

Stricken language would be deleted from and underlined language would be added to present law.

State of Arkansas
94th General Assembly
Regular Session, 2023

A Bill

HOUSE BILL 1278

By: Representatives Gazaway, M. Shepherd

By: Senators C. Tucker, J. Bryant

For An Act To Be Entitled

AN ACT TO MAKE TECHNICAL CORRECTIONS TO TITLE 4 OF
THE ARKANSAS CODE CONCERNING BUSINESS AND COMMERCIAL
LAW; AND FOR OTHER PURPOSES.

Subtitle

TO MAKE TECHNICAL CORRECTIONS TO TITLE 4
OF THE ARKANSAS CODE CONCERNING BUSINESS
AND COMMERCIAL LAW.

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

SECTION 1. Arkansas Code § 4-26-1001(9)(C), concerning the definition of "organizational documents" because a different term is now used in the Uniform Limited Liability Company Act, Acts 2021, No. 1041, codified at § 4-38-101 et seq., is amended to read as follows:

(C) For a domestic or foreign limited liability company, its ~~articles of organization~~ certificate of organization and operating agreement or the comparable records provided for in its governing statute;

SECTION 2. Arkansas Code § 4-27-1101(9)(C), concerning the definition of "organizational documents" because a different term is now used in the Uniform Limited Liability Company Act, Acts 2021, No. 1041, codified at § 4-38-101 et seq., is amended to read as follows:

(C) For a domestic or foreign limited liability company, its ~~articles of organization~~ certificate of organization and operating agreement, or the comparable records provided for in its governing statute;



SECTION 3. Arkansas Code § 4-37-102(13), concerning the definition of "manager" or "managers" because a different term is now used in the Uniform Limited Liability Company Act, Acts 2021, No. 1041, codified at § 4-38-101 et seq., is amended to read as follows:

(13) "Manager" or "managers" means, with respect to a limited liability company that has set forth in its ~~articles of organization~~ operating agreement that it is to be managed by managers, the person or persons designated in accordance with § 4-38-407.

SECTION 4. Arkansas Code § 4-46-901(9)(C), concerning the definition of "organizational documents" because a different term is now used in the Uniform Limited Liability Company Act, Acts 2021, No. 1041, codified at § 4-38-101 et seq., is amended to read as follows:

(C) For a domestic or foreign limited liability company, its ~~articles of organization~~ certificate of organization and operating agreement, or the comparable records as provided in its governing statute;

SECTION 5. Arkansas Code § 4-47-1101(9)(C), concerning the definition of "organizational documents" because a different term is now used in the Uniform Limited Liability Company Act, Acts 2021, No. 1041, codified at § 4-38-101 et seq., is amended to read as follows:

(C) for a domestic or foreign limited liability company, its ~~articles of organization~~ certificate of organization and operating agreement, or comparable records as provided in its governing statute;

SECTION 6. Arkansas Code § 4-70-201(c), concerning the applicability of the subchapter of business under assumed names because a different term is now used in the Uniform Limited Liability Company Act, Acts 2021, No. 1041, codified at § 4-38-101 et seq., is amended to read as follows:

(c) This subchapter shall not apply to any limited liability company which has filed its ~~articles of organization~~ certificate of organization with the Secretary of State pursuant to § 4-38-201.

SECTION 7. DO NOT CODIFY. CONSTRUCTION AND LEGISLATIVE INTENT.

It is the intent of the General Assembly that:

(1) The enactment and adoption of this act shall not expressly or impliedly repeal an act passed during the regular session of the Ninety-Fourth General Assembly;

(2) To the extent that a conflict exists between an act of the regular session of the Ninety-Fourth General Assembly and this act:

(A) The act of the regular session of the Ninety-Fourth General Assembly shall be treated as a subsequent act passed by the General Assembly for the purposes of:

(i) Giving the act of the regular session of the Ninety-Fourth General Assembly its full force and effect; and

(ii) Amending or repealing the appropriate parts of the Arkansas Code of 1987; and

(B) Section 1-2-107 shall not apply; and

(3) This act shall make only technical, not substantive, changes to the Arkansas Code of 1987.