

PROPOSED AMENDMENT OF RULE 2.105(D)(4)

Issue

Whether MCR 2.105(D)(4) should be amended to delete its reference to the Michigan Corporations, Securities & Commercial Licensing Bureau, Corporation Division, a non-existent entity, and amend it to state the correct entity, the Michigan Department of Licensing and Regulatory Affairs, Corporations, Securities & Commercial Licensing Bureau, with the addition of the phrase “or its successor”, as this entity’s name often changes between administrations?

Proponent

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Synopsis

MCR 2.105(D)(4) should be amended to read as follows (the proposed deleted text is struck through and the new text is underlined):

sending a summons and a copy of the complaint by registered mail to the corporation or an appropriate corporation officer and to the ~~Michigan Corporations, Securities & Commercial Licensing Bureau, Corporation Division~~ Michigan Department of Licensing and Regulatory Affairs, Corporations, Securities & Commercial Licensing Bureau, Corporations Division, or its successor if:

- (a) the corporation has failed to appoint and maintain a resident agent or to file a certificate of that appointment as required by law;
- (b) the corporation has failed to keep up its organization by the appointment of officers or otherwise; or
- (c) the corporation's term of existence has expired.

Background

Under both Governor Snyder and Governor Whitmer, this division was reorganized and moved making it difficult to comply with the court rule. Even seasoned attorneys have found it difficult to identify the correct entity to serve the summons and complaint. With this amendment, the correct division is named. Additionally, it also allows the rule to conform when administrations reorganize executive departments while putting attorneys and parties on notice to check to see if the organization name has changed.

Opposition

None known.

Prior Action by Representative Assembly

None known.

Fiscal and Staffing Impact on State Bar of Michigan

None known.

**STATE BAR OF MICHIGAN POSITION
By vote of the Representative Assembly on April 25, 2026**

Should the Representative Assembly adopt the proposed amendment to MCR 2.105(D)(4) to delete its reference to the Michigan Corporations, Securities & Commercial Licensing Bureau, Corporation Division, a non-existent entity, and amend it to state the correct entity, the Michigan Department of Licensing and Regulatory Affairs, Corporations, Securities & Commercial Licensing Bureau, with the addition of the phrase “or its successor”, as this entity’s name often changes between administrations?

- (a) Yes
- or
- (b) No