

GENERAL ASSEMBLY OF NORTH CAROLINA  
SESSION 2001

H

4

HOUSE BILL 1073  
Committee Substitute Favorable 6/11/01  
Third Edition Engrossed 6/13/01  
Senate Finance Committee Substitute Adopted 8/2/01

Short Title: Register of Deeds/Business Reinstatement.

(Public)

Sponsors:

Referred to:

April 10, 2001

A BILL TO BE ENTITLED

AN ACT TO CREATE AN AUTOMATION ENHANCEMENT AND PRESERVATION FUND AND EXPAND THE UNIFORM FEES FOR SERVICES CHARGED BY REGISTERS OF DEEDS, TO ENHANCE THE STANDARDS FOR INSTRUMENTS TO BE REGISTERED IN THE OFFICE OF THE REGISTER OF DEEDS, AND TO ALLOW THE SECRETARY OF STATE TO REINSTATE BUSINESS ENTITIES ADMINISTRATIVELY DISSOLVED BY THE SECRETARY.

The General Assembly of North Carolina enacts:

**SECTION 1.** G.S. 161-10(a) reads as rewritten:

"(a) Except as provided in G.S. 161-11.1 or 161-11.2, all fees collected under this section shall be deposited into the county general fund. While performing the duties of the office, the register of deeds shall collect the following fees which shall be uniform throughout the State:

- (1) Instruments in General. – For registering or filing any instrument for which no other provision is made by this section, whether written, printed, or typewritten, the fee shall be ~~six dollars (\$6.00)~~ twelve dollars (\$12.00) for the first ~~page, which page shall not exceed 8 1/2 inches by 14 inches,~~ page plus ~~two dollars (\$2.00),~~ three dollars (\$3.00) for each additional page or fraction thereof. ~~A page exceeding 8 1/2 inches by 14 inches shall be considered two pages.~~

When a document is presented for registration that consists of multiple instruments, the fee shall be ten dollars (\$10.00) for each additional instrument. A document consists of multiple instruments when it contains two or more instruments with different legal consequences or intent, each of which is separately executed and acknowledged and could be recorded alone.

1 (1a) Deeds of Trust, Mortgages, and Cancellation of Deeds of Trust and  
2 Mortgages. – For registering or filing any deed of trust or mortgage,  
3 whether written, printed, or typewritten, the fee shall be ~~ten dollars~~  
4 ~~(\$10.00)~~ twelve dollars (\$12.00) for the first page, ~~which page shall~~  
5 ~~not exceed 8 1/2 inches by 14 inches, page~~ plus ~~two dollars (\$2.00)~~  
6 three dollars (\$3.00) for each additional page or fraction thereof. A  
7 ~~page exceeding 8 1/2 inches by 14 inches shall be considered two~~  
8 ~~pages.~~

9 When a deed of trust or mortgage is presented for registration that  
10 contains one or more additional instruments, the fee shall be ten  
11 dollars (\$10.00) for each additional instrument. A deed of trust or  
12 mortgage contains one or more additional instruments if such  
13 additional instrument or instruments has or have different legal  
14 consequences or intent, each of which is separately executed and  
15 acknowledged and could be recorded alone.

16 For recording records of satisfaction, or the cancellation of record  
17 by any other means, of deeds of trust or mortgages, there shall be no  
18 fee.

19 (2) Marriage Licenses. – For issuing a license ~~forty dollars (\$40.00);~~ fifty  
20 dollars (\$50.00); for issuing a delayed certificate with one certified  
21 copy ~~five dollars (\$5.00);~~ twenty dollars (\$20.00); and for a  
22 proceeding for correction of ~~names in an~~ application, license or  
23 certificate, with one certified copy ~~five dollars (\$5.00).~~ ten dollars  
24 (\$10.00).

25 (3) Plats. – For each original or revised plat recorded twenty-one dollars  
26 (\$21.00) per sheet or page; for furnishing a certified copy of a plat  
27 ~~three dollars (\$3.00).~~ five dollars (\$5.00).

28 (4) Right-of-Way Plans. – For each original or amended plan and profile  
29 sheet recorded ~~five dollars (\$5.00).~~ twenty-one dollars (\$21.00) for the  
30 first page and five dollars (\$5.00) per page for each additional page.  
31 This fee is to be collected from the Board of Transportation.

32 (5) Registration of Birth Certificate One Year or More after Birth. – For  
33 preparation of necessary papers when birth to be registered in another  
34 county ~~five dollars (\$5.00);~~ ten dollars (\$10.00); for registration when  
35 necessary papers prepared in another county, with one certified copy  
36 ~~five dollars (\$5.00);~~ ten dollars (\$10.00); for preparation of necessary  
37 papers and registration in the same county, with one certified copy ~~ten~~  
38 ~~dollars (\$10.00).~~ twenty dollars (\$20.00).

39 (6) Amendment of Birth or Death Record. – For preparation of  
40 amendment and affecting correction ~~two dollars (\$2.00).~~ ten dollars  
41 (\$10.00).

- 1 (7) Legitimations. – For preparation of all documents concerned with  
2 legitimations ~~seven dollars (\$7.00)~~ ten dollars (\$10.00).
- 3 (8) Certified Copies of Birth and Death Certificates and Marriage  
4 Licenses. – For furnishing a certified copy of a death or birth  
5 certificate or marriage license ~~three dollars (\$3.00)~~ ten dollars  
6 (\$10.00). Provided however, a Register of Deeds may issue without  
7 charge a certified Birth Certificate to any person over the age of 62  
8 years.
- 9 (8a) Vital Records Network. – For obtaining access to the Vital Records  
10 Computer Network, two dollars (\$2.00).
- 11 (9) Certified Copies. – For furnishing a certified copy of an instrument for  
12 which no other provision is made by this section ~~three dollars (\$3.00)~~  
13 five dollars (\$5.00) for the first page, plus ~~one dollar (\$1.00)~~ two  
14 dollars (\$2.00) for each additional page or fraction thereof.
- 15 (10) Comparing Copy for Certification. – For comparing and certifying a  
16 copy of any instrument filed for registration, when the copy is  
17 furnished by the party filing the instrument for registration and at the  
18 time of filing thereof ~~two dollars (\$2.00)~~ five dollars (\$5.00).
- 19 (11) Uncertified Copies. – ~~When, as a convenience to the public, the~~  
20 ~~register of deeds who~~ supplies uncertified copies of instruments, or  
21 index pages, as a convenience to the public, he may charge fees that ~~in~~  
22 ~~his discretion~~ the register of deeds determines bear a reasonable  
23 relation to the quality of copies supplied and the cost of purchasing  
24 and maintaining copying and/or computer equipment. These fees may  
25 be changed from time to time, but the amount of these fees shall at all  
26 times be uniform and prominently posted in his office. ~~the office of the~~  
27 register of deeds.
- 28 (12) Notarial Acts. – For taking an acknowledgment, oath, or affirmation or  
29 performing any other notarial act the maximum fee set in G.S. 10A-10.  
30 This fee shall not be charged if the act is performed as a part of one of  
31 the services for which a fee is provided by this subsection; except that  
32 this fee shall be charged in addition to the fees for registering, filing, or  
33 recording instruments or plats as provided by subdivisions (1) and (3)  
34 of this subsection.
- 35 (13) **(Effective until July 1, 2001)** Uniform Commercial Code. – Such fees  
36 as are provided for in Chapter 25, Article 9, Part 4, of the General  
37 Statutes.
- 38 (13) **(Effective July 1, 2001)** Uniform Commercial Code. – Such fees as  
39 are provided for in Chapter 25, Article 9, Part 5, of the General  
40 Statutes.
- 41 (14) Torrens Registration. – Such fees as are provided in G.S. 43-5.
- 42 (15) Master Forms. – Such fees as are provided for instruments in general.

- 1 (16) Probate. – For certification of instruments for registration as provided  
2 in G.S. 47-14 two dollars (\$2.00).
- 3 (17) Qualification of Notary Public. – For administering the oaths of office  
4 to a notary public and making the appropriate record entries as  
5 provided in G.S. 10A-8 ~~five dollars (\$5.00)~~ ten dollars (\$10.00).
- 6 (18) Reinstatement of Articles of Incorporation. – For filing reinstatements  
7 of Articles of Incorporation prepared pursuant to G.S. 105-232; such  
8 fees as provided for instruments in general. The fee shall be paid by  
9 the corporation affected.
- 10 (19) Nonstandard Document. – For registering or filing any document not  
11 in compliance with the recording standards adopted under G.S. 161-  
12 14(b), the fee shall be twenty-five dollars (\$25.00) in addition to all  
13 other applicable recording fees."
- 14 ~~(19)~~ (20) Miscellaneous Services. – For performing miscellaneous services  
15 such as faxing documents, providing laminated copies of documents,  
16 expedited delivery of documents, and similar services, the cost of the  
17 service."

18 **SECTION 2.** Chapter 161 of the General Statutes is amended by adding a  
19 new section to read:

20 **"§ 161-11.3. Automation Enhancement and Preservation Fund.**

21 Ten percent (10%) of the fees collected pursuant to G.S. 161-10 and retained by the  
22 county shall be set aside annually and placed in a nonreverting Automation  
23 Enhancement and Preservation Fund, the proceeds of which shall be expended on  
24 computer and imaging technology in the office of the register of deeds. Nothing in this  
25 section shall be construed to affect the duty of the board of county commissioners to  
26 furnish supplies and equipment to the office of the register of deeds."

27 **SECTION 3.** G.S. 65-13(c) reads as rewritten:

28 "(c) The party removing or causing the removal of all such graves shall, within 30  
29 days after completion of the removal and reinterment, file with the register of deeds of  
30 the county from which the graves were removed and with the register of deeds of the  
31 county in which reinterment is made, a written certificate of the removal facts. Such  
32 certificate shall contain the full name, if known or reasonably ascertainable, of each  
33 decedent whose grave is moved, a precise description of the site from which such grave  
34 was removed, a precise description of the site and specific location where the decedent's  
35 remains have been reinterred, the full and correct name of the party effecting the  
36 removal, and a brief description of the statutory basis or bases upon which such removal  
37 or reinterment was effected. If the full name of any decedent cannot reasonably be  
38 ascertained, the removing party shall set forth all additional reasonably ascertainable  
39 facts about the decedent including birth date, death date, and family name.

40 ~~A fee of one dollar (\$1.00) for each page or portion of page of such~~ The fee for  
41 recording instruments in general, as provided in G.S. 161-10(a)(1), for registering a

1 certificate of removal facts shall be paid to the register of deeds of each county in which  
2 such certificate is filed for registration."

3 **SECTION 4.** G.S. 47-21 reads as rewritten:

4 "**§ 47-21. Blank or master forms of mortgages, etc.; embodiment by reference in**  
5 **instruments later filed.**

6 It shall be lawful for any person, firm or corporation to have a blank or master form  
7 of mortgage, deed of trust, or other instrument conveying an interest in, or creating a  
8 lien on, real and/or personal property, filed, indexed and recorded in the office of the  
9 register of deeds. When any such blank or master form is ~~filed with~~ filed, the register of  
10 ~~deeds, he~~ deeds shall record ~~the same, it~~ and shall index ~~the same it~~ in the manner now  
11 provided by law for the indexing of instruments recorded in ~~his office, the office of the~~  
12 register of deeds, except that the name of the person, firm or corporation whose name  
13 appears on such blank or master form shall be inserted in the indices as grantor and also  
14 as grantee. The fee for filing, recording and indexing such blank or master form shall be  
15 ~~five dollars (\$5.00).~~ that for recording instruments in general, as provided in G.S. 161-  
16 10(a)(1).

17 When any deed, mortgage, deed of trust, or other instrument conveying an interest  
18 in, or creating a lien on, real and/or personal property, refers to the provisions, terms,  
19 covenants, conditions, obligations, or powers set forth in any such blank or master form  
20 recorded as herein authorized, and states the office of recordation of such blank or  
21 master form, book and page where same is recorded such reference shall be equivalent  
22 to setting forth in extenso in such deed, mortgage, deed of trust, or other instrument  
23 conveying an interest in, or creating a lien on, real and/or personal property, the  
24 provisions, terms, covenants, conditions, obligations and powers set forth in such blank  
25 or master form. Provided this section shall not apply to Alleghany, Ashe, Avery,  
26 Beaufort, Bladen, Camden, Carteret, Chowan, Cleveland, Columbus, Dare, Gates,  
27 Granville, Guilford, Halifax, Iredell, Jackson, Martin, Moore, Perquimans, Sampson,  
28 Stanly, Swain, Transylvania, Vance, Washington and Watauga Counties."

29 **SECTION 5.** G.S. 161-14 reads as rewritten:

30 "**§ 161-14. Registration of instruments.**

31 (a) ~~The~~ After the register of deeds has determined that all statutory and locally  
32 adopted prerequisites for recording have been met, the register of deeds shall  
33 immediately register all written instruments presented to him for registration. When an  
34 instrument is presented for registration, the register of deeds shall endorse upon it the  
35 day and hour on which it was presented. This endorsement forms a part of the  
36 registration of the instrument. All instruments shall be registered in the precise order in  
37 which they were presented for registration. Immediately after endorsing the day and  
38 hour of presentation upon an instrument, the register of deeds shall index and  
39 cross-index it in its proper sequence. ~~He~~ The register of deeds shall then proceed to  
40 register it on the day that it is presented unless a temporary index has been established.

41 The register of deeds ~~may, in his discretion,~~ may establish a temporary index in  
42 which all instruments presented for registration shall be indexed until they are registered

1 and entered in the permanent indexes. A temporary index shall operate in all respects as  
2 the permanent index. All instruments presented for registration shall be registered and  
3 indexed and cross-indexed on the permanent indexes not later than 30 days after the  
4 date of presentation.

5 (b) All instruments presented for registration ~~shall be on paper and in ink of a~~  
6 ~~color, quality, size, and condition that will permit the production of legible and~~  
7 ~~permanent reproductions thereof by photographic or microphotographic processes. If an~~  
8 ~~instrument presented for registration is in a condition that will not permit such~~  
9 ~~reproduction, the register of deeds shall endorse thereon the following notation: "Record~~  
10 ~~of poor quality due to condition of original document." He shall then register the~~  
11 ~~instrument in the usual manner.~~ on paper shall meet all of the following requirements:

- 12 (1) Be eight and one-half inches by eleven inches or eight and one-half  
13 inches by fourteen inches.
- 14 (2) Have a blank margin of three inches at the top of the first page and  
15 blank margins of one-half inches on the remaining sides of the first  
16 page and on all sides of subsequent pages.
- 17 (3) Be typed or printed in black on white paper in a legible font. A font  
18 size no smaller than 10 points shall be considered legible.
- 19 (4) Have text typed or printed on one side of a page only.
- 20 (5) State the type of instrument at the top of the first page.

21 If an instrument does not meet these requirements, the register of deeds shall register  
22 the instrument after collecting the fee for nonstandard documents as required by G.S.  
23 161-10(a)(19) in addition to all other applicable recording fees.

24 (c) Transportation corridor official maps authorized under Article 2E of Chapter  
25 136 shall be registered and indexed by the end of the third business day after the  
26 business day the map is presented to the ~~Register of Deeds~~ register of deeds."

27 **SECTION 6.** G.S. 136-19.4(e) reads as rewritten:

28 "(e) The register of deeds in each county shall collect a fee from the Department  
29 of Transportation of ~~twenty one dollars (\$21.00) for the first page and five dollars~~  
30 ~~(\$5.00) for each additional page for each original or amended plan and profile sheet~~  
31 ~~recorded.~~ for recording right-of-way plans and profile sheets in the amount set out in  
32 G.S. 161-10."

33 **SECTION 7.** G.S. 55-14-22 reads as rewritten:

34 "**§ 55-14-22. Reinstatement following administrative dissolution.**

35 (a) A corporation administratively dissolved under G.S. 55-14-21 may apply to  
36 the Secretary of State for ~~reinstatement not later than five years after the effective date~~  
37 ~~of dissolution.~~ reinstatement. The application must:

- 38 (1) Recite the name of the corporation and the effective date of its  
39 administrative dissolution; and
- 40 (2) State that the ground or grounds for dissolution either did not exist or  
41 have been eliminated.
- 42 (3) Reserved.

1 (4) Repealed by Session Laws 1995, c. 539, s. 6.

2 (a1) If, at the time the corporation applies for reinstatement, the name of the  
3 corporation is not distinguishable from the name of another entity authorized to be used  
4 under G.S. 55-4-01, then the corporation must change its name to a name that is  
5 distinguishable upon the records of the Secretary of State from the name of the other  
6 entity before the Secretary of State may prepare a certificate of reinstatement.

7 (b) If the Secretary of State determines that the application contains the  
8 information required by ~~subsection (a) and subsection (a)~~ subsection (a) of this section, that the  
9 information is correct, ~~he~~ and that the name of the corporation complies with  
10 G.S. 55-4-01 and any other applicable section, the Secretary of State shall cancel the  
11 certificate of dissolution and prepare a certificate of reinstatement that recites ~~his~~ the  
12 Secretary of State's determination and the effective date of reinstatement, file the  
13 original of the certificate, and mail a copy to the corporation.

14 (c) When the reinstatement is effective, it relates back to and takes effect as of  
15 the date of the administrative dissolution and the corporation resumes carrying on its  
16 business as if the administrative dissolution had never occurred, subject to the rights of  
17 any person who reasonably relied to his prejudice upon the certificate of dissolution."

18 **SECTION 8.** G.S. 55-4-01(g) reads as rewritten:

19 "(g) The name of a corporation dissolved under Article 14 may not be used by  
20 another corporation ~~until~~ until one of the following occurs:

21 (1) In the case of a voluntary dissolution, the expiration of 120 days after  
22 the effective date of the ~~dissolution, or~~ dissolution.

23 (2) In the case of an administrative dissolution, the expiration of ~~the~~  
24 ~~period within which the corporation may be reinstated pursuant to G.S.~~  
25 ~~55-14-21, five years~~ after the effective date of the administrative  
26 dissolution.

27 ~~unless~~

28 (3) ~~the~~ The dissolved corporation changes its name to a name that is  
29 distinguishable upon the records of the Secretary of State from the  
30 names of other business corporations, nonprofit corporations, limited  
31 partnerships, or limited liability companies organized or transacting  
32 business in this State."

33 **SECTION 9.** G.S. 55A-14-22 reads as rewritten:

34 "**§ 55A-14-22. Reinstatement following administrative dissolution.**

35 (a) A corporation administratively dissolved under G.S. 55A-14-21 may apply to  
36 the Secretary of State for ~~reinstatement not later than five years after the effective date~~  
37 ~~of dissolution.~~ reinstatement. The application shall:

38 (1) Recite the name of the corporation and the effective date of its  
39 administrative dissolution; and

40 (2) State that the ground or grounds for dissolution either did not exist or  
41 have been eliminated.

1       (a1) If, at the time the corporation applies for reinstatement, the name of the  
2 corporation is not distinguishable from the name of another entity authorized to be used  
3 under G.S. 55A-4-01, then the corporation must change its name to a name that is  
4 distinguishable upon the records of the Secretary of State from the name of the other  
5 entity before the Secretary of State may prepare a certificate of reinstatement.

6       (b) If the Secretary of State determines that the application contains the  
7 information required by subsection (a) of this section, ~~and~~ that the information is  
8 correct, and that the name of the corporation complies with G.S. 55A-4-01 and any  
9 other applicable section, the Secretary of State shall cancel the certificate of dissolution  
10 and prepare a certificate of reinstatement that recites the Secretary of State's  
11 determination and the effective date of reinstatement, file the original of the certificate,  
12 and mail a copy to the corporation.

13       (c) When the reinstatement is effective, it relates back to and takes effect as of  
14 the effective date of the administrative dissolution and the corporation resumes carrying  
15 on its activities as if the administrative dissolution had never occurred, subject to the  
16 rights of any person who reasonably relied to his prejudice upon the certificate of  
17 dissolution."

18       **SECTION 10.** G.S. 55A-4-01(f) reads as rewritten:

19       "(f) The name of a corporation dissolved under Article 14 of this Chapter shall  
20 not be used by another corporation ~~until~~until one of the following occurs:

21       (1) In the case of a voluntary dissolution, the expiration of 120 days after  
22 the effective date of the ~~dissolution~~, ordissolution.

23       (2) In the case of an administrative dissolution, the expiration of ~~the~~  
24 ~~period within which the corporation may be reinstated pursuant to G.S.~~  
25 ~~55A-14-22,~~five years after the effective date of the administrative  
26 dissolution.

27 ~~unless~~

28       (3) ~~the~~The dissolved corporation changes its name to a name that is  
29 distinguishable upon the records of the Secretary of State from the  
30 names of other nonprofit corporations, business corporations, limited  
31 partnerships, or limited liability companies organized or transacting  
32 business in this State."

33       **SECTION 11.** G.S. 57C-6-03(c) reads as rewritten:

34       "(c) A limited liability company administratively dissolved under this section may  
35 apply to the Secretary of State for ~~reinstatement not later than five years after the~~  
36 ~~effective date of the administrative dissolution.~~ reinstatement. The procedures for  
37 reinstatement and for the appeal of any denial of the limited liability company's  
38 application for reinstatement shall be the same procedures applicable to business  
39 corporations under G.S. 55-14-22, 55-14-23, and 55-14-24. If, at the time the limited  
40 liability company applies for reinstatement, the name of the limited liability company is  
41 not distinguishable from the name of another entity authorized to be used under G.S.  
42 57C-2-30, then the limited liability company must change its name to a name that is



1 distinguishable upon the records of the Secretary of State from the name of the other  
2 entity before the Secretary of State may prepare a certificate of reinstatement. The  
3 effect of reinstatement of a limited liability company shall be the same as for a  
4 corporation under G.S. 55-14-22."

5 **SECTION 12.** G.S. 57C-2-30(f) reads as rewritten:

6 "(f) The name of a limited liability company dissolved under Article 6 of this  
7 Chapter may not be used by another limited liability company, business corporation,  
8 nonprofit corporation, or limited partnership ~~until~~until one of the following occurs:

9 (1) In the case of a dissolution pursuant to G.S. 57C-6-01, the later of (i)  
10 the date of filing of articles of dissolution pursuant to G.S. 57C-6-06 or  
11 (ii) the expiration of the time within which articles of dissolution of the  
12 limited liability company may be canceled pursuant to ~~G.S. 57C-6-~~  
13 ~~06.1; or~~G.S. 57C-6-06.1.

14 (2) In the case of an administrative dissolution pursuant to G.S. 57C-6-03,  
15 the expiration of ~~the period within which the limited liability company~~  
16 ~~may be reinstated pursuant to G.S. 57C-6-03, five years after the~~  
17 effective date of the administrative dissolution, if the limited liability  
18 company's period of duration stated in its articles of organization or  
19 written operating agreement has not ~~expired,~~expired.

20 unless

21 (3) ~~the~~The dissolved limited liability company changes its name to a  
22 name distinguishable upon the records of the Secretary of State from  
23 the names of other limited liability companies, business corporations,  
24 nonprofit corporations, or limited partnerships organized or transacting  
25 business in this State."

26 **SECTION 13.** G.S. 59-84.4(h) reads as rewritten:

27 "(h) A registered limited liability partnership or foreign limited liability  
28 partnership whose registration is revoked under this section may apply to the Secretary  
29 of State for ~~reinstatement not later than five years after the effective date of the~~  
30 ~~revocation.~~reinstatement. If, at the time the registered limited liability partnership  
31 applies for reinstatement, the name of the registered limited liability partnership is not  
32 distinguishable from the name of another entity authorized to be used under  
33 G.S. 55D-21, then the registered limited liability partnership must change its name to a  
34 name that is distinguishable upon the records of the Secretary of State from the name of  
35 the other entity before the Secretary of State may prepare a certificate of reinstatement.  
36 The procedures for reinstatement and for the appeal of any denial of the registered  
37 limited liability partnership or foreign limited liability partnership's application for  
38 reinstatement shall be the same procedures applicable to business corporations under  
39 G.S. 55-14-22, 55-14-23, and 55-14-24. The effect of reinstatement of a limited liability  
40 partnership shall be the same as for a corporation under G.S. 55-14-22."

41 **SECTION 14.** The Secretary of State shall report to the General Assembly  
42 by June 30, 2003, on whether a time limit should be placed upon the period of time

1 within which an entity may be permitted to apply for reinstatement from administrative  
2 dissolution or revocation.

3           **SECTION 15.** G.S. 161-10(a)(4), as amended in Section 1 of this act, is  
4 effective retroactively to January 1, 2001. The remainder of Section 1 and Sections 2  
5 through 4 of this act become effective January 1, 2002. Section 5 of this act becomes  
6 effective with respect to instruments executed on or after July 1, 2002. Sections 7  
7 through 13 of this act are effective when they become law and apply retroactively to  
8 applications for reinstatement made on or after December 1, 1999. The remainder of  
9 this act is effective when it becomes law.