

**As Reported by the Senate Small Business and Economic Opportunity
Committee**

135th General Assembly

**Regular Session
2023-2024**

Sub. S. B. No. 130

Senator Wilson

A BILL

To amend sections 111.16, 147.01, 147.011, 147.03, 1
147.032, 147.051, 147.07, 147.08, 147.141, 2
147.371, 147.51, 147.52, 147.53, 147.542, 3
147.591, 147.60, 147.99, and 1706.712; to enact 4
new section 147.54 and sections 147.49 and 5
147.50; and to repeal sections 147.13, 147.14, 6
147.54, and 147.541 of the Revised Code to amend 7
the law regarding notaries public, to make 8
changes to the Ohio Revised Limited Liability 9
Company Act, and to make changes to fees charged 10
by the Ohio Secretary of State. 11

BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF OHIO:

Section 1. That sections 111.16, 147.01, 147.011, 147.03, 12
147.032, 147.051, 147.07, 147.08, 147.141, 147.371, 147.51, 13
147.52, 147.53, 147.542, 147.591, 147.60, 147.99, and 1706.712 14
be amended and new section 147.54 and sections 147.49 and 147.50 15
of the Revised Code be enacted to read as follows: 16

Sec. 111.16. Except as provided in section 1701.041 of the 17
Revised Code, the secretary of state shall charge and collect, 18
for the benefit of the state, the following fees: 19

(A) For filing and recording articles of incorporation of a domestic corporation, including designation of agent:	20
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(1) Wherein the corporation shall not be authorized to issue any shares of capital stock, ninety-nine dollars;	22
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(2) Wherein the corporation shall be authorized to issue shares of capital stock, with or without par value:	24
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(a) Ten cents for each share authorized up to and including one thousand shares;	26
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(b) Five cents for each share authorized in excess of one thousand shares up to and including ten thousand shares;	28
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(c) Two cents for each share authorized in excess of ten thousand shares up to and including fifty thousand shares;	30
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(d) One cent for each share authorized in excess of fifty thousand shares up to and including one hundred thousand shares;	32
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(e) One-half cent for each share authorized in excess of one hundred thousand shares up to and including five hundred thousand shares;	34
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(f) One-quarter cent for each share authorized in excess of five hundred thousand shares; provided no fee shall be less than ninety-nine dollars or greater than one hundred thousand dollars.	37
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(B) For filing and recording a certificate of amendment to or amended articles of incorporation of a domestic corporation, or for filing and recording a certificate of reorganization, a certificate of dissolution, or an amendment to a foreign license application:	41
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(1) If the domestic corporation is not authorized to issue	46

any shares of capital stock, fifty dollars;	47
(2) If the domestic corporation is authorized to issue	48
shares of capital stock, fifty dollars, and in case of any	49
increase in the number of shares authorized to be issued, a	50
further sum computed in accordance with the schedule set forth	51
in division (A) (2) of this section less a credit computed in the	52
same manner for the number of shares previously authorized to be	53
issued by the corporation; provided no fee under division (B) (2)	54
of this section shall be greater than one hundred thousand	55
dollars;	56
(3) If the foreign corporation is not authorized to issue	57
any shares of capital stock, fifty dollars;	58
(4) If the foreign corporation is authorized to issue	59
shares of capital stock, fifty dollars.	60
(C) For filing and recording articles of incorporation of	61
a savings and loan association, ninety-nine dollars; and for	62
filing and recording a certificate of amendment to or amended	63
articles of incorporation of a savings and loan association,	64
fifty dollars;	65
(D) For filing and recording a certificate of conversion,	66
including a designation of agent, a certificate of merger, or a	67
certificate of consolidation, ninety-nine dollars and, in the	68
case of any new corporation resulting from a consolidation or	69
any surviving corporation that has an increased number of shares	70
authorized to be issued resulting from a merger, an additional	71
sum computed in accordance with the schedule set forth in	72
division (A) (2) of this section less a credit computed in the	73
same manner for the number of shares previously authorized to be	74
issued or represented in this state by each of the corporations	75

for which a consolidation or merger is effected by the	76
certificate;	77
(E) For filing and recording articles of incorporation of	78
a credit union or the American credit union guaranty	79
association, ninety-nine dollars, and for filing and recording a	80
certificate of increase in capital stock or any other amendment	81
of the articles of incorporation of a credit union or the	82
association, fifty dollars;	83
(F) For filing and recording articles of organization of a	84
limited liability company, for filing and recording an	85
application to become a registered foreign limited liability	86
company, for filing and recording a registration application to	87
become a domestic limited liability partnership, or for filing	88
and recording an application to become a registered foreign	89
limited liability partnership, ninety-nine dollars;	90
(G) For filing and recording a certificate of limited	91
partnership or an application for registration as a foreign	92
limited partnership, or for filing an initial statement of	93
partnership authority pursuant to section 1776.33 of the Revised	94
Code, ninety-nine dollars;	95
(H) For filing a copy of papers evidencing the	96
incorporation of a municipal corporation or of annexation of	97
territory by a municipal corporation, five dollars, to be paid	98
by the municipal corporation, the petitioners therefor, or their	99
agent;	100
(I) For filing and recording any of the following:	101
(1) A license to transact business in this state by a	102
foreign corporation for profit pursuant to section 1703.04 of	103
the Revised Code or a foreign nonprofit corporation pursuant to	104

section 1703.27 of the Revised Code, ninety-nine dollars;	105
(2) A biennial report or biennial statement pursuant to	106
section 1775.63, 1776.83, or 1785.06 of the Revised Code,	107
twenty-five dollars;	108
(3) Except as otherwise provided in this section or any	109
other section of the Revised Code, any other certificate or	110
paper that is required to be filed and recorded or is permitted	111
to be filed and recorded by any provision of the Revised Code	112
with the secretary of state, twenty-five dollars.	113
(J) For filing any certificate or paper not required to be	114
recorded, five dollars;	115
(K) (1) For making copies of any certificate or other paper	116
filed in the office of the secretary of state, a fee not to	117
exceed one dollar per page, except as otherwise provided in the	118
Revised Code, and for creating and affixing the seal of the	119
office of the secretary of state to any good standing or other	120
certificate, five dollars. For copies of certificates or papers	121
required by state officers for official purpose, no charge shall	122
be made.	123
(2) For creating and affixing the seal of the office of	124
the secretary of state to the certificates described in division	125
(E) of section 1701.81, division (E) of section 1701.811,	126
division (E) of section 1705.38, division (E) of section	127
1705.381, division (D) of section 1702.43, division (E) of	128
section 1775.47, division (E) of section 1775.55, division (E)	129
of section 1776.70, division (E) of section 1776.74, division	130
(E) of section 1782.433, or division (E) of section 1782.4310 of	131
the Revised Code, twenty-five dollars.	132
(L) For a minister's license to solemnize marriages, ten	133

dollars;	134
(M) For examining documents to be filed at a later date	135
for the purpose of advising as to the acceptability of the	136
proposed filing, fifty dollars;	137
(N) Fifty dollars for filing and recording any of the	138
following:	139
(1) A certificate of dissolution and accompanying	140
documents, or a certificate of cancellation, under section	141
1701.86, 1702.47, 1705.43, 1706.471, 1776.65, or 1782.10 of the	142
Revised Code;	143
(2) A notice of dissolution of a foreign licensed	144
corporation or a certificate of surrender of license by a	145
foreign licensed corporation under section 1703.17 of the	146
Revised Code;	147
(3) The withdrawal of registration of a foreign or	148
domestic limited liability partnership under section 1775.61,	149
1775.64, 1776.81, or 1776.86 of the Revised Code, or the	150
certificate of cancellation of registration of a foreign limited	151
liability company under section 1705.57 or 1706.514 of the	152
Revised Code;	153
(4) The filing of a statement of denial under section	154
<u>1706.20 or 1776.34</u> of the Revised Code, a statement of	155
dissociation under section 1776.57 of the Revised Code, a	156
statement of disclaimer of general partner status under Chapter	157
1782. of the Revised Code, or a cancellation of disclaimer of	158
general partner status under Chapter 1782. of the Revised Code,	159
<u>a statement of authority under section 1706.19 of the Revised</u>	160
<u>Code, or an amendment or cancellation of a statement of</u>	161
<u>authority under section 1706.19 of the Revised Code.</u>	162

(O) For filing a statement of continued existence by a nonprofit corporation, twenty-five dollars;	163 164
(P) For filing a restatement under section 1705.08, 1706.161, or 1782.09 of the Revised Code, an amendment to a certificate of cancellation under section 1782.10 of the Revised Code, an amendment under section 1705.08, 1706.161, or 1782.09 of the Revised Code, or a correction under section 1705.55, 1706.173, 1706.511 , 1706.513 , 1775.61, 1775.64, 1776.12, or 1782.52 of the Revised Code, fifty dollars;	165 166 167 168 169 170 171
(Q) For filing for reinstatement of an entity cancelled by operation of law, by the secretary of state, by order of the department of taxation, or by order of a court, twenty-five dollars;	172 173 174 175
(R) For filing and recording any of the following:	176
(1) A change of agent, resignation of agent, or change of agent's address under section 1701.07, 1702.06, 1703.041, 1703.27, 1705.06, 1705.55, 1706.09, 1746.04, 1747.03, 1776.07, or 1782.04 of the Revised Code, twenty-five dollars;	177 178 179 180
(2) A multiple change of agent name or address, standardization of agent address, or resignation of agent under section 1701.07, 1702.06, 1703.041, 1703.27, 1705.06, 1705.55, 1706.09, 1746.04, 1747.03, 1776.07, or 1782.04 of the Revised Code, one hundred twenty-five dollars, plus three dollars per entity record being changed, by the multiple agent update.	181 182 183 184 185 186
(S) For filing and recording any of the following:	187
(1) An application for the exclusive right to use a name or an application to reserve a name for future use under section 1701.05, 1702.05, 1703.31, 1705.05, 1706.07, or 1746.06 of the Revised Code, thirty-nine dollars;	188 189 190 191

(2) A trade name or fictitious name registration or report, thirty-nine dollars;	192 193
(3) An application to renew any item covered by division (S) (1) or (2) of this section that is permitted to be renewed, twenty-five dollars;	194 195 196
(4) An assignment of rights for use of a name covered by division (S) (1), (2), or (3) of this section, the cancellation of a name registration or name reservation that is so covered, or notice of a change of address of the registrant of a name that is so covered, twenty-five dollars.	197 198 199 200 201
(T) For filing and recording a report to operate a business trust or a real estate investment trust, either foreign or domestic, ninety-nine dollars; and for filing and recording an amendment to a report or associated trust instrument, or a surrender of authority, to operate a business trust or real estate investment trust, fifty dollars;	202 203 204 205 206 207
(U) (1) For filing and recording the registration of a trademark, service mark, or mark of ownership, one hundred twenty-five dollars;	208 209 210
(2) For filing and recording the change of address of a registrant, the assignment of rights to a registration, a renewal of a registration, or the cancellation of a registration associated with a trademark, service mark, or mark of ownership, twenty-five dollars.	211 212 213 214 215
(V) For filing a service of process with the secretary of state, five dollars per address to be served, except as otherwise provided in any section of the Revised Code.	216 217 218
Fees specified in this section may be paid by cash, check, or money order, by credit card in accordance with section 113.40	219 220

of the Revised Code, or by an alternative payment program in 221
accordance with division (B) of section 111.18 of the Revised 222
Code. Any credit card number or the expiration date of any 223
credit card is not subject to disclosure under Chapter 149. of 224
the Revised Code. 225

Sec. 147.01. (A) The secretary of state may appoint and 226
commission as notaries public as many persons who meet the 227
qualifications of division (B) of this section as the secretary 228
of state considers necessary. 229

(B) In order for a person to qualify to be appointed and 230
commissioned as a notary public, except as provided in division 231
(F) of this section, the person shall demonstrate to the 232
secretary of state that the person satisfies all of the 233
following: 234

(1) The person has attained the age of eighteen years. 235

(2) (a) Except as provided in division (B) (2) (b) of this 236
section, the person is a legal resident of this state. 237

(b) The person is not a legal resident of this state, but 238
is an attorney admitted to the practice of law in this state by 239
the Ohio supreme court, and has the person's principal place of 240
business or the person's primary practice in this state. 241

(3) (a) Except as provided in division (B) (3) (b) of this 242
section, the person has submitted a criminal records check 243
report completed within the preceding six months in accordance 244
with section 147.022 of the Revised Code demonstrating that the 245
applicant has not been convicted of or pleaded guilty or no 246
contest to a disqualifying offense as determined in accordance 247
with section 9.79 of the Revised Code. 248

(b) A person that is an attorney admitted to the practice 249

of law in this state or a peace officer shall not be required to 250
submit a criminal records check when applying to be appointed a 251
notary public. 252

(4) (a) Except as provided in divisions (B) (4) (b) and (c) 253
of this section, the person has successfully completed an 254
educational program and passed a test administered by the 255
entities authorized by the secretary of state as required under 256
section 147.021 of the Revised Code. 257

(b) An attorney who is commissioned as a notary public in 258
this state prior to September 20, 2019, shall not be required to 259
complete an education program or pass a test as required in 260
division (B) (4) (a) of this section. 261

(c) Any attorney who applies to become commissioned as a 262
notary public in this state after September 20, 2019, shall not 263
be required to pass a test as required in division (B) (4) (a) of 264
this section, but shall be required to complete an education 265
program required by that division. 266

~~(C) (1)~~ A notary public shall be appointed and 267
commissioned as a notary public for the state. ~~The~~ 268

(2) The secretary of state may revoke a commission issued 269
to a notary public upon the judgment of a court or presentation 270
of satisfactory evidence of official misconduct or incapacity. 271

(3) If the secretary of state revokes a person's 272
commission, the person is ineligible for reappointment to the 273
office of notary public. 274

(D) The secretary of state shall oversee the processing of 275
notary public applications and shall issue all notary public 276
commissions. The secretary of state shall oversee the creation 277
and maintenance of the online database of notaries public 278

commissioned in this state pursuant to section 147.051 of the 279
Revised Code. The secretary of state may perform all other 280
duties as required by this section. The entities authorized by 281
the secretary of state pursuant to section 147.021 or 147.63 of 282
the Revised Code shall administer the educational program and 283
required test or course of instruction and examination, as 284
applicable. 285

(E) All submissions to the secretary of state for 286
receiving and renewing commissions, or notifications made under 287
section 147.05 of the Revised Code, shall be done 288
electronically. 289

(F) The secretary of state shall appoint and commission as 290
a notary public for the state an applicant who is commissioned 291
or licensed as a notary public in another state in accordance 292
with Chapter 4796. of the Revised Code. 293

(G) Before entering upon the duties of office, a notary 294
public shall personally appear before a notary public or any 295
officer authorized by law to administer oaths, who shall 296
administer an oath of office to the notary public. 297

Sec. 147.011. As used in this chapter: 298

(A) "Acknowledgment" means a declaration by an individual 299
before a notary public that the individual has signed a record 300
for the purpose stated in the record, and if the record is 301
signed in a representative capacity, that the individual signed 302
the record with proper authority and signed it as the act of the 303
individual or entity identified in the record. 304

(B) "Criminal records check" has the same meaning as in 305
section 109.572 of the Revised Code. 306

(C) "Jurat" means a notarial act in which both of the 307

following are met: 308

(1) The signer of the notarized document is required to 309
give an oath or affirmation that the statement in the notarized 310
document is true and correct; 311

(2) The signer signs the notarized document in the 312
presence of a notary public. 313

(D) "Notarial certificate" means the part of, or 314
attachment to, a document that is completed by the notary public 315
and upon which the notary public places the notary public's 316
signature and seal. 317

(E) "Peace officer" has the same meaning as in section 318
2935.01 of the Revised Code. 319

(F) "Notary public" means an officer of the state, 320
commissioned to perform notarial acts by the secretary of state, 321
or prior to June 6, 2001, by the governor. A notary public is 322
not considered an occupation or profession under Title XLVII of 323
the Revised Code, and a notary commission is not an occupational 324
or professional license. 325

Sec. 147.03. Each notary public, except an attorney 326
admitted to the practice of law in this state by the Ohio 327
supreme court, shall hold office for the term of five years 328
unless the commission is revoked. An attorney admitted to the 329
practice of law in this state by the Ohio supreme court shall 330
hold office as a notary public as long as the attorney is a 331
resident of this state or has the attorney's principal place of 332
business or primary practice in this state, the attorney is in 333
good standing before the Ohio supreme court, and the commission 334
is not revoked. ~~Before entering upon the duties of office, a~~ 335
~~notary public shall take and subscribe an oath to be endorsed on~~ 336

~~the notary public's commission.~~ 337

~~A notary public who violates the oath of office required
by this section shall be removed from office by the secretary of
state, upon complaint filed and substantiated by the secretary
of state. The person so removed shall be ineligible for
reappointment to the office of notary public.~~ 338
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Sec. 147.032. (A) (1) If the secretary of state believes 343
that a violation of this chapter has occurred, the secretary of 344
state may investigate such violations. 345

(2) The secretary of state may investigate possible 346
violations of this chapter upon a signed complaint from any 347
person. 348

~~(B) The secretary of state may hold a disciplinary hearing
if the secretary of state determines a hearing to be appropriate
after an investigation conducted under division (A) of this
section.~~ 349
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~~(C) After holding an administrative hearing and concluding
that a violation of this chapter has occurred, After an
investigation, the secretary of state may ~~do take~~ any of the
following actions:~~ 353
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(1) Revoke the notary public's commission; 357

(2) Suspend the notary public's commission for a specified 358
period of time or until fulfillment of a condition, such as 359
retraining, or both. 360

(3) Issue a letter of admonition that shall be placed in 361
the notary public's record. 362

(C) A notary public shall cooperate fully with the 363
secretary of state during the course of an investigation under 364

this section, including by responding in a timely manner to all 365
questions posed by the secretary of state as part of that 366
investigation. The secretary of state shall revoke the 367
commission of a notary public who does not cooperate or respond 368
to questions as required by this division. 369

(D) The secretary of state may revoke the commission of a 370
notary public for any act or omission by the notary public that 371
demonstrates the notary public lacks the requisite honesty, 372
integrity, competence, or reliability to act as a notary public, 373
including any of the following: 374

(1) Failure to administer an oath or affirmation when 375
executing a jurat; 376

(2) Performing a notarial act without requiring personal 377
appearance, except in the case of an online notary public 378
performing an online notarization in accordance with sections 379
147.60 to 147.66 of the Revised Code; 380

(3) Fraudulent, dishonest, or deceitful misstatement or 381
omission on a notarial certificate. 382

(E) A person whose notary commission has been revoked may 383
not apply for a subsequent notary commission. 384

~~(E)~~-(F) The secretary of state may adopt rules under 385
Chapter 119. of the Revised Code to set forth procedures for 386
investigations and hearings regarding violations of this chapter 387
and disciplinary actions taken. 388

~~(F)~~-(G) The secretary of state may establish an advisory 389
board to meet as the secretary of state considers necessary to 390
discuss matters related to notary law and procedures. 391

Sec. 147.051. The secretary of state shall maintain a 392

database of notaries public on a publicly accessible web site. 393
The web site shall provide all of the following information in 394
relation to each notary public: 395

(A) ~~A verification of the authority and good standing of~~ 396
~~the individual.~~ The status of an individual's authority to 397
perform notarial acts; 398

(B) Whether the notary is ~~registered~~ authorized to perform 399
online notarizations, as defined in section 147.60 of the 400
Revised Code; 401

(C) A description of any administrative or disciplinary 402
action taken against the notary. 403

Sec. 147.07. A notary public ~~may, throughout the state,~~ 404
~~administer oaths required or authorized by law, take and certify~~ 405
~~depositions, and take and certify acknowledgments of deeds,~~ 406
~~mortgages, liens, powers of attorney, and other instruments of~~ 407
~~writing. In taking depositions, a notary public shall have the~~ 408
~~power that is by law vested in judges of county courts to compel~~ 409
~~the attendance of witnesses and punish them for refusing to~~ 410
~~testify. Sheriffs and constables are required to serve and~~ 411
~~return all process issued by notaries public in the taking of~~ 412
~~depositions~~ has statewide jurisdiction. 413

Sec. 147.08. (A) A notary public is entitled to the 414
following fees: 415

§ 416

(1) Up to five dollars for any notarial act that is not an 417
online notarization; 418

(2) For an online notarization, up to ~~twenty five~~ thirty 419
dollars. 420

(B) A notary charging the fee authorized under division 421
(A) (2) of this section shall not also charge the fee authorized 422
under division (A) (1) of this section. 423

(C) The fees charged under division (A) of this section 424
shall not be calculated on a per signature basis. 425

(D) In addition to the fees authorized under division (A) 426
of this section, a notary may charge ~~a~~ either or both of the 427
following: 428

(1) A reasonable travel fee, as agreed to by the notary 429
and the principal prior to the notarial act; 430

(2) A technology fee up to ten dollars for the use of an 431
online notarization system when performing an online 432
notarization, as defined in section 147.60 of the Revised Code. 433
A notary may charge a technology fee regardless of whether the 434
notarial act is completed, such as when a signer fails to pass 435
the identification process in the online notarization system, 436
but the total technology fee charged shall not exceed ten 437
dollars per online notarization session. 438

(E) The secretary of state may adopt rules under Chapter 439
119. of the Revised Code to increase the fees authorized under 440
this section. 441

Sec. 147.141. (A) A notary public shall not do any of the 442
following: 443

(1) Perform a notarial act with regard to a record or 444
document executed by the notary; 445

(2) Notarize the notary's own signature; 446

(3) Take the notary's own deposition; 447

(4) Perform a notarial act if the notary has a conflict of interest with regard to the transaction in question;	448 449
(5) Certify that a document is either of the following:	450
(a) An original document;	451
(b) A true copy of another record.	452
(6) Use a name or initial in signing certificates other than that by which the notary public is commissioned;	453 454
(7) Sign notarial certificates using a facsimile signature stamp unless the notary public has a physical disability that limits or prohibits the notary's ability to make a written signature and unless the notary has first submitted written notice to the secretary of state with an example of the facsimile signature stamp;	455 456 457 458 459 460
(8) Affix the notary's signature to a blank form of an affidavit or certificate of acknowledgment and deliver that form to another person with the intent that it be used as an affidavit or acknowledgment;	461 462 463 464
(9) Take the acknowledgment of, or administer an oath or affirmation to, a person who the notary public knows to have been adjudicated mentally incompetent by a court of competent jurisdiction, if the acknowledgment or oath or affirmation necessitates the exercise of a right that has been removed;	465 466 467 468 469
(10) Notarize a signature on a document if it appears that the person is mentally incapable of understanding the nature and effect of the document at the time of notarization;	470 471 472
(11) Alter anything in a written instrument after it has been signed by anyone;	473 474

(12) Amend or alter a notarial certificate after the notarization is complete;	475 476
(13) Notarize a signature on a document if the document is incomplete or blank;	477 478
(14) Notarize a signature on a document if it appears that the signer may be unduly influenced or coerced so as to be restricted from or compromised in exercising the person's own free will when signing the document;	479 480 481 482
(15) Take an acknowledgment of execution in lieu of an oath or affirmation if an oath or affirmation is required;	483 484
(16) <u>Execute a jurat without administering an oath or affirmation to the signer;</u>	485 486
<u>(17) Determine the validity of a power of attorney document or any other form designating a representative capacity, such as trustee, authorized officer, agent, personal representative, or guardian, unless that notary is an attorney licensed to practice law in this state;</u>	487 488 489 490 491
<u>(18) Charge or accept a fee greater than the amount prescribed by law.</u>	492 493
(B) Division (A) (5) of this section shall not be construed as prohibiting a notary from notarizing the signature of a holder of a document on a written statement certifying that the document is a true copy of an original document.	494 495 496 497
(C) As used in this section, "conflict of interest" means either of the following:	498 499
(1) The notary has a direct financial or other interest in the transaction in question, excluding the fees authorized under this chapter.	500 501 502

(2) The notary is named, individually or as a grantor, 503
grantee, mortgagor, mortgagee, trustor, trustee, beneficiary, 504
vendor, lessor, or lessee, or as a party in some other capacity 505
to the transaction. 506

Sec. 147.371. (A) Upon receipt of a fee of two dollars ~~and~~ 507
~~an affidavit that the original commission of a notary public has~~ 508
~~been lost or destroyed~~ and submission of the electronic duplicate 509
commission request form, a duplicate commission as notary public 510
shall be issued by the secretary of state. 511

(B) Upon receipt of a fee of two dollars and ~~the properly~~ 512
~~completed, prescribed form~~ submission of the electronic 513
amendment form for a name ~~and address~~ change under division (B) 514
of section 147.05 of the Revised Code, the secretary of state 515
shall issue a duplicate commission as a notary public. 516

(C) The secretary of state shall prescribe and make 517
available an electronic duplicate commission request form and an 518
electronic amendment form. 519

Sec. 147.49. (A) A notary public who takes an 520
acknowledgment of a record shall determine, from personal 521
knowledge or satisfactory evidence of the identity of the person 522
acknowledging, that the person appearing before the notary 523
public and making the acknowledgment has the identity claimed 524
and that the signature on the record is the signature of the 525
person. 526

(B) A notary public who takes a verification of a 527
statement on oath or affirmation, a jurat, shall determine from 528
personal knowledge or satisfactory evidence of the identity of 529
the person making the verification, that the person appearing 530
before the notary public and making the verification has the 531

identity claimed and that the signature on the statement 532
verified is the signature of the person. 533

Sec. 147.50. (A) A notary public has personal knowledge of 534
the identity of the person appearing before the notary public if 535
the person is personally known to the notary public through 536
dealings sufficient to provide reasonable certainty that the 537
person has the identity claimed. 538

(B) A notary public has satisfactory evidence of the 539
identity of the person appearing before the notary public if the 540
notary public can identify the person by either of the following 541
means: 542

(1) An inspection of a passport, driver's license, 543
government-issued nondriver identification card, or other form 544
of government-issued identification with the signature or 545
photograph of the individual, which is current or expired not 546
more than three years before performance of the notarial act, 547
and is satisfactory to the notary public; 548

(2) By verification on oath or affirmation of a credible 549
witness personally appearing before the notary public and 550
personally known to the notary public or whom the notary public 551
can identify on the basis of a passport, driver's license, or 552
other government-issued nondriver identification card, which is 553
current or expired not more than three years before performance 554
of the notarial act. A witness is not credible if the witness 555
has a conflict of interest regarding the transaction. 556

(C) A notary public may require a person to provide 557
additional information or identification credentials necessary 558
to assure the notary public of the identity of the person. 559

(D) As used in this section, "conflict of interest" means 560

<u>either of the following:</u>	561
<u>(1) The person has a direct financial or other interest in the transaction in question.</u>	562 563
<u>(2) The person is named, individually or as a grantor, grantee, mortgagor, mortgagee, trustor, trustee, beneficiary, vendor, lessor, or lessee, or as a party in some other capacity to the transaction.</u>	564 565 566 567
Sec. 147.51. For the purposes of sections 147.51 to 147.58 of the Revised Code, "notarial acts" means acts which the laws and regulations of this state authorize notaries public of this state to perform, including the administration of oaths and affirmations, taking proof of execution and acknowledgment of instruments, attesting documents, and executing a jurat.	568 569 570 571 572 573
<u>(A) A notary public, or any other individual with similar authority under this section, is authorized to perform the following notarial acts:</u>	574 575 576
<u>(1) Administer oaths or affirmations required or authorized by law;</u>	577 578
<u>(2) Take and certify acknowledgments of deeds, mortgages, liens, powers of attorney, and other instruments of writing;</u>	579 580
<u>(3) Take and certify depositions. In taking depositions, a notary public shall have the power that is by law vested in judges of county courts to compel the attendance of witnesses and punish them for refusing to testify. Sheriffs and constables are required to serve and return all process issued by notaries public in the taking of depositions.</u>	581 582 583 584 585 586
<u>(B) Notarial acts may be performed outside this state for use in this state with the same effect as if performed by a</u>	587 588

notary public of this state by the following persons authorized 589
pursuant to the laws and regulations of other governments, in 590
addition to any other persons authorized by the laws and 591
regulations of this state: 592

~~(A)~~ (1) A notary public authorized to perform notarial 593
acts in the place in which the act is performed; 594

~~(B)~~ (2) A judge, clerk, or deputy clerk of any court of 595
record in the place in which the notarial act is performed; 596

~~(C)~~ (3) An officer of the foreign service of the United 597
States, a consular agent, or any other person authorized by 598
regulation of the United States department of state to perform 599
notarial acts in the place in which the act is performed; 600

~~(D)~~ (4) A commissioned officer in active service with the 601
armed forces of the United States and any other person 602
authorized by regulation of the armed forces to perform notarial 603
acts if the notarial act is performed for one of the following 604
or for a dependent of one of the following: 605

~~(1)~~ (a) A member of the merchant marines of the United 606
States; 607

~~(2)~~ (b) A member of the armed forces of the United States; 608

~~(3)~~ (c) Any other person serving with or accompanying the 609
armed forces of the United States. 610

~~(E)~~ (5) Any other person authorized to perform notarial 611
acts in the place in which the act is performed. 612

Sec. 147.52. (A) If the notarial act is performed by any 613
of the persons described in divisions (A) ~~to~~ ~~(D)~~ and (B) of 614
section 147.51 of the Revised Code, other than a person 615
authorized to perform notarial acts by the laws or regulations 616

of a foreign country, the signature, rank, or title and serial number, if any, of the person are sufficient proof of the authority of a holder of that rank or title to perform the act. Further proof of ~~his~~ the person's authority is not required.

(B) If the notarial act is performed by a person authorized by the laws or regulations of a foreign country to perform the act, there is sufficient proof of the authority of that person to act if:

(1) Either a foreign service officer of the United States residing in the country in which the act is performed or a diplomatic or consular officer of the foreign country residing in the United States certifies that a person holding that office is authorized to perform the act;

(2) The official seal of the person performing the notarial act is affixed to the document; or

(3) The title and indication of authority to perform notarial acts of the person appears either in a digest of foreign law or in a list customarily used as a source of such information.

(C) If the notarial act is performed by a person other than one described in divisions (A) and (B) of this section, there is sufficient proof of the authority of that person to act if the clerk of a court of record in the place in which the notarial act is performed certifies to the official character of that person and to ~~his~~ that person's authority to perform the notarial act.

(D) The signature and title of the person performing the act are prima-facie evidence that ~~he~~ the person is a person with the designated title and that the signature is genuine.

Sec. 147.53. (A) The person taking an acknowledgment shall 646
certify that: 647

~~(A) The the person acknowledging appeared before him the~~ 648
~~notary public and acknowledged he executed executing the~~ 649
~~instrument.~~ 650

~~(B) The person acknowledging was known to the person~~ 651
~~taking the acknowledgment, or that the person taking the~~ 652
~~acknowledgment had satisfactory evidence that the person~~ 653
~~acknowledging was the person described in and who executed the~~ 654
~~instrument~~words in an acknowledgment notarial certificate 655
"acknowledged before me" mean that: 656

(1) The person acknowledging appeared before the person 657
taking the acknowledgment; 658

(2) The person acknowledging acknowledged executing the 659
instrument; 660

(3) In the case of: 661

(a) A natural person, the person executed the instrument 662
for the purposes therein stated; 663

(b) A corporation, the officer or agent acknowledged 664
holding the position or title set forth in the instrument and 665
certificate, the officer or agent signed the instrument on 666
behalf of the corporation by proper authority, and the 667
instrument was the act of the corporation for the purpose 668
therein stated; 669

(c) A limited liability company, the member, manager, or 670
agent acknowledged signing the instrument on behalf of the 671
limited liability company by proper authority and the member, 672
manager, or agent executed the instrument as the act of the 673

limited liability company for the purposes therein stated; 674

(d) A partnership, the partner or agent acknowledged 675
signing the instrument on behalf of the partnership by proper 676
authority and the partner or agent executed the instrument as 677
the act of the partnership for the purposes therein stated; 678

(e) A person acknowledging as principal by an attorney in 679
fact, the attorney in fact executed the instrument by proper 680
authority as the act of the principal for the purposes therein 681
stated; 682

(f) A person acknowledging as a public officer, trustee, 683
administrator, guardian, or other representative, the person 684
signed the instrument by proper authority and the person 685
executed the instrument in the capacity and for the purposes 686
stated. 687

(4) The person taking the acknowledgment either knew or 688
had satisfactory evidence that the person acknowledging was the 689
person named in the instrument or certificate. 690

Sec. 147.54. (A) The person executing a jurat shall 691
certify all of the following: 692

(1) The signer appeared before the notary public; 693

(2) The notary public administered an oath or affirmation 694
to the signer that the statement in the jurat is true and 695
correct; 696

(3) The signer signed the document in the presence of the 697
notary public. 698

(B) The oath or affirmation administered by the notary 699
public to the signer of a jurat shall include one of the 700
following questions, or substantially similar questions: 701

(1) "Do you solemnly swear that the statements in this document are true, so help you God?" 702
703

(2) "Do you affirm, under penalty of perjury, that the statements in this document are true?" 704
705

Sec. 147.542. (A) A notary public shall provide a 706
completed notarial certificate for every notarial act the notary 707
public performs. 708

(B) If a notarial certificate incorrectly indicates the 709
type of notarization performed, the notary public shall provide 710
a correct certificate at no charge to the person signing in 711
question. 712

(C) ~~A jurat certificate shall state that an oath or~~ 713
~~affirmation was administered to the signer with regard to the~~ 714
~~notarial act.~~The form of a notarial certificate used by a person 715
whose authority is recognized under section 147.51 of the 716
Revised Code shall be accepted in this state if any of the 717
following apply: 718

(1) The notarial certificate is in a form prescribed by 719
the laws or regulations of this state; 720

(2) The notarial certificate is in a form prescribed by 721
the laws or regulations applicable in the place in which the 722
notarial act is performed; 723

(3) The certificate contains the words: 724

(a) "Acknowledged before me," or their substantial 725
equivalent, when taking an acknowledgment; 726

(b) "Sworn to and subscribed before me," "affirmed to and 727
subscribed before me," or their substantial equivalent, when 728
executing a jurat. 729

(D) (1) A notary public shall not use an acknowledgment certificate with regard to a notarial act in which an oath or affirmation has been administered.	730 731 732
(2) A notary public shall not use a jurat certificate with regard to a notarial act in which an oath or affirmation has not been administered.	733 734 735
(E) A certificate required under this section may be provided through any of the following means:	736 737
(1) Preprinting on a notarial document;	738
(2) Ink stamp;	739
(3) Handwritten note;	740
(4) A separate, attached document.	741
(F) A notarial certificate shall show all of the following information:	742 743
(1) The state and county venue where the notarization is being performed;	744 745
(2) The wording of the acknowledgment or jurat in question;	746 747
(3) The date on which the notarial act was performed;	748
(4) The signature of the notary, exactly as shown on the notary's commission;	749 750
(5) The notary's printed name, displayed below the notary's signature or inked stamp;	751 752
(6) The notary's notarial seal and commission expiration date;	753 754
(7) If an electronic document was signed in the physical	755

presence of a notary and notarized pursuant to section 147.591 756
of the Revised Code, or if an online notarization was performed 757
pursuant to sections 147.60 to 147.66 of the Revised Code, the 758
certificate shall include a statement to that effect. 759

(G) A notary public may explain to a signer the difference 760
between an acknowledgment and a jurat, but shall not, unless 761
that notary is an attorney, advise the person on the type of 762
notarial act that best suits a situation. 763

Sec. 147.591. (A) As used in this section, "electronic 764
document," "electronic seal," "electronic signature," and 765
"online notarization" have the same meanings as in section 766
147.60 of the Revised Code. 767

(B) (1) An electronic document that is signed in the 768
physical presence of the notary public with an electronic 769
signature and notarized with an electronic seal shall be 770
considered an original document. 771

(2) Notwithstanding any other provision of the Revised 772
Code to the contrary, a digital copy of a document executed 773
electronically by the parties and acknowledged or sworn before a 774
notary acting pursuant to this section shall be accepted by 775
county auditors, clerks of courts of record, deputy registrars, 776
engineers, and recorders for purposes of approval, transfer, and 777
recording to the same extent as any other document that is 778
submitted by an electronic recording method and shall not be 779
rejected solely by reason of containing electronic signatures or 780
an electronic notarization, including an online notarization. 781

(3) A county auditor, clerk of a court of record, deputy 782
registrar, engineer, and recorder shall accept a printed 783
document that was executed electronically for purposes of 784

approval, transfer, and recording if that document contains an 785
attached authenticator certificate in the following, or a 786
substantially similar, format: 787

"AUTHENTICATOR CERTIFICATE 788

I certify and warrant that the foregoing and annexed paper 789
document being presented for record, to which this certification 790
is attached, represents a true, exact, complete, and unaltered 791
copy of the original electronic document. The county offices of 792
the auditor, treasurer, recorder, and others necessary to 793
effectuate the transfer and recording of the instrument shall be 794
entitled to rely on such certification and warranty for all 795
purposes. 796

_____ [signature of authenticator] 797

_____ [printed name of authenticator] 798

_____ [street address of authenticator] 799

_____ [city, state, zip code of
authenticator] 800
801

_____ [telephone number of
authenticator] 802
803

804

1

2

A State of _____)

B) :ss

C County of _____)

The foregoing authenticator certificate was subscribed and 805
sworn to in my presence by _____ [printed 806
name of authenticator] on this ____ day of _____, 20__ 807

_____ 808

Notary Public" 809

(C) An authenticator certificate may not be signed or 810
notarized with an electronic signature or electronic seal, 811
either in person or through the use of an online notarization 812
system. 813

(D) Any notary public may obtain an electronic seal and an 814
electronic signature for the purposes of notarizing documents 815
under this section. 816

~~(D)~~ (E) A notary public shall comply with the provisions 817
of section 147.66 of the Revised Code pertaining to the 818
electronic seal and electronic signature. 819

Sec. 147.60. As used in this section and sections 147.61 820
to 147.66 of the Revised Code: 821

(A) "Appear in person" means being in the same physical 822
location as another person and being close enough to hear, 823
communicate with, and exchange tangible identification 824
credentials with that individual. "Appear in person" also means 825
being in a different location as another person and interacting 826
with that individual by means of live two-way, audio-video 827
communication. 828

(B) "Credential analysis" means a process or service 829
operating according to standards adopted by the secretary of 830
state under section 147.62 of the Revised Code through which a 831
third person affirms the validity of a government-issued 832

identification credential through review of public and	833
proprietary data sources.	834
(C) "Electronic" means relating to technology having	835
electrical, digital, magnetic, wireless, optical,	836
electromagnetic, or similar capabilities.	837
(D) "Electronic document" means information that is	838
created, generated, sent, communicated, received, or stored in	839
an electronic medium and is retrievable in perceivable form.	840
(E) "Electronic seal" means information within a notarized	841
electronic document to which all of the following apply:	842
(1) The information confirms the notary public's name,	843
jurisdiction, and commission expiration date.	844
(2) The information generally corresponds to the contents,	845
layout, and format of the notary public's seal for use on paper	846
documents, as required under section 147.04 of the Revised Code.	847
(F) "Electronic signature" means an electronic sound,	848
symbol, or process attached to or logically associated with an	849
electronic document and executed or adopted by a natural person	850
with the intent to sign the electronic document.	851
(G) "Identity proofing" means a process or service	852
operating according to standards adopted by the secretary of	853
state under section 147.62 of the Revised Code through which a	854
third person affirms the identity of a natural person through	855
the review of personal information from public and proprietary	856
data sources.	857
(H) "Notarial act" means the performance of a function	858
authorized under sections 147.07 and section 147.51 of the	859
Revised Code. "Notarial act" does not include the taking or	860

certifying of depositions. 861

(I) "Online notarization" means a notarial act performed 862
by means of live two-way video and audio conference technology 863
that conforms to the standards adopted by the secretary of state 864
under section 147.62 of the Revised Code. 865

(J) "Online notary public" means a notary public who has 866
been duly appointed and commissioned under section 147.01 of the 867
Revised Code and has received authorization by the secretary of 868
state under section 147.63 of the Revised Code to perform online 869
notarizations. 870

(K) "Principal" means a natural person whose electronic 871
signature is notarized in an online notarization, or the natural 872
person taking an oath or affirmation from the online notary 873
public. "Principal" does not include a natural person taking an 874
oath or giving an affirmation in the capacity of a witness for 875
the online notarization. 876

(L) "Remote presentation" means transmission to an online 877
notary public through live two-way video and audio conference 878
technology of an image of a government-issued identification 879
credential that is of sufficient quality to enable the online 880
notary public to identify the principal seeking the online 881
notary public's services and to perform credential analysis. 882

(M) "Territory of the United States" means the United 883
States, Puerto Rico, the United States Virgin Islands, and any 884
territory, insular possession, or other location subject to the 885
jurisdiction of the United States. 886

Sec. 147.99. ~~(A)~~ Whoever violates section 147.10 of the 887
Revised Code shall be fined not more than five hundred dollars. 888

~~(B) Whoever violates section 147.14 of the Revised Code~~ 889

~~shall be fined not more than one hundred dollars or imprisoned~~ 890
~~not more than thirty days, or both.~~ 891

Sec. 1706.712. (A) After each constituent entity has 892
approved the agreement of merger, a certificate of merger shall 893
be signed on behalf of both of the following: 894

(1) Each constituent limited liability company, as 895
provided in division (A) of section 1706.17 of the Revised Code; 896

(2) Each other constituent entity, as provided in its 897
governing statute. 898

(B) A certificate of merger under this section shall 899
include all of the following: 900

(1) The name and form of each constituent entity, the 901
jurisdiction of its governing statute, and its registration 902
number, if any, as it appears on the records of the secretary of 903
state; 904

(2) The name and form of the surviving entity, the 905
jurisdiction of its governing statute, and, if the surviving 906
entity is created pursuant to the merger, a statement to that 907
effect; 908

(3) The date the merger is effective under the governing 909
statute of the surviving entity; 910

(4) The name and mailing address of the person or entity 911
that is to provide, in response to any written request made by a 912
shareholder, partner, or other equity holder of a constituent 913
entity, a copy of the agreement of merger. 914

~~(4)~~(5) If the surviving entity is to be created pursuant 915
to the merger: 916

(a) If it will be a limited liability company, the limited liability company's articles of organization;	917 918
(b) If it will be an entity other than a limited liability company, any organizational document that creates the entity that is required to be in a public record.	919 920 921
(5) <u>(6)</u> If the surviving entity exists before the merger, any amendments provided for in the agreement of merger for the organizational document that created the entity that are in a public record;	922 923 924 925
(6) <u>(7)</u> A statement as to each constituent entity that the merger was approved as required by the entity's governing statute;	926 927 928
(7) <u>(8)</u> If the surviving entity is a foreign entity not authorized to transact business in this state, the street address of its statutory agent;	929 930 931
(8) <u>(9)</u> Any additional information required by the governing statute of any constituent entity.	932 933
(C) Each constituent limited liability company shall deliver the certificate of merger for filing in the office of the secretary of state.	934 935 936
(D) A merger becomes effective under sections 1706.71 to 1706.74 of the Revised Code as follows:	937 938
(1) If the surviving entity is a limited liability company, upon the later of the following:	939 940
(a) Compliance with division (C) of this section;	941
(b) As specified in the certificate of merger.	942
(2) If the surviving entity is not a limited liability	943

company, as provided by the governing statute of the surviving	944
entity.	945
Section 2. That existing sections 111.16, 147.01, 147.011,	946
147.03, 147.032, 147.051, 147.07, 147.08, 147.141, 147.371,	947
147.51, 147.52, 147.53, 147.542, 147.591, 147.60, 147.99, and	948
1706.712 of the Revised Code are hereby repealed.	949
Section 3. That sections 147.13, 147.14, 147.54, and	950
147.541 of the Revised Code are hereby repealed.	951
Section 4. Section 147.01 of the Revised Code is presented	952
in this act as a composite of the section as amended by both	953
H.B. 567 and S.B. 131 of the 134th General Assembly. The General	954
Assembly, applying the principle stated in division (B) of	955
section 1.52 of the Revised Code that amendments are to be	956
harmonized if reasonably capable of simultaneous operation,	957
finds that the composite is the resulting version of the section	958
in effect prior to the effective date of the section as	959
presented in this act.	960