

STATE OF OKLAHOMA

1st Session of the 46th Legislature (1997)

COMMITTEE SUBSTITUTE
FOR
SENATE BILL NO. 381

By: Taylor

COMMITTEE SUBSTITUTE

(Secretary of State - county clerk - bulk transfers -
secured transactions - fees - federal tax liens -
noncodification - effective date -

emergency)

BE IT ENACTED BY THE PEOPLE OF THE STATE OF OKLAHOMA:

SECTION 1. A. On and after June 29, 1998, the following filings and amendments, continuations, terminations, assignments, releases, and requests for information relating to such filings required to be made with the county clerk of Oklahoma County shall be made with the Secretary of State:

1. The notice required by subparagraph (iv) of paragraph (i) of subsection (3) of Section 6-203 of Title 12A of the Oklahoma Statutes;

2. The notice required by subparagraph (iii) of paragraph (j) of subsection (3) of Section 6-203 of Title 12A of the Oklahoma Statutes;

3. The notice required by subparagraph (iii) of paragraph (k) of subsection (3) of Section 6-203 of Title 12A of the Oklahoma Statutes;

4. The list of claimants required by subparagraph (iii) of paragraph (f) of subsection (1) of Section 6-204 of Title 12A of the Oklahoma Statutes;

5. The notice required by subsection (2) of Section 6-205 of Title 12A of the Oklahoma Statutes;

6. Information required by paragraph (c) of subsection (1) of Section 9-401 of Title 12A of the Oklahoma Statutes; and

7. The notice required by paragraph 1, 2 or 3 of subsection C of Section 3403 of Title 68 of the Oklahoma Statutes.

B. The Secretary of State and the county clerk of Oklahoma County shall, within sixty (60) days after the approval of this act, jointly develop a plan for the implementation of the provisions of this act. The plan shall:

1. Provide for transfer of all books, records, computer programs and other materials necessary to accomplish the functions transferred by this act;

2. Maintain the integrity of the information filed;

3. Safeguard against disruption in service to the public;

4. Provide for the duties and responsibilities of the Secretary of State and the county clerk of Oklahoma County regarding the transfer;

5. Provide for notification of the public of the transfer; and

6. Provide for cooperation and training.

C. If the Secretary of State determines that additional employees are to be added in order to perform duties imposed upon the Secretary of State by this act, the Secretary of State shall consider hiring any employees of Oklahoma County displaced by the provisions of this act.

SECTION 2. AMENDATORY 12A O.S. 1991, Section 6-203, is amended to read as follows:

Section 6-203. APPLICATION OF ARTICLE; LOCATION OF SELLER; EXEMPTIONS FROM ARTICLE; NOTICE REQUIREMENTS; VALUE OF ASSETS.

(1) Except as otherwise provided in subsection (3) of this section, this article applies to a bulk sale if:

- (a) the seller's principal business is the sale of inventory from stock; and
- (b) on the date of the bulk-sale agreement the seller is located in this state or, if the seller is located in a jurisdiction that is not a part of the United States, the seller's major executive office in the United States is in this state.

(2) A seller is deemed to be located at the place of business of the seller. If a seller has more than one place of business, the seller is deemed located at the chief executive office of the seller.

(3) This article does not apply to:

- (a) a transfer made to secure payment or performance of an obligation;
- (b) a transfer of collateral to a secured party pursuant to Section 9-503 of this title;
- (c) a sale of collateral pursuant to Section 9-504 of this title;
- (d) retention of collateral pursuant to Section 9-505 of this title;
- (e) a sale of an asset encumbered by a security interest or lien if all the proceeds of the sale are applied in partial or total satisfaction of the debt secured by the security interest or lien or the security interest or lien is enforceable against the asset after it has been sold to the buyer and the net contract price is zero;
- (f) a general assignment for the benefit of creditors or to a subsequent transfer by the assignee;

- (g) a sale by an executor, administrator, receiver, trustee in bankruptcy, or any public officer under judicial process;
- (h) a sale made in the course of judicial or administrative proceedings for the dissolution or reorganization of an organization;
- (i) a sale to a buyer whose principal place of business is in the United States and who:
 - (i) not earlier than twenty-one (21) days before the date of the bulk sale obtains from the seller a verified and dated list of claimants of whom the seller has notice three (3) days before the seller sends or delivers the list to the buyer or conducts a reasonable inquiry to discover the claimants;
 - (ii) assumes in full the debts owed to claimants of whom the buyer has knowledge on the date the buyer receives the list of claimants from the seller or on the date the buyer completes the reasonable inquiry, as the case may be;
 - (iii) is not insolvent after the assumption; and
 - (iv) gives written notice of the assumption not later than thirty (30) days after the date of the bulk sale by sending or delivering a notice to the claimants identified in subparagraph (ii) of this paragraph or by filing a notice in the office of the ~~county clerk of Oklahoma County~~ Secretary of State;
- (j) a sale to a buyer whose principal place of business is in the United States and who:

- (i) assumes in full the debts that were incurred in the seller's business before the date of the bulk sale;
 - (ii) is not insolvent after the assumption; and
 - (iii) gives written notice of the assumption not later than thirty (30) days after the date of the bulk sale by sending or delivering a notice to each creditor whose debt is assumed or by filing a notice in the office of the ~~county clerk of Oklahoma County~~ Secretary of State;
- (k) a sale to a new organization that is organized to take over and continue the business of the seller and that has its principal place of business in the United States if:
- (i) the buyer assumes in full the debts that were incurred in the seller's business before the date of the bulk sale;
 - (ii) the seller receives nothing from the sale except an interest in the new organization that is subordinate to the claims against the organization arising from the assumption; and
 - (iii) the buyer gives written notice of the assumption not later than thirty (30) days after the date of the bulk sale by sending or delivering a notice to each creditor whose debt is assumed or by filing a notice in the office of the ~~county clerk of Oklahoma County~~ Secretary of State;
- (l) a sale of assets having:
- (i) a value, net of liens and security interests, of less than Ten Thousand Dollars (\$10,000.00). If a debt is secured by assets and other property of the seller, the net value of the assets is

determined by subtracting from their value an amount equal to the product of the debt multiplied by a fraction, the numerator of which is the value of the assets on the date of the bulk sale and the denominator of which is the value of all property securing the debt on the date of the bulk sale; or

(ii) a value of more than Twenty-five Million Dollars (\$25,000,000.00) on the date of the bulk-sale agreement; or

(m) a sale required by, and made pursuant to, statute.

(4) The notice under subparagraph (iv) of paragraph (i) of subsection (3) of this section must state:

(a) that a sale that may constitute a bulk sale has been or will be made;

(b) the date or prospective date of the bulk sale;

(c) the individual, partnership, or corporate names and the addresses of the seller and buyer;

(d) the address to which inquiries about the sale may be made, if different from the seller's address; and

(e) that the buyer has assumed or will assume in full the debts owed to claimants of whom the buyer has knowledge on the date the buyer receives the list of claimants from the seller or completes a reasonable inquiry to discover the claimants.

(5) The notice under subparagraph (iii) of paragraph (j) of subsection (3) of this section and subparagraph (iii) of paragraph (k) of subsection (3) of this section must state:

(a) that a sale that may constitute a bulk sale has been or will be made;

(b) the date or prospective date of the bulk sale;

- (c) the individual, partnership, or corporate names and the addresses of the seller and buyer;
- (d) the address to which inquiries about the sale may be made, if different from the seller's address; and
- (e) that the buyer has assumed or will assume the debts that were incurred in the seller's business before the date of the bulk sale.

(6) For purposes of paragraph (1) of subsection (3) of this section, the value of assets is presumed to be equal to the price the buyer agrees to pay for the assets. However, in a sale by auction or a sale conducted by a liquidator on the seller's behalf, the value of assets is presumed to be the amount the auctioneer or liquidator reasonably estimates the assets will bring at auction or upon liquidation.

SECTION 3. AMENDATORY 12 O.S. 1991, Section 6-204, is amended to read as follows:

Section 6-204. BUYER'S DUTIES AND RESPONSIBILITIES IN GENERAL.

(1) In a bulk sale as defined in subparagraph (ii) of paragraph (c) of subsection (1) of Section ~~2~~ 6-202 of this ~~act~~ title, the buyer shall:

- (a) obtain from the seller a list of all business names and addresses used by the seller within three (3) years before the date the list is sent or delivered to the buyer;
- (b) unless excused under subsection (2) of this section, obtain from the seller a verified and dated list of claimants of whom the seller has notice three (3) days before the seller sends or delivers the list to the buyer and including, to the extent known by the seller, the address of and the amount claimed by each claimant;

- (c) obtain from the seller or prepare a schedule of distribution as provided in subsection (1) of Section ~~6~~ 6-206 of this ~~act~~ title;
- (d) give notice of the bulk sale in accordance with Section ~~5~~ 6-205 of this ~~act~~ title;
- (e) unless excused under subsection (4) of Section ~~6~~ 6-206 of this ~~act~~ title, distribute the net contract price in accordance with the undertakings of the buyer in the schedule of distribution; and
- (f) unless excused under subsection (2) of this section, make available the list of claimants provided for in paragraph (b) of this subsection by:
 - (i) promptly sending or delivering a copy of the list without charge to any claimant whose written request is received by the buyer no later than six (6) months after the date of the bulk sale;
 - (ii) permitting any claimant to inspect and copy the list at any reasonable hour upon request received by the buyer no later than six (6) months after the date of the bulk sale; or
 - (iii) filing of a copy of the list in the office of the ~~county clerk of Oklahoma County~~ Secretary of State no later than the time for giving a notice of the bulk sale as required in subsection (5) of Section ~~5~~ 6-205 of this ~~act~~ title. A list filed in accordance with this subparagraph must state the individual, partnership, or corporate name and a mailing address of the seller.

(2) A buyer who gives notice in accordance with subsection (2) of Section ~~5~~ 6-205 of this ~~act~~ title is excused from complying with the requirements of paragraphs (b) and (f) of subsection (1) of this section.

SECTION 4. AMENDATORY 12A O.S. 1991, Section 6-205, is amended to read as follows:

Section 6-205. BUYER'S NOTICE TO CLAIMANTS.

(1) Except as otherwise provided in subsection (2) of this section, to comply with paragraph (d) of subsection (1) of Section 4 6-204 of this ~~act~~ title the buyer shall send or deliver a written notice of the bulk sale to each claimant on the list of claimants as provided for in paragraph (b) of subsection (1) of Section 4 6-204 of this ~~act~~ title and to any other claimant of whom the buyer has knowledge at the time the notice of the bulk sale is sent or delivered.

(2) A buyer may comply with paragraph (d) of subsection (1) of Section 4 6-204 of this ~~act~~ title by filing a written notice of the bulk sale in the office of the ~~county clerk of Oklahoma County~~ Secretary of State if:

- (a) on the date of the bulk-sale agreement the seller has two hundred or more claimants, exclusive of claimants holding secured or matured claims for employment compensation and benefits, including commissions and vacation, severance, and sick-leave pay; or
- (b) the buyer has received a verified statement from the seller stating that, as of the date of the bulk-sale agreement, the number of claimants, exclusive of claimants holding secured or matured claims for employment compensation and benefits, including commissions and vacation, severance, and sick-leave pay, is two hundred or more.

(3) The written notice of the bulk sale must be accompanied by a copy of the schedule of distribution as provided in subsection (1) of Section ~~6~~ 6-206 of this ~~act~~ title and state at least:

- (a) that the seller and buyer have entered into an agreement for a sale that may constitute a bulk sale under the laws of ~~the State of Oklahoma~~ this state;
- (b) the date of the agreement;
- (c) the date on or after which more than ten percent (10%) of the assets were or will be transferred;
- (d) the date on or after which more than ten percent (10%) of the net contract price was or will be paid, if the date is not stated in the schedule of distribution;
- (e) the name and a mailing address of the seller;
- (f) any other business name and address listed by the seller pursuant to paragraph (a) of subsection (1) of Section 4 6-204 of this ~~act~~ title;
- (g) the name of the buyer and an address of the buyer from which information concerning the sale can be obtained;
- (h) a statement indicating the type of assets or describing the assets item by item;
- (i) the manner in which the buyer will make available the list of claimants as provided in paragraph (f) of subsection (1) of Section 4 6-204 of this ~~act~~ title if applicable; and
- (j) if the sale is in total or partial satisfaction of an antecedent debt owed by the seller, the amount of the debt to be satisfied and the name of the person to whom it is owed.

(4) For purposes of paragraphs (e) and (g) of subsection (3) of this section, the name of a person is the person's individual, partnership, or corporate name.

(5) The buyer shall give notice of the bulk sale not less than forty-five (45) days before the date of the bulk sale and, if the buyer gives notice in accordance with subsection (1) of this

section, not more than thirty (30) days after obtaining the list of claimants.

(6) A written notice substantially complying with the requirements of subsection (3) of this section is effective even though it contains minor errors that are not seriously misleading.

(7) A form substantially as follows is sufficient to comply with subsection (3) of this section:

Notice of Sale

(1) _____, whose address is _____, is described in this notice as the "seller".

(2) _____, whose address is _____, is described in this notice as the "buyer".

(3) The seller has disclosed to the buyer that within the past three (3) years the seller has used other business names, operated at other addresses, or both, as follows: _____.

(4) The seller and the buyer have entered into an agreement dated _____, for a sale that may constitute a bulk sale under the laws of the State of Oklahoma.

(5) The date on or after which more than ten percent (10%) of the assets that are the subject of the sale were or will be transferred is _____, and (if not stated in the schedule of distribution) the date on or after which more than ten percent (10%) of the net contract price was or will be paid is _____.

(6) The following assets are the subject of the sale: _____.

(7) (If applicable) The buyer will make available to claimants of the seller a list of the seller's claimants in the following manner: _____.

(8) (If applicable) The sale is to satisfy \$ _____ of an antecedent debt owed by the seller to _____.

(9) A copy of the schedule of distribution of the net contract price accompanies this notice.

SECTION 5. AMENDATORY 12A O.S. 1991, Section 9-401, is amended to read as follows:

Section 9-401. PLACE OF FILING; ERRONEOUS FILING; REMOVAL OF COLLATERAL.

(1) The proper place to file in order to perfect a security interest is as follows:

(a) when the collateral is equipment used in farming operations, livestock, farm products, or accounts, contract rights or general intangibles arising from or relating to the sale of farm products by a farmer, or consumer goods, then in the office of the county clerk in the county of the debtor's residence, or if the debtor is not a resident of this state, then in the office of the county clerk in the county where the goods are kept, and in addition, when the collateral is crops, in the office of the county clerk in the county where the land on which the crops are growing or to be grown is located;

(b) when the collateral is timber to be cut or is minerals or the like, including oil and gas, or accounts subject to subsection (5) of Section 9-103.1 of this title, or when the financing statement is filed as a fixture filing (Section 9-313 of this title) and the collateral is goods which are or are to become fixtures, then in the office where a mortgage on the real estate would be filed or recorded;

(c) in all other cases, in the office of the ~~county clerk of Oklahoma County~~ Secretary of State.

(2) Notwithstanding the provisions of subsection (1) of this section, a secured party asserting a security interest in farm products shall not have a protected interest against a buyer of farm products, commission merchant or selling agent absent compliance

with the provisions of Section ~~6~~ 9-307.6 or ~~7~~ 9-307.7 of this ~~act~~ title.

(3) A filing which is made in good faith in an improper place or not in all of the places required by this section is nevertheless effective with regard to any collateral as to which the filing complied with the requirements of this article and is also effective with regard to collateral covered by the financing statement against any person who has knowledge of the contents of such financing statement.

(4) A filing which is made in the proper county continues effective for four (4) months after a change to another county of the debtor's residence or place of business or the location of the collateral, whichever controlled the original filing. It becomes ineffective thereafter unless a copy of the financing statement signed by the secured party is filed in the new county within said period. The security interest may also be perfected in the new county after the expiration of the four-month period; in such case perfection dates from the time of perfection in the new county. A change in the use of the collateral does not impair the effectiveness of the original filing.

(5) The rules stated in Section 9-103.1 of this title determine whether filing is necessary in this state.

(6) Notwithstanding the preceding subsections of this section, and subject to subsection (3) of Section 9-302 of this title, the proper place and manner to file in order to perfect a security interest in collateral, including fixtures, of a transmitting utility is the office of the Secretary of State according to the provisions of Sections 17 and 18 of Title 46 of the Oklahoma Statutes. This filing constitutes a fixture filing (Section 9-313 of this title) as to the collateral described therein which is or is to become fixtures.

(7) For the purposes of this section, the residence of an organization is its place of business if it has one, or its chief executive office if it has more than one place of business.

SECTION 6. AMENDATORY 19 O.S. 1991, Section 264, is amended to read as follows:

Section 264. A county clerk may release over the telephone any information requested from files that are open to public inspection within the county clerk's office. There may be a fee not to exceed Three Dollars (\$3.00) for each individual phone request answered over the telephone. ~~The provisions of this section shall also apply to any Uniform Commercial Code information requested.~~ For the purposes of this act, an "individual phone request answered," is defined as the release by telephone of all information pertinent to any one individual. "Individual" includes husband and wife.

SECTION 7. AMENDATORY 28 O.S. 1991, Section 32, as last amended by Section 11, Chapter 292, O.S.L. 1993 (28 O.S. Supp. 1996, Section 32), is amended to read as follows:

Section 32. A. Notwithstanding any other provision of law county clerks shall charge and collect the following flat fees to be uniform throughout the state regardless of the recording method used, and the county clerks shall not be required to itemize or charge these fees pursuant to any other schedule, except as specifically provided by law:

1. For recording the first page of deeds, mortgages and any other instruments \$8.00
2. For recording each additional page of same instrument \$2.00
3. For furnishing hard copies of microfilmed records to bonded abstractors only, per page \$1.00
4. For furnishing photographic copies of photographic records, or of typewritten script or printed records, per page \$1.00

5. For recording plat of one block or less \$10.00
6. For recording plat of more than one block .. \$25.00
7. For certifying to any copy per page \$1.00
8. For recording an assignment of Tax Sale Certificate to be paid by the party purchasing \$5.00
9. For recording of any mark or brand and giving certificate for same \$5.00
10. For recording each certificate for estrays and forwarding description of same, as required by law \$1.00
11. a. For recording and filing of mechanics' or materialmen's liens which includes the release thereof \$10.00
- b. For preparing and mailing notice of mechanics' or materialmen's lien \$8.00
- c. For each additional page or exhibit \$2.00
12. For recording and filing of fictitious name partnership certificates \$5.00

To this fee shall be added the fees required by Sections 81 through 86 of Title 54 of the Oklahoma Statutes.

~~13. For filing and indexing an original financing statement or a continuation statement and for filing a termination statement and a statement of release therefor — \$10.00~~

~~(Section 9-403 of Title 12A)~~

~~14. For a filing pursuant to Section 6-209 of Title 12A of the Oklahoma Statutes — \$10.00~~

B. The fees prescribed in paragraph 4 of subsection A of this section shall be deposited into the County Clerk's Lien Fee Account, created pursuant to Section 265 of Title 19 of the Oklahoma Statutes in an amount not to exceed Ten Thousand Dollars (\$10,000.00) each fiscal year.

SECTION 8. AMENDATORY 28 O.S. 1991, Section 111, as last amended by Section 16, Chapter 69, O.S.L. 1996 (28 O.S. Supp. 1996, Section 111), is amended to read as follows:

Section 111. A. In addition to other fees provided for by law, the Secretary of State shall collect the following fees:

1. For affixing the certificate of the Secretary and the seal of the State of Oklahoma, Ten Dollars (\$10.00).

2. For copy of any paper or document to be paid for by the person demanding the same, One Dollar (\$1.00) per page, provided the minimum charge shall not be less than Two Dollars (\$2.00).

3. For filing an effective financing statement in the office of the Secretary of State pursuant to Section 9-307.6 of Title 12A of the Oklahoma Statutes, Ten Dollars (\$10.00).

4. For filing a continuation statement, partial release, assignment of or amendment to an effective financing statement filed in the office of the Secretary of State pursuant to Section 9-307.6 of Title 12A of the Oklahoma Statutes, Ten Dollars (\$10.00).

5. For filing a termination statement for an effective financing statement filed in the office of the Secretary of State pursuant to Section 9-307.6 of Title 12A of the Oklahoma Statutes, Ten Dollars (\$10.00).

6. For registering a buyer of farm products, commission merchant or selling agent as provided for in Section 9-307.6 of Title 12A of the Oklahoma Statutes, Fifty Dollars (\$50.00) per year.

7. For distributing a copy of the master list or portions thereof to buyers of farm products, commission merchants, and selling agents, as provided for in Section 9-307.6 of Title 12A of the Oklahoma Statutes, or for providing a copy of such master list or portions thereof to other interested parties, in accordance with the following fee schedule. Such fees may be paid annually or semi-annually:

a. For information requested for five or less counties:

Number of Farm Products	Photostatic Reproduction	Microfiche
-------------------------	--------------------------	------------

(1) 1 to 5 products	\$150 per year	...\$25 per year
---------------------------	----------------	------------------

- (2) 6 to 10 products \$200 per year ...\$50 per year
- (3) 11 to 20 products \$250 per year ...\$75 per year
- (4) over 20 products \$300 per year ..\$100 per year

b. For information requested for six to twenty-five counties:

Number of Farm Products	Photostatic Reproduction	Microfiche
(1) 1 to 10 products	\$200 per year ...	\$50 per year
(2) 11 to 20 products	\$250 per year ...	\$75 per year
(3) over 20 products	\$300 per year ..	\$100 per year

c. For information requested for twenty-six (26) to fifty counties:

Number of Farm Products	Photostatic Reproduction	Microfiche
(1) 1 to 10 products	\$250 per year ...	\$75 per year
(2) 11 to 20 products	\$300 per year ..	\$100 per year
(3) over 20 products	\$350 per year ..	\$125 per year

d. For information requested for over fifty counties:

Number of Farm Products	Photostatic Reproduction	Microfiche
(1) 1 to 10 products	\$300 per year ...	\$100 per year
(2) 11 to 20 products	\$350 per year ...	\$125 per year
(3) over 20 products	\$400 per year ...	\$150 per year

8. a. The Secretary of State is authorized to provide for the distribution of the master list or portions thereof to those persons specified in paragraph 7 of this subsection through electronic data or machine readable equipment or other communication media in such form and manner as is specified by the Secretary of State.

b. The Secretary of State is authorized to establish a fee system for such transfer of information pursuant

to this paragraph. Such fee shall not exceed the amount necessary to cover the costs of the Secretary of State in providing such transfer of information.

- c. In providing for the transfer of the information specified by this paragraph, the Secretary of State shall ensure the integrity of confidential information within the office of the Secretary of State through data security measures, internal controls and appropriate data base management.

9. For issuing a written confirmation of the existence or nonexistence of any effective financing statement on file in the office of the Secretary of State, Six Dollars (\$6.00).

10. The Secretary of State shall collect a fee of Twenty-five Dollars (\$25.00) for every apostille, which is a special certificate which is attached to a public foreign document in order to certify the authenticity of the signature, the capacity in which the person signing the document has acted and, where appropriate, the identity of the seal or stamp which it bears, issued.

11. For filing and indexing pursuant to Article 9 of Title 12A of the Oklahoma Statutes an original financing statement, a continuation statement, a termination statement, or a release of each of the foregoing, Ten Dollars (\$10.00).

12. For a filing made pursuant to Article 6 of Title 12A of the Oklahoma Statutes, Ten Dollars (\$10.00).

13. For each service rendered and not specified in this section, such fees as are allowed for similar services in other cases.

B. All of said fees shall be properly accounted for and shall be paid into the State Treasury monthly. The fees generated by paragraphs 1, 2 and 10 of subsection A of this section shall be deposited to the credit of the Revolving Fund for the Office of the Secretary of State created pursuant to Section 276.1 of Title 62 of

the Oklahoma Statutes. The fees generated by paragraphs 3 through 9 of subsection A of this section shall be deposited to the credit of the Central Filing System Revolving Fund created pursuant to Section 276.3 of Title 62 of the Oklahoma Statutes. The fees generated by paragraphs 11 and 12 of subsection A of this section shall be deposited to the credit of the General Revenue Fund.

SECTION 9. AMENDATORY 68 O.S. 1991, Section 3403, is amended to read as follows:

Section 3403. A. Notices of liens, certificates, and other notices affecting federal tax liens or other federal liens must be filed in accordance with the Uniform Federal Lien Registration Act.

B. After any notice required by the Uniform Federal Lien Registration Act to the owner of real property located in ~~the State of Oklahoma~~ this state, notices of liens upon real property for obligations payable to the United States and certificates and notices affecting the liens shall be filed in the office of the county clerk of the county in which the real property subject to the liens is situated.

C. Notices of federal liens upon personal property, whether tangible or intangible, for obligations payable to the United States and certificates and notices affecting the liens shall be filed as follows:

1. If the person against whose interest the lien applies is a corporation or a partnership whose principal executive office is in this state, as these entities are defined in the internal revenue laws of the United States, in the office of the ~~county clerk of Oklahoma County, Oklahoma~~ Secretary of State;

2. If the person against whose interest the lien applies is a trust that is not covered by paragraph 1 of this subsection, in the office of the ~~county clerk of Oklahoma County, Oklahoma~~ Secretary of State;

3. If the person against whose interest the lien applies is the estate of a decedent, in the office of the ~~county clerk of Oklahoma County, Oklahoma~~ Secretary of State;

4. In all other cases, in the office of the county clerk of the county where the person against whose interest the lien applies resides at the time of filing of the notice of lien.

SECTION 10. AMENDATORY 68 O.S. 1991, Section 3405, is amended to read as follows:

Section 3405. A. If a notice of federal lien, a refiling of a notice of federal lien, or a notice of revocation of any certificate described in subsection B of this section is presented to a filing officer who is:

1. The ~~county clerk of Oklahoma County, Oklahoma, he~~ Secretary of State, the filing officer shall cause the notice to be marked, held, and indexed in accordance with the provisions of subsection (4) of Section 9-403 of Title 12A of the Oklahoma Statutes as if the notice were a financing statement within the meaning of the Uniform Commercial Code; or

2. Any other officer described in Section ~~3~~ 3403 of this ~~act,~~ he title, the filing officer shall endorse thereon ~~his~~ an identification and the date and time of receipt and immediately file it alphabetically or enter it in an alphabetical index showing the name and address of the person named in the notice, the date and time of receipt, the title and address of the official or entity certifying the lien, and the total amount appearing on the notice of lien.

B. If a certificate of release, nonattachment, discharge, or subordination of any lien is presented to the ~~county clerk of Oklahoma County, Oklahoma,~~ Secretary of State for filing ~~he~~ the Secretary shall:

1. Cause a certificate of release or nonattachment to be marked, held, and indexed as if the certificate were a termination

statement within the meaning of the Uniform Commercial Code, but the notice of lien to which the certificate relates may not be removed from the files; and

2. Cause a certificate of discharge or subordination to be marked, held, and indexed as if the certificate were a release of collateral within the meaning of the Uniform Commercial Code.

C. If a refiled notice of federal lien referred to in subsection A of this section or any of the certificates or notices referred to in subsection B of this section is presented for filing to any other filing officer specified in Section ~~3~~ 3403 of this ~~act,~~ the title, the filing officer shall permanently attach the refiled notice or the certificate to the original notice of lien and enter the refiled notice or the certificate with the date of filing in any alphabetical lien index on the line where the original notice of lien is entered.

D. Upon request of any person, the filing officer shall issue ~~his~~ a certificate showing whether there is on file, on the date and hour stated therein, any notice of lien or certificate or notice affecting any lien filed under the Uniform Federal Lien Registration Act or the Uniform Federal Tax Lien Registration Act, naming a particular person, and if a notice or certificate is on file, giving the date and hour of filing of each notice or certificate. The fee for a certificate is One Dollar (\$1.00). Upon request, the filing officer shall furnish a copy of any notice of federal lien, or notice or certificate affecting a federal lien, for a fee of One Dollar (\$1.00) per page.

SECTION 11. NONCODIFICATION The provisions of Section 1 of this act shall not be codified in the Oklahoma Statutes.

SECTION 12. The provisions of Sections 2 through 10 of this act shall become effective June 29, 1998.

SECTION 13. It being immediately necessary for the preservation of the public peace, health and safety, an emergency is hereby

declared to exist, by reason whereof this act shall take effect and be in full force from and after its passage and approval.

46-1-1182

KSM