

T.C.
BAŞBAKANLIK
Dış Ticaret Müsteşarlığı

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Konu : Bulgaristan Yeni Ticari Tescil Yasası

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**TÜRKİYE TİCARET, SANAYİ, DENİZ TİCARET
ODALARI VE TİCARET BORSALARI BİRLİĞİNE**

P.K. 96

06640 Bakanlıklar/ANKARA

Dışişleri Bakanlığı'ndan alınan bir yazı ile Bulgaristan'da 20 Nisan 2006 tarihinde kabul edilen yeni "Ticari Tescil Yasası'nın 1 Ekim 2006 tarihinde yürürlüğe girmesinin öngörüldüğü bildirilmektedir. Söz konusu yasanın gayri resmi İngilizce tercümesi Dışişleri Bakanlığı'ndan alınmakla ekte gönderilmektedir.

Söz konusu yazıda ayrıca, yeni yasanın Bulgaristan'da yeni faaliyete geçecek ve mevcut tüm girişimci/şirketlerin merkezi bir elektronik tescil kütüğüne kayıt edilmeleri yükümlülüğü getirdiği, mahkemede hakim kararıyla tescil edilme yönündeki eski uygulamaya son verildiği kaydedilmektedir.

Yazıda devamla, Ticari Tescil Yasası'nın getireceği yenilikler ve uygulanmasına ilişkin olarak Bulgaristan Adalet Bakanlığı'na bağlı Tescil Ajansı, ABD Uluslararası Kalkınma Ajansı (USAID) ve Bulgaristan'daki Amerikan Ticaret Odası işbirliğiyle 19 Temmuz 2006 tarihinde bir bilgilendirme toplantısının düzenlendiği ifade edilmektedir.

Söz konusu yazı ile Sofya Büyükelçiliğimiz yetkililerince de izlendiğinin bildirildiği anılan toplantıda, aşağıda belirtilen hususların dile getirildiği de ifade edilmektedir:

- "Yeni Tescil Yasası Bulgaristan'ın AB'ye tam üyelik yükümlülükleri çerçevesinde kabul edilmiştir. Yeni yasa, Bulgaristan'daki resmi kuruluşların yanısıra girişimci örgütleri ile Dünya Bankası, IMF ve USAID desteğiyle yürütülen ticari mevzuat alanındaki reform çabalarının ürünüdür.
- Yeni yasa, ticari firma ve girişimcilerin tescilinin mahkemelerde hakimlerce yapılması uygulamasına son vermekte, bunun yerine, merkezi ve kamuya açık elektronik bir tescil sistemi kurulmasını öngörmektedir. Böylelikle, ülke çapında ve merkezi hale getirilmiş, şeffaf, daha hızlı, etkin ve erişimi daha kolay bir kayıt sistemi tesis edilmiş olacaktır.
- Yeni yasa uyarınca, Bulgaristan'da eski sistem çerçevesinde kaydedilmiş olan mevcut girişimlerin de en geç üç yıllık bir süre içerisinde yeni sistemde tescillerini yenilemeleri gerekmektedir. Zamanında tescilini gerçekleştiremeyen firmaların tasfiyesi söz konusu olacaktır.
- Tescil (mevcut firmalar için yeniden tescil) işlemi iki yoldan yapılabilecektir: İlk olarak, girişimci/firmalar 28 adet bölgesel tescil birimlerinden birine bizzat başvurmak ve standart başvuru formları ile eklerini oluşturan bazı belgeleri sunmak suretiyle başvuru yapabileceklerdir. Sunulan belgeler tarayıcı vasıtasıyla elektronik ortama yani tescil kütüğünün web sitesine aktarılacaktır.

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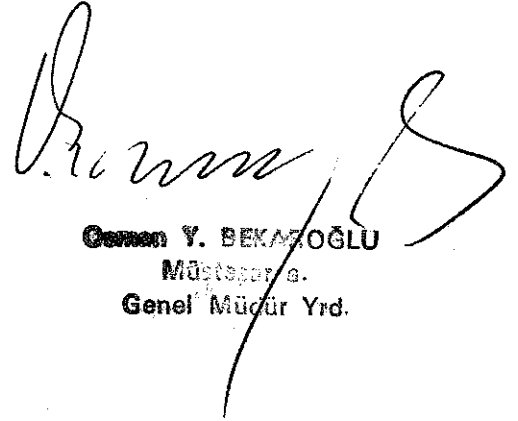
Yeni girişimcilerin belirli bir tescil ücreti ödemeleri gerekecek olup, ücret miktarı ayrıca belirlenecektir. Yeniden tescil yaptıran firmaların ise bu işlemi ücretsiz olarak yaptırmaları mümkündür. Yeniden tescil yaptracak girişimcilerin mahkemeden "Current Status" belgesi, şirketlerin ise "Article of Association Belgesi" temin etmeleri gerekmektedir.

İkinci yöntem, başvurunun yine gerekli formlar ve belgelerle elektronik yolla ve elektronik imza suretiyle yapılmasıdır.

- Yeni Tescil Kütüğü'ndeki bilgiler Bulgarca olacak, internet üzerinden herkese ücretsiz olarak erişim sağlanacaktır.
- Yeni Tescil Kütüğü'ne kayıt yaptıran firma/girişimcilerin başka kurumlar nezdindeki ticari tescil yükümlülükleri (örneğin Bulstad) ortadan kaldırılacak, başka bir ifadeyle, yalnızca yeni Kütüğe tescilleri yeterli olacaktır.
- Tescil Kütüğü'ne kayıt yaptıran firmalara bir kimlik numarası verilecektir."

Yazıda ayrıca, çeşitli sorulara cevaben Bulgar yetkililerin 1 Ekim 2006 tarihinde geçilmesi için yoğun bir çaba içerisinde olduklarını, altyapı ve personel ihtiyaçlarını anılan tarihe kadar karşılamaya gayret gösterdiklerini, bunu başaramamaları halinde uygulamanın 1 Ocak 2007 tarihine ertelenmesi olasılığının da mevcut olduğunu, 1 Ekim tarihinde uygulamaya geçilmeden önce oluşturulacak web sitesinde tescil konusunda ön bilgilerin yer alacağını dile getirdikleri bildirilmektedir.

Bilgilerini ve gereğini rica ederim.



Osman Y. BEKAROĞLU
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EK:

Ticari Tescil Yasası (16 Sayfa)

COMMERCIAL REGISTER ACT

*Published in the State Gazette, issue No 34 of April 25, 2006
In force as of October 1, 2006*

Chapter One GENERAL PROVISIONS

Scope

Art. 1. This Act regulates the commercial registration, the keeping, storing and access to the Commercial Register, as well as the effect of entries, deletions and publications therein.

Definition

Art. 2. (1) The Commercial Register is a uniform centralized electronic database containing the particulars entered as per Art. 4 and the acts published as per Art. 5 and shall be operated by an information system.

(2) A separate electronic file shall be kept for each merchant or branch of a foreign merchant.

Keeping and Storing of the Commercial Register

Art. 3. (1) The Commercial Register shall be kept by the Registry Agency under the Minister of Justice, hereinafter referred to as the Agency.

(2) The Commercial Register shall be stored by the Agency in such a way as to guarantee the security of the information contained in it.

(3) The Agency shall provide the National Revenue Agency and other entities, determined by law, with an automatic output of information on registered merchants and branches of foreign merchants and the particulars relating to them, as well as on the acts published in the Commercial Register.

Particulars Subject to Entry

Art. 4. Merchants, branches of foreign merchants and the particulars related to them and determined by law as subject to entry shall be entered into the Commercial Register.

Acts Subject to Publication

Art. 5. Acts relating to merchants and branches of foreign merchants which are determined by law as subject to publication shall be published in the Commercial Register.

Obligation to Declare and Submit

Art. 6. (1) Each merchant is under the obligation to apply to be entered in the Commercial Register by declaring the particulars subject to entry and to submit those acts which are subject to publication.

(2) Each person obliged to declare particulars to be entered or to submit acts to the Commercial Register shall do so within 7 days of the occurrence of the particular or of the adoption of the act, unless other term is required by law.

(3) Annual financial reports shall be published in the Commercial Register no later than the thirtieth day of June in the year following the one to which the report refers.

Effect of Entry

Art. 7. (1) Entered particular shall be deemed known to third bona fidae parties as of the moment of the entry. Within 15 days after the entry, the particular cannot be asserted to third parties who prove that it has been impossible for them to learn those particulars.

(2) Any third parties may refer to the particular subject to entry even if those particulars have not yet been entered, unless the law prescribes that it shall be effective only after the entry is made.

Effect of Deletion

Art. 8. Deletion of an entry shall terminate its effect as of the moment of the deletion.

Effect of Publication

Art. 9. (1) Publication of an act shall make it public.

(2) The acts submitted as per Art. 5 shall be deemed known to third parties as of the moment of their publication.

Trust in the Commercial Register

Art. 10. (1) Any third bona fidae party may refer to an entry or to a publication even if the particular entered or the act published does not exist.

(2) The non-entered particulars shall be deemed non-existent for the third bona fidae parties.

Publicity

Art. 11. The Commercial Register shall be public. Any person shall be entitled to have free access to it and to the documents on the basis whereof the entries, deletions and publications have been made.

Fees

Art. 12. (1) State fees shall be paid for entry in the Commercial Register, issuing of certificates, reserving a business name and consignment of the database as per a tariff approved by the Council of Ministers.

(2) The Agency shall provide specialized services of automated access to the Commercial Register at a fee specified in the tariff referred to under Para. (1).

(3) Access to the Commercial Register by national and local bodies of authority, local administrative bodies and those persons to whom public service has been assigned through official channels shall be free. The procedures for such access shall be regulated by an act of the Council of Ministers.

Chapter Two REGISTRATION PROCEDURE

Application

Art. 13. (1) Entries, deletions and publications shall be made on the basis of application forms.

(2) Each application shall contain:

1. applicant information;
2. information about the merchant or branch of a foreign merchant regarding whose file an entry, deletion or publication is applied for;
3. the particulars subject to entry, the entry whose deletion is requested or the act subject to publication; and
4. applicant's signature.

(3) All documents required by law, respectively the act subject to publication shall be enclosed with the application.

(4) Applications and judicial acts filed on paper may be submitted at any territorial unit of the Agency as per the district courts seats.

(5) The applicant shall sign a declaration of the authenticity of the particulars declared by him/her or of the adoption of the submitted acts.

(6) The applicant's identity is to be verified before the application is accepted.

Judicial Acts

Art. 14. Entries, deletions and publications shall be made instantly also on the basis of judicial acts, in all cases provided for by the law. The court shall ex officio deliver the judicial acts to the Agency.

Applicant

Art. 15. (1) Any entry, deletion or publication shall be applied for by a merchant in person or on his/her behalf through legal representatives of his/hers, or, in the cases provided for by the law, on behalf of another person.

(2) In case of changes in the representative bodies of a company or in the agency the application shall be filed by the newly appointed body or agent.

Hard Copies

Art. 16. (1) All applications, judicial acts and appeals filed on paper shall be entered into the information system by means of making electronic copies of them and all documents enclosed with them. A clerk at the Agency shall certify, on each page, that the electronic copies of the documents are identical to the originals submitted on paper.

(2) Unless proved otherwise, the electronic document created through the procedure referred to in Para. (1) shall be considered identical to the original document submitted on paper.

(3) The documents submitted by applicants as per Para. (1) shall be stored by the Agency at its territorial units where the merchant's initial registration has been made.

(4) No inquiries shall be made and no certificates shall be issued regarding the documents specified in Para. (1) unless in case of litigation.

Electronic Form

Art. 17. The Agency shall provide for the possibility for applications, judicial acts and appeals against rejections to be submitted and documents to be sent in electronic form and filed by electronic means in accordance with the conditions and procedures specified by the Electronic Documents and Electronic Signatures Act.

Language

Art. 18. (1) Applications and all attachments thereto shall be filed in the Bulgarian language.

(2) The documents referred to in Para. (1) may also be submitted in any of the official languages of the European Union. In that case the documents shall be presented together with a certified translation into Bulgarian.

(3) In case of differences between the text in the original document and in its translation, the Bulgarian translation shall prevail. Any third party may refer to the text submitted unless the merchant proves that the Bulgarian translation was known to that third party.

Review of Applications

Art. 19. (1) Entry, deletion and publication applications shall be reviewed by registration officers in the order in which they have been received.

(2) The registration officer shall grant or reject an application for entry or deletion no later than the end of the first workday after it has been received, unless otherwise provided for by law.

(3) The registration officer shall grant or reject an application for publication immediately.

Registration Officer

Art. 20. (1) The position of registration officer shall be occupied by a person who is a law graduate, is licensed to practice, and has practiced law for no less than 3 years.

(2) The registration officer is a public servant.

(3) The executive director of the Registry Agency shall be a person who is a law graduate and has practiced law for no less than 5 years.

Scope of Review

Art. 21. The registration officer shall review if:

1. an application has been filed for the requested entry, deletion or publication;
2. the particular declared is subject to entry or the act submitted is subject to publication;
3. the application is filed by a person of due capacity;
4. all documents as required by the law, respectively the act subject to publication, have been enclosed with the application;
5. the documents referred to in Sect. 4 herein prove the actual existence of the particulars declared for entry;
6. a declaration as per Art. 13, Para. (5) has been submitted;
7. no other person has rights over the business name and whether the business name satisfies the requirements of Art. 7, Para. 2 of the Commercial Act at initial entry or change of business name;
8. the state fee due has been paid.

Entry, Deletion and Publication

Art. 22. (1) The registration officer shall perform the entry of particular, deletion of entry or publication of the act submitted within the term specified under Art. 19, when the requirements provided for under Art. 21 have been satisfied.

(2) Entry and deletion shall be performed by consecutive input of information on the relevant particular into the Commercial Register.

(3) Publication shall be performed by transfer of the contents of the act submitted into the Commercial Register in an automatically processable format.

Uniform Identification Code

Art. 23. (1) The Agency shall assign a uniform identification code, hereinafter referred to as UIC, which is obligatory for each entity entered in the Commercial Register.

(2) The uniform identification code shall be determined upon the initial entry of merchants and branches of foreign merchants into the Commercial Register and shall remain unchanged until those are deleted.

(3) The way the UIC shall be generated shall be determined by the regulation under Art. 31.

(4) If the UIC is indicated, no state administration or local governance bodies of authority, or persons exercising public functions shall have the right to demand any proof of

the particulars entered in the Commercial Register, or submission of acts published in the Commercial Register.

Rejection

Art. 24. (1) The registration officer shall issue a motivated rejection in case any of the requirements under Art. 21 has not been satisfied. The writ of rejection shall be serviced to the applicant immediately after it has been issued as per the procedures regulated by the Civil Procedure Code.

(2) When the applicant has specified in the application that he/she would like to receive notices electronically, the rejection shall be sent to the electronic address specified by him/her. In that case no confirmation of delivery shall be required.

Appeals

Art. 25. (1) The rejection shall be subject to appellate review before the district court as per the seat of the merchant or the branch of a foreign merchant within 7 days of its service.

(2) The appeal shall be filed through the Agency. The Agency shall immediately send the appeal to the court, together with the attachments to it, the writ of rejection, the application and the attachments to it.

(3) In case it is technologically impossible for the court to receive the documents referred to under Para. (2) by electronic means, they shall be printed on paper, certified by a clerk at the Agency and sent to the court.

(4) One-member judge panel of the district court shall review the appeal at a closed hearing following the procedures of Chapter XIIa of the Civil Procedure Code. The decision of the court shall be subject to appellate review within 7 days of its announcement before the relevant court of appeal, whose decision shall be final.

(5) In case the rejection has been overridden, the court shall issue a decision giving the Agency binding instructions on how it shall perform the requested entry, deletion or publication.

New Application

Art. 26. In case of rejection or if the requested entry, deletion or publication has not been performed within the term specified under Art. 19, the applicant may file a new application for entry or deletion of the same particular or for publication of the same act. The new application shall be reviewed in the sequence of its receiving.

Inaccuracies and Gaps

Art. 27. Any inaccuracies or gaps in the entries of particulars, deletions of entries or publications of acts, including in case of discrepancies between the data specified in the application and those in the attachments thereto shall be corrected through new entries or publications.

Liability for Inaccuracies and Gaps

Art. 28. The Agency shall be liable for the damages caused due to inaccuracies or gaps committed by transferring the information from the application or judicial act into the Commercial Register. Such inaccuracies and gaps shall be corrected ex officio.

Safeguard against Entry

Art. 29. (1) Any legally interested party, as well as the prosecutor, may file a lawsuit to ascertain nullity or inadmissibility of an entry, as well as inexistence of a particular entered.

(2) Lawsuits as per Para. 1 shall be filed before the district court as per the seat of the merchant or branch of a foreign merchant to whom the entry relates.

Deletion of Entries

Art. 30. (1) If the lawsuit is rendered, the deletion of the entry shall be made by the Agency pursuant to Art. 14, upon request by the interested party or by the prosecutor.

(2) In case of cancellation of a resolution of a body of the merchant on which an entry is based, that entry shall be deleted in accordance with Para. (1).

Regulation

Art. 31. (1) The Minister of Justice shall issue a regulation on keeping, storing and accessing the Commercial Register.

(2) The regulation shall determine the application forms, exhaustively list the attachments to them for each type of entry, deletion or publication in accordance with legal requirements, and the format of the electronic documents.

Chapter Three PUBLICITY

Inquiries

Art. 32. (1) Everyone may request and make inquiries regarding the existence or non-existence of a particular entered or an act published in the Commercial Register.

(2) Inquiries in the Commercial Register may be made by:

1. name, respectively business name, or UIC of the merchant or the branch of a foreign merchant;

2. name, respectively business name, or UIC of a partner or a sole owner of company's capital;

3. name, respectively business name, or UIC of a member of the management bodies of a merchant that is a legal entity.

(3) Inquiries within the file of a separate merchant or branch of a foreign merchant, and its predecessors in interest and successors in interest, may be made on the basis of each particular entered or act published.

Content of Inquiries and Certificates

Art. 33. (1) Inquiries and certificates may contain excerpts of the Commercial Register or copies of the documents on the basis whereof entry, deletion or publication has been made.

(2) Certificates may also be issued certifying that regarding certain merchant or branch of a foreign merchant a certain particular has not been entered.

(3) The inquiries shall be either oral or written.

(4) The certificates shall be official documents.

Making Inquiries and Issuing Certificates

Art. 34. (1) Inquiries shall be made and certificates shall be issued immediately at any territorial unit of the Agency.

(2) The Agency shall provide for a possibility for making inquiries via remote access, as well as for issuing written inquiries and certificates in electronic form and transmitting them by electronic means.

Chapter Four BUSINESS NAME RESERVATION

Business Name Reservation

Art. 35. (1) Everyone may reserve a business name before filing an application for entry.

(2) A business name shall be reserved based on an application form filed by the interested party, by immediate registration in the Commercial Register in the sequence the application has been received.

(3) Regarding each application a review shall be made of whether any other party has rights over the relevant business name and whether the state fee due has been paid.

Effect

Art. 36. Reservations shall be valid for a period of two months and shall preclude other merchants from entry in the Commercial Register under the same business name.

Ban on Transfers

Art. 37. Reserved business names are imprescriptible and may not be transferred.

Chapter Five FUNDING THE COMMERCIAL REGISTER

Self-Funding Principle

Art. 38. (1) The activities relating to keeping, storing and developing the Commercial Register shall be funded by the fees determined by virtue of the present Act, as well as by funds from national, regional and international programs and projects, and international agreements.

(2) The revenues from the fees determined by virtue of the present Act may only be used to fund the keeping, storing and developing of the Commercial Register.

(3) In case the funds referred to in Para. 1 are not sufficient to cover the costs of the activities relating to keeping and storing the Commercial Register, the necessary funds shall be granted by means of a subsidy out of the Ministry of Justice's budget.

(4) If the revenues from the fees determined hereby exceed the expenditures for keeping and storing the Commercial Register, that should be regarded as a prerequisite for reduced fees during the following financial year.

Development of the Register

Art. 39. (1) Twenty five percent of the fees collected under this Act, as well as 25 percent of the fines and sanctions imposed for violation of the present Act shall be spent only for the development of the material basis, for providing higher qualification and for employee incentives at the Agency under the terms and in a manner determined by a regulation issued by the Minister of Justice.

(2) The funds for employee incentives may not exceed 25 percent of the annual amount of the funds allocated for staff salaries.

Chapter Six ADMINISTRATIVE AND PENAL PROVISIONS

Violations and Fines

Art. 40. (1) Any person obliged to apply a particular as per Art. 4 for an entry or to submit an act as per Art. 5 for a publication who fails to do so by the deadline set by the law shall be liable to pay a fine amounting to BGN 500 to BGN 1000.

(2) Any person obliged to submit the acts adopted in accordance with Art. 33, 37 and Art. 40, Para. (1) of the Accountancy Act who fails to do so by the deadline as per Art. 6, Para. (3), shall be liable to pay a fine amounting to BGN 1500 to BGN 3000.

(3) If the person penalized with a fine fails to apply for entry or submit the acts by the specified deadline, that person shall be liable to pay the fines under Para. (1) and (2) each month until the required actions have been performed.

(4) The fines under Para. (1) and (3) shall also apply to any official at the Agency who, despite being obliged to do so, fails to perform the required entry, deletion or publication in the Commercial Register, or to issue a rejection.

(5) Fines amounting to BGN 100 to BGN 500 shall be imposed on the officials who violate Art. 23, Para. (4).

Ascertaining Violations and Imposing Fines

Art. 41. (1) The violations shall be ascertained by tickets drawn up by officials appointed by the Executive Director of the Agency, and the penal orders shall be issued by the Executive Director of the Agency or by officials empowered by him/her.

(2) The ascertainment of the violations, the issuing, appealing and enforcement of penal orders shall be performed according to the Administrative Offences and Penalties Act.

ADDITIONAL PROVISION

§ 1. For the purposes of this act "by electronic means" shall mean the transfer of data in digital form by means of electronic equipment for the processing, including digital compression and storage of the information, the transfer being performed by wire, by radio waves, by optical, electromagnetic or other means.

TRANSITIONAL AND FINAL PROVISION

§ 2. (In force as of April 25, 2006) **(1)** The Council of Ministers and the regional governors shall grant the Agency buildings or premises no later than July 1, 2006 for the needs arising from the registers which it keeps.

(2) Until the buildings referred to under Para. (1) are granted the Supreme Judicial Council shall grant the agency premises in the district courts for the registers which it keeps.

§ 3. (In force as of April 25, 2006) **(1)** Within one month after the present Act is published, the district courts shall give the Agency free of charge structured data in electronic form about the merchants and branches of foreign merchants registered in commercial registers and registers of cooperatives, as well as the data on the business names reserved.

(2) Within the term specified under Para. (1) the Supreme Judicial Council and the Minister of Finance shall organize the free of charge granting to the Agency by the district courts of permanent and unlimited access for electronic information exchange to the information systems used so far by the courts about the merchants and branches of foreign merchants entered in the commercial registers and the registers of cooperatives, as well as the information on the business names reserved.

(3) The procedures for the information exchange referred to under Para. (2) shall be regulated in a joint act by the Minister of Justice and the Minister of Finance issued within the term referred to under Para. (1).

(4) The Supreme Judicial Court shall, within the term referred to under Para. (1) and upon a proposal by the chairpersons of the district courts, provide the agency with a list of the court officials occupying the position of "district court secretary" who are to be transferred to

the Agency. The labour relations between those officials and the Agency shall be settled in accordance with Art. 123 of the Labour Code as of the day the present Act is enforced.

§ 4. (1) Merchants and branches of foreign merchants registered in commercial registers and registers of cooperatives shall be obliged to re-register in accordance with the present Act within 3 years of its entry into force. No state fee for re-registration will be due.

(2) The re-registration referred to under Para. (1) shall be effected by means of entry into the Commercial Register of the merchant or branch of a foreign merchant and of the relevant particulars relating to it on the basis of an application by the merchant or respectively the manager of the branch of a foreign merchant, together with a current status certificate on its registration, in which the court shall specify the merchant's or the branch's BULSTAT code. Companies and cooperatives shall also submit an up-to-date company agreement or articles of association certified by their managing body.

(3) The court of registration shall issue the certificates referred to under Para. (2) within three days after they are requested. No state fee for those certificates shall be due.

(4) After the certificates referred to under Para. (2) have been given to the merchant or the branch of a foreign merchant, the court shall immediately provide the Agency with access for obtaining an electronic copy of the whole numbered company file. The electronic copy shall be made jointly by a court official and a representative of the Agency. After the Agency has processed and entered the electronic copy of the company file into the Commercial Register, the court shall archive the company file.

(5) Within 14 days after a request thereof is filed, the agency shall issue all inquiries and certificates of the documents upon which the entries, deletions or publications have been made in relation to the re-registered merchants or respectively branches of foreign merchants before the re-registration within the term referred to under Para. (1)

(6) In case of coincidence of the business names of two or more merchants found out when a re-registration application is filed, the Agency shall notify thereof all merchants whose business names coincide and grant the merchant applying for re-registration a two-month term for applying for a change of the business name. If the merchant fails to apply for a change of the business name, the Agency shall re-register the merchant in accordance with the certificate referred to under Para. (2), adding to the business name the name of the city or town where the court in which the company is registered has its seat. Until the term referred to under Para. (1) expires, the coincidence of business names and registered offices of merchants shall be ascertained using the data referred to under § 3.

(7) Together with the re-registration application, an application for entry, deletion or publication of new particulars can also be filed.

(8) When submitting to the Commercial Register acts for 2006 as per Art. 33, 37 and Art. 40, Para. (1) of the Accountancy Act, merchants shall also submit the relevant acts for 2004 and 2005.

(9) At re-registration merchants and branches of foreign merchants shall be excluded from the BULSTAT register and their BULSTAT codes shall turn into UICs of the merchants.

§ 5. (1) Upon the expiry of the term referred to under § 4, Para. (1), the court shall ex officio issue certificates as per § 4, Para. (2) to the sole proprietors and branches of foreign merchants that have not re-registered and send those to the Agency in accordance with Art. 14. The Agency shall ex officio enter into the Commercial Register the sole proprietors and branches of foreign merchants that have not re-registered in due time and immediately delete, respectively close them.

(2) Upon the expiry of the term referred to under § 4, Para. (1), the court shall ex officio issue certificates as per § 4, Para. (2) to the companies and cooperatives that have not re-registered and send those to the Agency in accordance with Art. 14. and provide the Agency with access for obtaining electronic copies of their company files in accordance with § 4, Para. (4). After the agency has processed and entered the electronic copy of the company file into the Commercial Register, the court shall archive the company file. The Agency shall ex officio enter the merchant and the termination of its activities, appoint a liquidator, specify his/her remuneration and the term for liquidation.

(3) The liquidator of merchants terminated in accordance with Para. (2) shall be a general partner in the case of personal companies or a member of the managing body in the case of capital companies or cooperatives. If no such person can be traced within 6 months after the merchant's activities have been terminated, the Agency shall ex officio appoint a liquidator out of its list of liquidators.

(4) The merchant shall cover the costs for the liquidation proceedings. The members of the managing bodies shall be jointly and unlimitedly liable for the merchant's obligations relating to the liquidation proceedings.

(5) In case that a liquidator has been appointed in accordance with Para. (3), clause 2. and the merchant's property is not sufficient to cover the costs of liquidation, those costs shall be covered by the Agency out of the fees collected in accordance with Art. 12. The liquidators appointed ex officio shall complete the proceedings within 6 months of their appointment.

§ 6. All registry proceedings initiated before the present Act has been enforced shall be completed by the court in accordance with the procedures applied by now.

§ 7. The Cooperatives Act shall be amended as follows:
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§ 8. The BULSTAT Register Act shall be amended as follows:
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§ 9. The Civil Procedure Code shall be amended as follows:
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§ 10. The Tax and Insurance Procedure Code shall be amended as follows:
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§ 11. The Social Insurance Code shall be amended as follows:
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§ 12. The Human Pharmaceuticals and Pharmacies Act shall be amended as follows:
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§ 13. The Agricultural Producers Assistance Act shall be amended as follows:
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§ 14. The phrase "the court" in Art. 41, Para. (1) of the Corporate Income Taxation Act shall be replaced by the phrase "the Commercial Register".

§ 15. The Workers' and Employees' Guaranteed Receipts in case of Employers' Insolvency Act shall be amended as follows:
.....

§ 16. The Movie Industry Act shall be amended as follows:
.....

§ 17. The Tourism Act shall be amended as follows:
.....

§ 18. The Agricultural and Forestry Equipment Registration and Control Act shall be amended as follows:
.....

§ 19. The word "court" in Art. 111, Sect. 2 of the Radio and Television Act shall be replaced by the word "commercial".

§ 20. Art. 6, Para. (3), Sect. 1 of the Public Order during Sports Events Act shall be amended as follows:
.....

§ 21. The Patron Act shall be amended as follows:
.....

§ 22. The Medical Institutions Act shall be amended as follows:
.....

§ 23. The Communications Act shall be amended as follows:
.....

§ 24. After the word "the court" in Art. 51a, Para. (5) of the Physical Education and Sports Act, the phrase "respectively the commercial" shall be added.

§ 25. Art. 167, Para. (2), Sect. 1 of the Spatial Planning Act shall be amended as follows:
.....

§ 26. The Tobacco and Tobacco Products Act shall be amended as follows:
.....

§ 27. The Grain Storage and Trade Act shall be amended as follows:
.....

§ 28. The Postal Services Act shall be amended as follows:
.....

§ 29. The phrase "the relevant district court" in § 1, Sect. 5 of the Additional Provision of the Small and Medium-Sized Enterprises Act shall be replaced by the phrase "the Registry Agency".

§ 30. The phrase "the court in which district its seat is located" in Art. 7 of the Investment Encouragement Act shall be replaced by the phrase "the Registry Agency".

§ 31. The Commodity Exchanges and Marketplaces Act shall be amended as follows:
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§ 32. The Private Security Guard Activities Act shall be amended as follows:
.....

§ 33. The Excise Duties and Tax-Bond Warehouses Act shall be amended as follows:
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§ 34. The Road Traffic Act shall be amended as follows:
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§ 35. The Waste Management Act shall be amended as follows:
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§ 36. The Foods Act shall be amended as follows:
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§ 37. The Act on Administrative Regulation of the Production of and Trade in Optical Discs, Matrices and Other Data Carriers Containing Copyright Materials shall be amended as follows:
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§ 38. The Wine and Spirits Act shall be amended as follows:
.....

§ 39. The Animal Husbandry Act shall be amended as follows:
.....

§ 40. The Handicrafts Act shall be amended as follows:
.....

§ 41. The Biological Diversity Act shall be amended as follows:
.....

§ 42. The Forestry Act shall be amended as follows:
.....

§ 43. The phrase "The district court shall enter the privatisation fund" in Art. 15 of the Privatisation Funds Act shall be replaced by "The privatisation fund shall be registered".

§ 44. The Special Investment Companies Act shall be amended as follows:
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§ 45. The Electronic Documents and Electronic Signatures Act shall be amended as follows:
.....

§ 46. The Act on Protection against the Harmful Effects of Chemicals shall be amended as follows:
.....

§ 47. The phrase “and for merchants – the court registration information” in Art. 36. Para. (1) of the Health Act shall be replaced by the phrase “if a merchant – submit a current status certificate of entry in the Commercial Register”.

§ 48. The Health Insurance Act shall be amended as follows:
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§ 49. The Registered Pledges Act shall be amended as follows:
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§ 50. The Insurance Code shall be amended as follows:
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§ 51. The Banks Act shall be amended as follows:
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§ 52. The Bank Insolvency Act shall be amended as follows:
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§ 53. The Public Offering of Securities Act shall be amended as follows:
.....

§ 54. By October 1, 2006 the Council of Ministers shall submit to the National Assembly draft laws amending the acts whose provisions should be adapted to the present Act.

§ 55. All secondary legislation relating to the implementation of the present Act shall be passed within the term the Act enters into force.

§ 56. The present Act shall enter into force as of October 1, 2006, with the exception of § 2 and § 3, which are to be enforced as of the day on which the Act is published in the State Gazette.

§ 57. The Council of Ministers and the Supreme Judicial Council shall be entrusted with the implementation of this Act.

This Act was passed by the 40th National Assembly on March 24, 2006 and April 20, 2006, and the official seal of the National Assembly was affixed to it.