse's service to the secretary.

15 351.015. As used in this chapter, unless the context  
16 otherwise requires, the following terms mean:

17 (1) "Articles of incorporation", l includes the original  
18 articles of incorporation and all amendments thereto, and  
19 includes articles of merger or consolidation;

20 (2) "Authorized shares" [means], l the aggregate number of  
21 shares of stock of all classes, whether with or without par  
22 value, which the corporation is authorized to issue. Shares of  
23 its own stock belonging to a corporation shall be deemed to be  
24 issued shares but not outstanding shares;

25 (3) "Certificate of stock" [means], l a written instrument  
26 signed by or bearing the facsimile signature of the proper  
27 corporate officers, as required by this chapter, evidencing the  
28 fact that the person therein named is the holder of record of the

1 share or shares therein described;

2 (4) "Control share acquisition" [means], the acquisition,  
3 directly or indirectly, by any person of ownership of, or the  
4 power to direct the exercise of voting power with respect to,  
5 issued and outstanding control shares. For the purposes of this  
6 chapter, shares acquired within ninety days of any acquisition of  
7 shares or shares acquired pursuant to a plan to make a control  
8 share acquisition are considered to have been acquired in the  
9 same acquisition. For the purposes of this chapter, a person who  
10 acquires shares in the ordinary course of business for the  
11 benefit of others in good faith and not for the purpose of  
12 circumventing this chapter has voting power only of shares in  
13 respect of which that person would be able to exercise or direct  
14 the exercise of votes without further instruction from others.  
15 The acquisition of any shares of an issuing public corporation  
16 does not constitute a control share acquisition if the  
17 acquisition is consummated in any of the following circumstances:

18 (a) Prior to June 13, 1984;

19 (b) Pursuant to a contract in existence prior to June 13,  
20 1984;

21 (c) Pursuant to a will or other testamentary disposition,  
22 the laws of descent and distribution or by intervivos gift where  
23 such gift is made in good faith and not for the purpose of  
24 circumventing section 351.407;

25 (d) Pursuant to a public offering, a private placement, or  
26 any other issuance of shares by an issuing public corporation;

27 (e) By, on behalf of, or pursuant to any benefit or other  
28 compensation plan or arrangement of an issuing public

1 corporation;

2 (f) Pursuant to the conversion of debt securities into  
3 shares of an issuing public corporation under the terms of such  
4 debt securities;

5 (g) Pursuant to a binding contract, other than any contract  
6 created by, pursuant to, or in connection with a tender offer,  
7 whereby the holders of shares representing at least two-thirds of  
8 the voting power of an issuing public corporation, such holders  
9 acting simultaneously, agreed to sell such shares to any person;

10 (h) Pursuant to the satisfaction of a pledge or other  
11 security interest created in good faith and not for the purpose  
12 of circumventing section 351.407;

13 (i) Pursuant to a merger or consolidation effected in  
14 compliance with sections 351.410 to 351.458 if the issuing public  
15 corporation is a party to the agreement of merger or  
16 consolidation;

17 (j) Pursuant to a binding contract or other arrangement  
18 with any individual, foreign or domestic corporation (whether or  
19 not for profit), partnership, limited liability company,  
20 unincorporated society or association, or other entity which, at  
21 any time within one year prior to the acquisition in question,  
22 owned shares representing more than fifty percent of the voting  
23 power of the issuing public corporation;

24 (k) By or from any person whose shares have been previously  
25 accorded voting rights pursuant to section 351.407; provided, the  
26 acquisition entitles the person making the acquisition, directly  
27 or indirectly, alone or as a part of a group, to exercise or  
28 direct the exercise of voting power of the corporation in the



1 election of directors within a range of the voting power not in  
2 excess of the range of voting power associated with the shares to  
3 which voting rights have been previously accorded;

4 (5) "Control shares" [means]    shares that, except for this  
5 chapter, would have voting power with respect to shares of an  
6 issuing public corporation that, when added to all other shares  
7 of the issuing public corporation owned by a person or in respect  
8 to which that person may exercise or direct the exercise of  
9 voting power, would entitle that person, immediately after  
10 acquisition of the shares, directly or indirectly, alone or as a  
11 part of a group, to exercise or direct the exercise of the voting  
12 power of the issuing public corporation in the election of  
13 directors within any of the following ranges of voting power:

14 (a) One-fifth or more but less than one-third of all voting  
15 power;

16 (b) One-third or more but less than a majority of all  
17 voting power;

18 (c) A majority or more of all voting power; provided,  
19 however, that shares which the person or the group have owned or  
20 of which the person or the group could have exercised or directed  
21 the voting for more than ten years shall not be deemed to be  
22 control shares and shall not be aggregated for the purpose of  
23 determining inclusion within the above-stated ranges;

24 (6) "Corporation" or "domestic corporation"    includes  
25 corporations organized under this chapter or subject to some or  
26 all of the provisions of this chapter except a foreign  
27 corporation;

28 (7) "Foreign corporation" [means]    a corporation for profit

1 organized under laws other than the laws of this state;

2 (8) "Incorporator" [means], a signer of the original  
3 articles of incorporation;

4 (9) "Interested shares" [means], the shares of an issuing  
5 public corporation in respect of which any of the following  
6 persons may exercise or direct the exercise of the voting power  
7 of the corporation in the election of directors:

8 (a) An acquiring person or member of a group with respect  
9 to a control share acquisition;

10 (b) Any officer of the issuing public corporation elected  
11 or appointed by the directors of the issuing public corporation;

12 (c) Any employee of the issuing public corporation who is  
13 also a director of such corporation;

14 (10) "Issuing public corporation", unless the articles of  
15 incorporation provide otherwise as to the applicability of this  
16 section, [means] a corporation that has a class of voting stock  
17 registered with the securities and exchange commission under  
18 Section 12 of the Exchange Act and is either (a) a corporation  
19 incorporated under the laws of the state of Missouri, or, (b)  
20 subdivision (2) of section 351.690 notwithstanding, any insurance  
21 company organized pursuant to the laws of Missouri and doing  
22 business under the provisions of chapter 376, provided that the  
23 bylaws of such insurance company expressly state that such  
24 insurance company shall, for the purposes of this chapter, be  
25 included within the definition of "issuing public corporation";

26 (11) "Military spouse", any person who is the spouse of a  
27 uniformed services member;

28 (12) "Net assets", for the purpose of determining the right

1 of a corporation to purchase its own shares and of determining  
2 the right of a corporation to declare and pay dividends and the  
3 liabilities of directors therefor, shall not include shares of  
4 its own stock belonging to a corporation;

5 [(12)] (13) "Paid-in surplus" [means], all that part of the  
6 consideration received by the corporation for, or on account of,  
7 all shares issued which does not constitute stated capital minus  
8 such formal reductions from said sum as may have been effected in  
9 a manner permitted by this chapter;

10 [(13)] (14) "Person", includes, without limitation, an  
11 individual, a foreign or domestic corporation whether not for  
12 profit or for profit, a partnership, a limited liability company,  
13 an unincorporated society or association, two or more persons  
14 having a joint or common interest, or any other entity;

15 [(14)] (15) "Registered office" [means], that office  
16 maintained by the corporation in this state, the address of which  
17 is on file in the office of the secretary of state;

18 [(15)] (16) "Shareholder" [means], one who is a holder of  
19 record of shares in a corporation;

20 [(16)] (17) "Shares", are the units into which the  
21 shareholders' rights to participate in the control of the  
22 corporation, in its surplus or profits, or in the distribution of  
23 its assets, are divided;

24 [(17)] (18) "Stated capital" [means], at any particular  
25 time the sum of:

26 (a) The par value of all shares then issued having a par  
27 value; and

28 (b) The consideration received by the corporation for all

1 shares then issued without par value except such part thereof as  
2 may have been allocated otherwise than to stated capital in a  
3 manner permitted by law; and

4 (c) Such amounts not included in paragraphs (a) and (b) of  
5 this subdivision as may have been transferred to the stated  
6 capital account of the corporation, whether upon the issue of  
7 shares as a share dividend or otherwise, minus such formal  
8 reductions from said sum as may have been effected in a manner  
9 permitted by this chapter;

10 [(18)] (19) "Subscriber" [means], one who subscribes for  
11 shares in a corporation, whether before or after incorporation;

12 (20) "Uniformed services member", a member of the active or  
13 reserve components of the Army, Navy, Air Force, Marine Corps, or  
14 Coast Guard of the United States who is on active duty, or a  
15 member on activated status of the National Guard;

16 (21) "Veteran", any individual defined as a veteran by the  
17 United States Department of Veterans' Affairs or its successor  
18 agency.

19 351.065. 1. No corporation shall be organized under the  
20 general and business corporation law of Missouri unless the  
21 persons named as incorporators shall at or before the filing of  
22 the articles of incorporation pay to the director of revenue  
23 three dollars for the issuance of the certificate and fifty  
24 dollars for the first thirty thousand dollars or less of the  
25 authorized shares of the corporation and a further sum of five  
26 dollars for each additional ten thousand dollars of its  
27 authorized shares, and no increase in the authorized shares of  
28 the corporation shall be valid or effectual unless the

1 corporation has paid the director of revenue five dollars for  
2 each ten thousand dollars or less of the increase in the  
3 authorized shares of the corporation, and the corporation shall  
4 file a duplicate receipt issued by the director of revenue for  
5 the payments required by this section to be made with the  
6 secretary of state as is provided by this chapter for the filing  
7 of articles of incorporation; except that the requirements of  
8 this section to pay incorporation taxes and fees shall not apply  
9 to foreign railroad corporations which built their lines of  
10 railway into or through this state prior to November 21, 1943.

11 2. For the purpose of this section, the dollar amount of  
12 authorized shares is the par value thereof in the case of shares  
13 with par value and is one dollar per share in the case of shares  
14 without par value.

15 3. Fees mandated in subsection 1 of this section shall be  
16 waived if a majority shareholder, officer, or director of the  
17 organizing corporation is:

18 (1) A military spouse, and provides a copy of a marriage  
19 certificate, and proof of his or her spouse's service to the  
20 secretary; or

21 (2) A veteran, a member of the Missouri National Guard or  
22 any other active duty military, who resides in the state of  
23 Missouri, and provides proof of such service to the secretary of  
24 state.

25 354.010. As used in sections 354.010 to 354.380, unless the  
26 context clearly indicates otherwise, the following terms mean:

27 (1) "Corporation", a domestic health services corporation  
28 subject to the provisions of sections 354.010 to 354.380;

1 (2) "Director", the director of the department of  
2 insurance, financial institutions and professional registration  
3 of the state of Missouri;

4 (3) "Health services", the health care and services  
5 provided by hospitals, or other health care institutions,  
6 organizations, associations or groups, and by doctors of  
7 medicine, osteopathy, dentistry, chiropractic, optometry and  
8 podiatry, nursing services, medical appliances, equipment and  
9 supplies, drugs, medicines, ambulance services, and other  
10 therapeutic services and supplies;

11 (4) "Health services corporation", any not-for-profit  
12 corporation heretofore or hereafter organized or operating for  
13 the purposes of establishing and operating a nonprofit plan or  
14 plans under which prepaid hospital care, medical-surgical care  
15 and other health care and services, or reimbursement therefor,  
16 may be furnished to a member or beneficiary;

17 (5) "Member" or "beneficiary", a natural person who is  
18 entitled to receive health services, or reimbursement therefor,  
19 pursuant to a contract made by a health services corporation with  
20 or for the benefit of such person;

21 (6) "Membership contract", any agreement, contract or  
22 certificate by which a health services corporation describes the  
23 health services or benefits to be provided thereunder to its  
24 members or beneficiaries;

25 (7) "Military spouse", any person who is the spouse of a  
26 uniformed services member;

27 (8) "Not-for-profit corporation", a nonprofit domestic  
28 corporation organized under or accepting the provisions of

1 chapter 355 or incorporated under chapter 352;

2 (9) "Uniformed services member", a member of the active or  
3 reserve components of the Army, Navy, Air Force, Marine Corps, or  
4 Coast Guard of the United States who is on active duty, or a  
5 member on activated status of the National Guard;

6 (10) "Veteran", any individual defined as a veteran by the  
7 United States Department of Veterans' Affairs or its successor  
8 agency.

9 354.150. 1. Every health services corporation subject to  
10 the provisions of sections 354.010 to 354.380 shall pay the  
11 following fees to the director for the administration and  
12 enforcement of the provisions of this chapter:

13 (1) For filing the declaration required on organization of  
14 each domestic company, two hundred fifty dollars;

15 (2) For filing statement and certified copy of charter  
16 required of foreign companies, two hundred fifty dollars;

17 (3) For filing application to renew certificate of  
18 authority, along with all required annual reports, including the  
19 annual statement, actuarial statement, risk-based capital report,  
20 report of valuation of policies or other obligations of  
21 assurance, and audited financial report of any company doing  
22 business in this state, one thousand five hundred dollars;

23 (4) For filing any paper, document, or report not filed  
24 under subdivision (1), (2), or (3) of this section but required  
25 to be filed in the office of the director, fifty dollars each;

26 (5) For affixing the seal of office of the director, ten  
27 dollars;

28 (6) For accepting each service of process upon the company,

1 ten dollars.

2 2. Fees mandated in subdivision (1) of subsection 1 of this  
3 section shall be waived if a majority shareholder, officer, or  
4 director of the organizing corporation is a veteran, a member of  
5 the Missouri National Guard or any other active duty military,  
6 resides in the state of Missouri, and provides proof of such  
7 service to the secretary of state.

8 3. Fees mandated in subdivisions (1) and (2) of subsection  
9 1 of this section shall be waived if a majority shareholder,  
10 officer, or director of the organizing corporation is a military  
11 spouse, and provides a copy of a marriage certificate, and proof  
12 of his or her spouse's service to the secretary.

13 355.021. 1. The secretary of state shall collect the  
14 following fees when the documents described in this subsection  
15 are delivered for filing:

- 16 (1) Articles of incorporation, twenty dollars;
- 17 (2) Application for reserved name, twenty dollars;
- 18 (3) Notice of transfer of reserved name, two dollars;
- 19 (4) Application for renewal of reserved name, twenty  
20 dollars;
- 21 (5) Corporation's statement of change of registered agent  
22 or registered office or both, five dollars;
- 23 (6) Agent's statement of change of registered office for  
24 each affected corporation, five dollars;
- 25 (7) Agent's statement of resignation, five dollars;
- 26 (8) Amendment of articles of incorporation, five dollars;
- 27 (9) Restatement of articles of incorporation with  
28 amendments, five dollars;



- 1           (10) Articles of merger, five dollars;
- 2           (11) Articles of dissolution, five dollars;
- 3           (12) Articles of revocation of dissolution, five dollars;
- 4           (13) Application for reinstatement following administrative  
5 dissolution, twenty dollars;
- 6           (14) Application for certificate of authority, twenty  
7 dollars;
- 8           (15) Application for amended certificate of authority, five  
9 dollars;
- 10          (16) Application for certificate of withdrawal, five  
11 dollars;
- 12          (17) Corporate registration report filed annually, ten  
13 dollars if filed in a written format or five dollars if filed  
14 electronically in a format prescribed by the secretary of state;
- 15          (18) Corporate registration report filed biennially, twenty  
16 dollars if filed in a written format or ten dollars if filed  
17 electronically in a format prescribed by the secretary of state;
- 18          (19) Articles of correction, five dollars;
- 19          (20) Certificate of existence or authorization, five  
20 dollars;
- 21          (21) Any other document required or permitted to be filed  
22 by this chapter, five dollars.

23           2. The secretary of state shall collect a fee of ten  
24 dollars upon being served with process under this chapter. The  
25 party to a proceeding causing service of process is entitled to  
26 recover the fee paid the secretary of state as costs if the party  
27 prevails in the proceeding.

28           3. The secretary of state shall collect the following fees

1 for copying and certifying the copy of any filed document  
2 relating to a domestic or foreign corporation: in a written  
3 format fifty cents per page plus five dollars for certification,  
4 or in an electronic format five dollars for certification and  
5 copies.

6 4. Fees mandated in subdivisions (1) and (2) of subsection  
7 1 of this section shall be waived if an initial officer or  
8 director of the nonprofit corporation is a veteran, a member of  
9 the Missouri National Guard or any other active duty military,  
10 resides in the state of Missouri, and provides proof of such  
11 service to the secretary of state.

12 5. Fees mandated in subdivisions (1) and (2) of subsection  
13 1 of this section and subsection 3 of this section shall be  
14 waived if an initial officer or director of the nonprofit  
15 corporation is a military spouse, and provides a copy of a  
16 marriage certificate, and proof of his or her spouse's service to  
17 the secretary.

18 355.066. Unless the context otherwise requires or unless  
19 otherwise indicated, as used in this chapter the following terms  
20 mean:

21 (1) "Approved by or approval by the members", approved or  
22 ratified by the affirmative vote of a majority of the voters  
23 represented and voting at a duly held meeting at which a quorum  
24 is present, which affirmative votes also constitute a majority of  
25 the required quorum, or by a written ballot or written consent in  
26 conformity with this chapter, or by the affirmative vote, written  
27 ballot or written consent of such greater proportion, including  
28 the votes of all the members of any class, unit or grouping as

1 may be provided in the articles, bylaws or this chapter for any  
2 specified member action;

3 (2) "Articles of incorporation" or "articles", amended and  
4 restated articles of incorporation and articles of merger;

5 (3) "Board" or "board of directors", the board of directors  
6 except that no person or group of persons is the board of  
7 directors because of powers delegated to that person or group  
8 pursuant to section 355.316;

9 (4) "Bylaws", the code or codes of rules, other than the  
10 articles, adopted pursuant to this chapter for the regulation or  
11 management of the affairs of the corporation, irrespective of the  
12 name or names by which such rules are designated. Bylaws shall  
13 not include legally enforceable covenants, declarations,  
14 indentures or restrictions imposed upon members by validly  
15 recorded indentures, declarations, covenants, restrictions or  
16 other recorded instruments, as they apply to real property;

17 (5) "Class", a group of memberships which have the same  
18 rights with respect to voting, dissolution, redemption and  
19 transfer. For the purpose of this section, "rights" shall be  
20 considered the same if they are determined by a formula applied  
21 uniformly;

22 (6) "Corporation", public benefit and mutual benefit  
23 corporations;

24 (7) "Delegates", those persons elected or appointed to vote  
25 in a representative assembly for the election of a director or  
26 directors or on other matters;

27 (8) "Deliver", includes mail;

28 (9) "Directors", individuals, designated in the articles or

1 bylaws or elected by the incorporator or incorporators, and their  
2 successors and individuals elected or appointed by any other name  
3 or title to act as members of the board;

4 (10) "Distribution", the payment of a dividend or any part  
5 of the income or profit of a corporation to its members,  
6 directors or officers;

7 (11) "Domestic corporation", a Missouri corporation;

8 (12) "Effective date of notice"    is defined in section  
9 355.071;

10 (13) "Employee"    does not include an officer or director  
11 who is not otherwise employed by the corporation;

12 (14) "Entity", domestic corporations and foreign  
13 corporations, business corporations and foreign business  
14 corporations, for-profit and nonprofit unincorporated  
15 associations, business trusts, estates, partnerships, trusts, and  
16 two or more persons having a joint or common economic interest,  
17 and a state, the United States, and foreign governments;

18 (15) "File", "filed" or "filing", filed in the office of  
19 the secretary of state;

20 (16) "Foreign corporation", a corporation organized under a  
21 law other than the laws of this state which would be a nonprofit  
22 corporation if formed under the laws of this state;

23 (17) "Governmental subdivision"    includes authority,  
24 county, district, and municipality;

25 (18) "Includes"    denotes a partial definition;

26 (19) "Individual", a natural person;

27 (20) "Means"    denotes a complete definition;

28 (21) "Member", without regard to what a person is called in

1 the articles or bylaws, any person or persons who on more than  
2 one occasion, pursuant to a provision of a corporation's articles  
3 or bylaws, have the right to vote for the election of a director  
4 or directors; but a person is not a member by virtue of any of  
5 the following:

6 (a) Any rights such person has as a delegate;

7 (b) Any rights such person has to designate a director or  
8 directors; or

9 (c) Any rights such person has as a director;

10 (22) "Membership", the rights and obligations a member or  
11 members have pursuant to a corporation's articles, bylaws and  
12 this chapter;

13 (23) "Military spouse", any person who is the spouse of a  
14 uniformed services member;

15 (24) "Mutual benefit corporation", a domestic corporation  
16 which is formed as a mutual benefit corporation pursuant to  
17 sections 355.096 to 355.121 or is required to be a mutual benefit  
18 corporation pursuant to section 355.881;

19 [(24)] (25) "Notice" [is defined], as described in section  
20 355.071;

21 [(25)] (26) "Person", includes any individual or entity;

22 [(26)] (27) "Principal office", the office, in or out of  
23 this state, so designated in the corporate registration report  
24 filed pursuant to section 355.856 where the principal offices of  
25 a domestic or foreign corporation are located;

26 [(27)] (28) "Proceeding", includes civil suits and  
27 criminal, administrative, and investigatory actions;

28 [(28)] (29) "Public benefit corporation", a domestic

1 corporation which is formed as a public benefit corporation  
2 pursuant to sections 355.096 to 355.121, or is required to be a  
3 public benefit corporation pursuant to section 355.881;

4 [(29)] (30) "Record date", the date established pursuant to  
5 sections 355.181 to 355.311 on which a corporation determines the  
6 identity of its members for the purposes of this chapter;

7 [(30)] (31) "Resident", a full-time resident of a long-term  
8 care facility or residential care facility;

9 [(31)] (32) "Secretary", the corporate officer to whom the  
10 board of directors has delegated responsibility pursuant to  
11 subsection 2 of section 355.431 for custody of the minutes of the  
12 directors' and members' meetings and for authenticating the  
13 records of the corporation;

14 [(32)] (33) "State", when referring to a part of the United  
15 States, includes a state or commonwealth, and its agencies and  
16 governmental subdivisions, and any territory or insular  
17 possession, and its agencies and governmental subdivisions, of  
18 the United States;

19 (34) "Uniformed services member", a member of the active or  
20 reserve components of the Army, Navy, Air Force, Marine Corps, or  
21 Coast Guard of the United States who is on active duty, or a  
22 member on activated status of the National Guard;

23 [(33)] (35) "United States", includes any agency of the  
24 United States;

25 (36) "Veteran", any individual defined as a veteran by the  
26 United States Department of Veterans' Affairs or its successor  
27 agency;

28 [(34)] (37) "Vote", includes authorization by written

1 ballot and written consent; and

2 [(35)] (38) "Voting power", the total number of votes  
3 entitled to be cast for the election of directors at the time the  
4 determination of voting power is made, excluding a vote which is  
5 contingent upon the happening of a condition or event that has  
6 not occurred at the time. Where a class is entitled to vote as a  
7 class for directors, the determination of voting power of the  
8 class shall be based on the percentage of the number of directors  
9 the class is entitled to elect out of the total number of  
10 authorized directors.

11 357.060. 1. For incorporation under this chapter as herein  
12 provided, there shall be paid to and collected by the state  
13 director of revenue a fee of fifty dollars for the first fifty  
14 thousand dollars or less of capital stock, and the further sum of  
15 five dollars for each additional ten thousand dollars of its  
16 capital stock. The limitation upon the aggregate amount of  
17 capital stock shall be the same as in respect to other  
18 corporations.

19 2. Fees mandated in subsection 1 of this section shall be  
20 waived if the association of persons signing the written articles  
21 of association and agreement includes:

22 (1) A military spouse, and provides a copy of a marriage  
23 certificate, and proof of his or her spouse's service to the  
24 secretary; or

25 (2) A veteran, a member of the Missouri National Guard or  
26 any other active duty military, who resides in the state of  
27 Missouri, and provides proof of such service to the secretary of  
28 state.

1           3. For purposes of this section, the following terms shall  
2 mean:

3           (1) "Military spouse", any person who is the spouse of a  
4 uniformed services member;

5           (2) "Uniformed services member", a member of the active or  
6 reserve components of the Army, Navy, Air Force, Marine Corps, or  
7 Coast Guard of the United States who is on active duty, or a  
8 member on activated status of the National Guard;

9           (3) "Veteran", any individual defined as a veteran by the  
10 United States Department of Veterans' Affairs or its successor  
11 agency.

12           358.020. In this chapter:

13           (1) "Bankrupt", l includes a debtor pursuant to a voluntary  
14 or involuntary petition filed under the Federal Bankruptcy Code  
15 or a person or entity subject to an insolvency or similar  
16 proceeding under state law;

17           (2) "Business", l includes every trade, occupation, or  
18 profession;

19           (3) "Conveyance", l includes every assignment, lease,  
20 mortgage, or encumbrance;

21           (4) "Court", l includes every court and judge having  
22 jurisdiction in the case;

23           (5) "Foreign registered limited liability partnership"  
24 [means], l a limited liability partnership formed pursuant to an  
25 agreement governed by the laws of another jurisdiction and  
26 registered as a limited liability partnership under the laws of  
27 such jurisdiction;

28           (6) "Military spouse", any person who is the spouse of a



1 uniformed services member;

2 (7) "Person", includes individuals, partnerships, domestic  
3 or foreign limited partnerships, domestic or foreign limited  
4 liability companies, domestic or foreign corporations, trusts,  
5 business trusts, real estate investment trusts, estates and other  
6 associations or business entities;

7 ~~[(7)]~~ (8) "Real property", includes land and any interest  
8 or estate in land; ~~[and]~~

9 ~~[(8)]~~ (9) "Registered limited liability partnership"  
10 [means], a partnership formed pursuant to an agreement governed  
11 by the laws of this state, registered pursuant to section 358.440  
12 and complying with sections 358.450 and 358.460;

13 (10) "Uniformed services member", a member of the active or  
14 reserve components of the Army, Navy, Air Force, Marine Corps, or  
15 Coast Guard of the United States who is on active duty, or a  
16 member on activated status of the National Guard;

17 (11) "Veteran", any individual defined as a veteran by the  
18 United States Department of Veterans' Affairs or its successor  
19 agency.

20 358.440. 1. To register as a limited liability partnership  
21 pursuant to this section, a written application shall be filed  
22 with the office of the secretary of state. The application shall  
23 set forth:

24 (1) The name of the partnership;

25 (2) The address of a registered office and the name and  
26 address of a registered agent for service of process required to  
27 be maintained by section 358.470;

28 (3) The number of partners in the partnership at the date

1 of application;

2 (4) A brief statement of the principal business in which  
3 the partnership engages;

4 (5) That the partnership thereby applies for registration  
5 as a registered limited liability partnership; and

6 (6) Any other information the partnership determines to  
7 include in the application.

8 2. The application shall be signed on behalf of the  
9 partnership by a majority of the partners or by one or more  
10 partners authorized by a majority in interest of the partners to  
11 sign the application on behalf of the partnership.

12 3. The application shall be accompanied by a fee payable to  
13 the secretary of state of twenty-five dollars for each partner of  
14 the partnership, but the fee shall not exceed one hundred  
15 dollars. All moneys from the payment of this fee shall be  
16 deposited into the general revenue fund.

17 4. A person who files a document according to this section  
18 as an agent or fiduciary need not exhibit evidence of the  
19 partner's authority as a prerequisite to filing. Any signature  
20 on such document may be a facsimile. If the secretary of state  
21 finds that the filing conforms to law, the secretary of state  
22 shall:

23 (1) Endorse on the copy the word "Filed" and the month, day  
24 and year of the filing;

25 (2) File the original in the secretary of state's office;  
26 and

27 (3) Return the copy to the person who filed it or to the  
28 person's representative.

1           5. A partnership becomes a registered limited liability  
2 partnership on the date of the filing in the office of the  
3 secretary of state of an application that, as to form, meets the  
4 requirements of subsections 1 and 2 of this section and that is  
5 accompanied by the fee specified in subsection 3 of this section,  
6 or at any later time specified in the application.

7           6. An initial application filed under subsection 1 of this  
8 section by a partnership registered by the secretary of state as  
9 a limited liability partnership expires one year after the date  
10 of registration unless earlier withdrawn or revoked or unless  
11 renewed in accordance with subsection 9 of this section.

12           7. If a person is included in the number of partners of a  
13 registered limited liability partnership set forth in an  
14 application, a renewal application or a certificate of amendment  
15 of an application or a renewal application, the inclusion of such  
16 person shall not be admissible as evidence in any action, suit or  
17 proceeding, whether civil, criminal, administrative or  
18 investigative, for the purpose of determining whether such person  
19 is liable as a partner of such registered limited liability  
20 partnership. The status of a partnership as a registered limited  
21 liability partnership and the liability of a partner of such  
22 registered limited liability partnership shall not be adversely  
23 affected if the number of partners stated in an application, a  
24 renewal application or a certificate of amendment of an  
25 application or a renewal application is erroneously stated  
26 provided that the application, renewal application or certificate  
27 of amendment of an application or a renewal application was filed  
28 in good faith.

1           8. Any person who files an application or a renewal  
2 application in the office of the secretary of state pursuant to  
3 this section shall not be required to file any other documents  
4 pursuant to chapter 417 which requires filing for fictitious  
5 names.

6           9. An effective registration may be renewed before its  
7 expiration by filing in duplicate with the secretary of state an  
8 application containing current information of the kind required  
9 in an initial application, including the registration number as  
10 assigned by the secretary of state. The renewal application  
11 shall be accompanied by a fee of one hundred dollars on the date  
12 of renewal plus, if the renewal increases the number of partners,  
13 fifty dollars for each partner added, but the fee shall not  
14 exceed two hundred dollars. All moneys from such fees shall be  
15 deposited into the general revenue fund. A renewal application  
16 filed under this section continues an effective registration for  
17 one year after the date the effective registration would  
18 otherwise expire.

19          10. A registration may be withdrawn by filing with the  
20 secretary of state a written withdrawal notice signed on behalf  
21 of the partnership by a majority of the partners or by one or  
22 more partners authorized by a majority of the partners to sign  
23 the notice on behalf of the partnership. A withdrawal notice  
24 shall include the name of the partnership, the date of  
25 registration of the partnership's last application under this  
26 section, and a current street address of the partnership's  
27 principal office in this state or outside the state, as  
28 applicable. A withdrawal notice terminates the registration of

1 the partnership as a limited liability partnership as of the date  
2 of filing the notice in the office of the secretary of state.  
3 The withdrawal notice shall be accompanied by a filing fee of  
4 twenty dollars.

5 11. If a partnership that has registered pursuant to this  
6 section ceases to be registered as provided in subsection 6 or 10  
7 of this section, that fact shall not affect the status of the  
8 partnership as a registered limited liability partnership prior  
9 to the date the partnership ceased to be registered pursuant to  
10 this section.

11 12. A document filed under this section may be amended or  
12 corrected by filing with the secretary of state articles of  
13 amendment, signed by a majority of the partners or by one or more  
14 partners authorized by a majority of the partners. The articles  
15 of amendment shall contain:

- 16 (1) The name of the partnership;
- 17 (2) The identity of the document being amended;
- 18 (3) The part of the document being amended; and
- 19 (4) The amendment or correction.

20  
21 The articles of amendment shall be accompanied by a filing fee of  
22 twenty dollars plus, if the amendment increases the number of  
23 partners, fifty dollars for each partner added, but the fee shall  
24 not exceed two hundred dollars; provided that no amendment of an  
25 application or a renewal application is required as a result of a  
26 change after the application or renewal application is filed in  
27 the number of partners of the registered limited liability  
28 partnership or in the business in which the registered limited

1 liability partnership engages. All moneys from such fees shall  
2 be deposited into the general revenue fund. The status of a  
3 partnership as a registered limited liability partnership shall  
4 not be affected by changes after the filing of an application or  
5 a renewal application in the information stated in the  
6 application or renewal application.

7 13. No later than ninety days after the happening of any of  
8 the following events, an amendment to an application or a renewal  
9 application reflecting the occurrence of the event or events  
10 shall be executed and filed by a majority in interest of the  
11 partners or by one or more partners authorized by a majority of  
12 the partners to execute an amendment to the application or  
13 renewal application:

14 (1) A change in the name of the registered limited  
15 liability partnership;

16 (2) Except as provided in subsections 2 and 3 of section  
17 358.470, a change in the address of the registered office or a  
18 change in the name or address of the registered agent of the  
19 registered limited liability partnership.

20 14. Unless otherwise provided in this chapter or in the  
21 certificate of amendment of an application or a renewal  
22 application, a certificate of amendment of an application or a  
23 renewal application or a withdrawal notice of an application or a  
24 renewal application shall be effective at the time of its filing  
25 with the secretary of state.

26 15. The secretary of state may provide forms for the  
27 application specified in subsection 1 of this section, the  
28 renewal application specified in subsection 9 of this section,

1 the withdrawal notice specified in subsection 10 of this section,  
2 and the amendment or correction specified in subsection 12 of  
3 this section.

4 16. The secretary of state may remove from its active  
5 records the registration of a partnership whose registration has  
6 been withdrawn, revoked or has expired.

7 17. The secretary of state may revoke the filing of a  
8 document filed under this section if the secretary of state  
9 determines that the filing fee for the document was paid by an  
10 instrument that was dishonored when presented by the state for  
11 payment. The secretary of state shall return the document and  
12 give notice of revocation to the filing party by regular mail.  
13 Failure to give or receive notice does not invalidate the  
14 revocation. A revocation of a filing does not affect an earlier  
15 filing.

16 18. If any person signs a document required or permitted to  
17 be filed pursuant to sections 358.440 to 358.500 which the person  
18 knows is false in any material respect with the intent that the  
19 document be delivered on behalf of a partnership to the secretary  
20 of state for filing, such person shall be guilty of a class A  
21 misdemeanor. Unintentional errors in the information set forth  
22 in an application filed pursuant to subsection 1 of this section,  
23 or changes in the information after the filing of the  
24 application, shall not affect the status of a partnership as a  
25 registered limited liability partnership.

26 19. Before transacting business in this state, a foreign  
27 registered limited liability partnership shall:

- 28 (1) Comply with any statutory or administrative

1 registration or filing requirements governing the specific type  
2 of business in which the partnership is engaged; and

3 (2) Register as a limited liability partnership as provided  
4 in this section by filing an application which shall, in addition  
5 to the other matters required to be set forth in such  
6 application, include a statement:

7 (a) That the secretary is irrevocably appointed the agent  
8 of the foreign limited liability partnership for service of  
9 process if the limited liability partnership fails to maintain a  
10 registered agent in this state or if the agent cannot be found or  
11 served with the exercise of reasonable diligence; and

12 (b) Of the address of the office required to be maintained  
13 in the jurisdiction of its organization by the laws of that  
14 jurisdiction or, if not so required, of the principal office of  
15 the foreign limited liability partnership.

16 20. A partnership that registers as a limited liability  
17 partnership shall not be deemed to have dissolved as a result  
18 thereof and is for all purposes the same partnership that existed  
19 before the registration and continues to be a partnership under  
20 the laws of this state. If a registered limited liability  
21 partnership dissolves, a partnership which is a successor to such  
22 registered limited liability partnership and which intends to be  
23 a registered limited liability partnership shall not be required  
24 to file a new registration and shall be deemed to have filed any  
25 documents required or permitted under this chapter which were  
26 filed by the predecessor partnership.

27 21. Fees mandated in subsection 3 of this section shall be  
28 waived if a general partner of the partnership is:



1           (1) A military spouse, and provides a copy of a marriage  
2 certificate, and proof of his or her spouse's service to the  
3 secretary; or

4           (2) A veteran, a member of the Missouri National Guard or  
5 any other active duty military, resides in the state of Missouri,  
6 and provides proof of such service to the secretary of state.

7           359.011. As used in this chapter, the following terms mean:

8           (1) "Certificate of limited partnership", the certificate  
9 referred to in section 359.091, and the certificate as amended or  
10 restated;

11           (2) "Contribution", any cash, property, services rendered,  
12 or a promissory note or other binding obligation to contribute  
13 cash or property or to perform services, which a partner  
14 contributes to a limited partnership in his capacity as a  
15 partner;

16           (3) "Event of withdrawal of a general partner", an event  
17 that causes a person to cease to be a general partner as provided  
18 in section 359.241;

19           (4) "Foreign limited partnership", a partnership formed  
20 under the laws of any country or of any state other than this  
21 state and having as partners one or more general partners and one  
22 or more limited partners;

23           (5) "General partner", a person who has been admitted to a  
24 limited partnership as a general partner in accordance with the  
25 partnership agreement and named in the certificate of limited  
26 partnership as a general partner;

27           (6) "Limited partner", a person who has been admitted to a  
28 limited partnership as a limited partner in accordance with the

1 partnership agreement;

2 (7) "Limited partnership" and "domestic limited  
3 partnership", a partnership formed by two or more persons under  
4 the laws of this state and having one or more general partners  
5 and one or more limited partners;

6 (8) "Military spouse", any person who is the spouse of a  
7 uniformed services member;

8 (9) "Partner", a limited or general partner;

9 [(9)] (10) "Partnership agreement", any valid agreement,  
10 written or oral, of the partners as to the affairs of a limited  
11 partnership and the conduct of its business;

12 [(10)] (11) "Partnership interest", a partner's share of  
13 the profits and losses of a limited partnership and the right to  
14 receive distributions of partnership assets;

15 [(11)] (12) "Person", a natural person, partnership,  
16 limited partnership (domestic or foreign), domestic or foreign  
17 limited liability company, trust, estate, association, or  
18 corporation;

19 [(12)] (13) "Registered limited liability limited  
20 partnership", a limited partnership complying with section  
21 359.172;

22 [(13)] (14) "State", a state, territory, or possession of  
23 the United States, the District of Columbia, or the Commonwealth  
24 of Puerto Rico;

25 (15) "Uniformed services member", a member of the active or  
26 reserve components of the Army, Navy, Air Force, Marine Corps, or  
27 Coast Guard of the United States who is on active duty, or a  
28 member on activated status of the National Guard;

1           (16) "Veteran", any individual defined as a veteran by the  
2 United States Department of Veterans' Affairs or its successor  
3 agency.

4           359.651. 1. The secretary of state shall charge the fee  
5 specified for filing the following:

6           (1) Certificates of limited partnership: one hundred  
7 dollars;

8           (2) Applications for registration of foreign limited  
9 partnerships and issuance of a certificate of registration to  
10 transact business in this state: one hundred dollars;

11           (3) Amendments to and restatements of certificates of  
12 limited partnerships or to applications for registration of  
13 foreign limited partnerships or any other filing not otherwise  
14 provided for: twenty dollars;

15           (4) Cancellations of certificates of limited partnerships  
16 or of registration of foreign limited partnerships: twenty  
17 dollars;

18           (5) A consent required to be filed under this chapter:  
19 twenty dollars;

20           (6) A change of address of registered agent, or change of  
21 registered agent, or both: five dollars;

22           (7) A partner list: one dollar each page;

23           (8) Reservation of name: twenty dollars;

24           (9) Rescission fee: one hundred dollars.

25           2. Fees mandated in subdivision (1) of subsection 1 of this  
26 section shall be waived if a general partner of the partnership  
27 is a veteran, a member of the Missouri National Guard or any  
28 other active duty military, resides in the state of Missouri, and

1 provides proof of such service to the secretary of state.

2 3. Fees mandated in subdivisions (1) and (2) of subsection  
3 1 of this section shall be waived if a general partner of the  
4 partnership is a military spouse, and provides a copy of a  
5 marriage certificate, and proof of his or her spouse's service to  
6 the secretary.

7 394.020. In this chapter, unless the context otherwise  
8 requires, the following terms mean:

9 (1) "Member" [means], each incorporator of a cooperative  
10 and each person admitted to and retaining membership therein, and  
11 shall include a husband and wife admitted to joint membership;

12 (2) "Military spouse", any person who is the spouse of a  
13 uniformed services member;

14 (3) "Person", includes any natural person, firm,  
15 association, corporation, business trust, partnership, federal  
16 agency, state or political subdivision or agency thereof, or any  
17 body politic; [and]

18 [(3)] (4) "Rural area", shall be deemed to mean any area of  
19 the United States not included within the boundaries of any city,  
20 town or village having a population in excess of fifteen hundred  
21 inhabitants, and such term shall be deemed to include both the  
22 farm and nonfarm population thereof;

23 (5) "Uniformed services member", a member of the active or  
24 reserve components of the Army, Navy, Air Force, Marine Corps, or  
25 Coast Guard of the United States who is on active duty, or a  
26 member on activated status of the National Guard;

27 (6) "Veteran", any individual defined as a veteran by the  
28 United States Department of Veterans' Affairs or its successor

1 agency.

2 394.250. 1. There shall be charged and collected for:

3 (1) Filing articles of incorporation, ten dollars;

4 (2) Filing articles of amendment, one dollar;

5 (3) Filing articles of consolidation or merger, ten  
6 dollars;

7 (4) Filing articles of conversion, ten dollars;

8 (5) Filing certificate of election to dissolve, one dollar;

9 (6) Filing articles of dissolution, two dollars; and

10 (7) Filing certificate of change of principal office, two  
11 dollars.

12 2. All fees shall be made payable to and collected by the  
13 state director of revenue.

14 3. Fees mandated in subdivision (1) of subsection 1 of this  
15 section shall be waived if an initial member of the cooperative  
16 is:

17 (1) A military spouse, and provides a copy of a marriage  
18 certificate, and proof of his or her spouse's service to the  
19 secretary; or

20 (2) A veteran, a member of the Missouri National Guard or  
21 any other active duty military, resides in the state of Missouri,  
22 and provides proof of such service to the secretary of state.

23 417.220. 1. For the registration or renewal of each  
24 fictitious name under sections 417.200 to 417.230 there shall be  
25 paid to the state director of revenue a fee of two dollars if  
26 filed electronically in a format prescribed by the secretary of  
27 state or if filed in a written format prescribed by the secretary  
28 of state.

1           2. Fees mandated in subsection 1 of this section shall be  
2 waived if a party owning any interest or part in the business is:

3           (1) A military spouse, and provides a copy of a marriage  
4 certificate, and proof of his or her spouse's service to the  
5 secretary; or

6           (2) A veteran, a member of the Missouri National Guard or  
7 any other active duty military, resides in the state of Missouri,  
8 and provides proof of such service to the secretary of state.

9           3. For purposes of this section, the following terms shall  
10 mean:

11           (1) "Military spouse", any person who is the spouse of a  
12 uniformed services member;

13           (2) "Uniformed services member", a member of the active or  
14 reserve components of the Army, Navy, Air Force, Marine Corps, or  
15 Coast Guard of the United States who is on active duty, or a  
16 member on activated status of the National Guard;

17           (3) "Veteran", any individual defined as a veteran by the  
18 United States Department of Veterans' Affairs or its successor  
19 agency.