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NASS Summary: Incorporation Transparency and Law Enforcement Assistance Act (S. 1483) Filing Requirements

NOTE: S. 1483 (the Incorporation Transparency and Law Enforcement Assistance Act) is a complex bill and may be subject to varying interpretations. The information below is based on a NASS staff review, in consultation with relevant federal agencies.

Filing Requirements for Corporations and LLCs Not Considered Exempt:

- The person forming the business must provide the state with his/her name, address, and passport or driver's license number, and a list of all beneficial owners of the business.
- The business must identify any beneficial owners who use a separate entity (e.g. partnership or trust) to control the business, and must also identify the entity.
- If the business has any foreign beneficial owners, the business must provide the state with a certification from a formation agent who has verified the owner's identity and is holding a copy of the owner's foreign passport information.
- The business must provide the state with updated beneficial ownership within 60 days of any change.
- If a formation agent forms or acquires a business for the purpose of selling it to someone else, the agent must provide the state with updated beneficial ownership information within 10 days of the sale.
- The business must include the list of beneficial owners in an annual filing with the state.
- If the state has a system for licensing formation agents, the state may allow the business to provide beneficial ownership information to a licensed agent, instead of providing it to the state. If that happens, the business must provide the state with the agent's contact information and a certification from the agent.

Filing Requirements for Exempt Corporations and LLCs

NOTE: Exempt entities include banks, publicly traded corporations, insurance companies, and charities.

- The person forming an exempt entity must provide the state with a certification that identifies why it is exempt, and the identification information (name, address, and passport or driver's license number) for someone who will be an officer, director, or other agent of the entity.
- If the identification information provided by the exempt entity is for a foreign individual, the entity must provide the state with a certification from a formation agent who has verified the foreign individual's identity and is holding a copy of the individual's foreign passport information.
- A corporation or LLC that is otherwise not exempt will be considered exempt, if an exempt entity has an ownership interest in that corporation or LLC. Whenever this is the case, the exempt corporation or LLC must also provide the state with the name of the exempt entity that has the ownership interest.
- Any exempt business that is created prior to the bill going into effect must file the exempt entity information with the state no later than one year after the effective date of the bill.