



# issues

## OUR BUSINESS IS SMALL BUSINESS

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### NEW POSTER ENCLOSED

The Florida Civil Rights Act prohibits discrimination in the workplace based on race, creed, color, sex, physical disability and national origin. Although already prohibited under federal law, the Florida Legislature has approved a new state law which adds pregnancy to the list of prohibited discrimination in the workplace.

The Florida Commission on Human Relations, the state agency that is responsible for enforcing the Florida Civil Rights Act, requires Florida employers to post an anti-discrimination poster at their place of business. As a result of the passage of this new law, the anti-discrimination poster has been changed to add pregnancy to the list of categories that are protected from discrimination under Florida law.

FUBA provides every member with an All-in-One poster that contains each state and federal employment-related poster that Florida employers must post at their place of business. **As a benefit of your FUBA membership, we have enclosed a FREE updated Florida Discrimination poster for your business.** Simply post the enclosed panel over the old panel on your All-in-One poster, and you will be in compliance with the updated discrimination poster requirement.

If you would like additional copies of the new anti-discrimination poster, please email our office at [fuba@fuba.org](mailto:fuba@fuba.org). Please include your business name, contact person, address and FUBA member number.

### FLORIDA ATTORNEY GENERAL SHUTS DOWN THREE SCAMS TARGETING FLORIDA BUSINESSES

The Florida Attorney General's office has obtained a temporary injunction and asset freezes against three companies for scams aimed at defrauding Florida businesses by selling free government issued materials, overcharging for optional business certificates and misleading business owners into paying for unnecessary annual minutes. The corporations, United Business Services, United Certificate Services and Corporate Filing Services of Florida are all located in Pinellas County, even though at least one of them uses a Tallahassee return address.

One of the scams operated through United Business Services targeted newly-registered businesses by soliciting payments for certificates of status. The Florida Division of Corporations sells certificates of status for \$8.75 for corporations and \$5 for LLC's. The certificates are optional and have no bearing on a business's official status with the state; however, United Business Services sent solicitations to businesses giving them the impression that the certificates were mandatory and requesting payments between \$47 and \$53 per certificate.

Another scam, operated through Corporate Filing Services of Florida, involved soliciting payments for annual minutes. The solicitations misled victims into believing annual minutes were the same as an annual report, which businesses are required to file with the state Division of Corporations (see article below). Corporate Filing Services of Florida solicited payments of \$125 for these annual minutes.

The final scam, also operated through Corporate Filing Services of Florida, involved soliciting payment of \$105 for employment

law posters. These posters are available either for free or at a much lower cost from other sources. [FUBA provides all members with a free All-in-One poster containing all required state and federal employment posters.]

The Attorney General's office is seeking a permanent injunction against the corporations as well as restitution for the businesses harmed by these unfair and deceptive trade practices. The Attorney General's Office is still gathering information about the scope of these scams.

If you believe you were a victim of these scams or any other unfair or deceptive trade practices, the Attorney General's office asks you to call them at 866-9NO-SCAM.

### **IS YOUR BUSINESS IN GOOD STANDING WITH THE STATE?**

Every corporation (INC) and limited liability company (LLC) in Florida is required to file an Annual Report with the Florida Department of State's Division of Corporations. Annual Reports are due to the state between January 1<sup>st</sup> and May 1<sup>st</sup> of each year. For 2015, this requirement applies to businesses formed in 2014 or earlier; new businesses that were formed this calendar year do not have to file their first Annual Report until 2016.

If your business is organized as either a corporation or LLC and you did not file your Annual Report this year, your business entity is in jeopardy of being dissolved by the Division of Corporations.

Once your business entity is dissolved, the state Division of Workers' Compensation can revoke any workers' compensation exemptions held by the company's officers. If your company remains dissolved for over a year, the state will no longer protect your company's name, and it will become available for other businesses to use.

If you did not file your company's Annual Report this year and you wish to keep your company in active status with the State of Florida, you should file your Annual Report and pay the appropriate fee no later than 5:00 p.m. EST on September 18<sup>th</sup> at **sunbiz.org** (Annual Reports can only be filed on-line).

Because you are filing the Annual Report after the due date of May 1<sup>st</sup>, a \$400 mandatory penalty will be due in addition to the Annual Report filing fee. For for-profit corporations, a total of \$550 will be due (normal filing fee of \$150 plus the \$400 penalty for filing late); for LLC's, you will have to pay \$538.75 (normal filing fee of \$138.75 plus the \$400 penalty for filing late).

A corporation or LLC that does not file its 2015 Annual Report by September 18<sup>th</sup> will be dissolved by the state on Friday, September 25<sup>th</sup>. After that point, if you wish to restore your company's active status with the state, you will have to submit a Reinstatement Application to the Florida Division of Corporations and pay a reinstatement fee. The reinstatement fee for for-profit corporations is \$600, plus the Annual Report filing fee of \$150 for each year you have not filed an Annual Report. For LLC's, the Reinstatement fee after dissolution is \$100, plus the Annual Report filing fee of \$138.75 for each year you have not filed an Annual Report.

If you need instructions on how to file your Annual Report, go to the Division of Corporations' website at **sunbiz.org**. Make sure the website says "Florida Department of State, Division of Corporations" with a picture of the State of Florida's flag across the top. Click on the button labeled "Get Online Annual Report Filing Instructions." If you want to go straight to your online Annual Report, click the button labeled "File Current Year Annual Report or Amended Annual Report." For the fastest processing time, you should pay the filing fee (including the \$400 penalty) using a credit or debit card.

If you can't remember whether you have filed your company's Annual Report for 2015, you can check by visiting the Division of Corporations' website at **sunbiz.org**. Click on "Search Our Records" on the left-hand side of the screen, then click on "Inquire by Name." Enter the name of your company, and the system will find your information.

If you have questions about the Annual Report requirement, you can call the Florida Division of Corporations at 850-245-6052.