

**RULES
OF
THE TENNESSEE DEPARTMENT OF STATE
DIVISION OF BUSINESS SERVICES**

**CHAPTER 1360-08-01
UNIFORM COMMERCIAL CODE
GENERAL PROVISIONS**

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1360-08-01-.01 DEFINITIONS. The following terms shall have the respective meanings provided in this rule. Terms not defined in this rule which are defined in the UCC shall have the respective meanings accorded such terms in the UCC.

- (1) "Active record" means a UCC record that has been stored in the UCC information management system and indexed in, but not yet removed from, the searchable indexes and has not either lapsed or been terminated.
- (2) "Address" means either (i) a street address, route number (may include box), or P.O. Box number, plus the city, state, and zip code, or (ii) an address that purports to be a mailing address outside the United States of America. Submitted addresses will be verified and standardized using the United States Postal Service Address Matching System Application Programming Interface.
- (3) "Affidavit" means a notarized affidavit, signed under penalty of perjury pursuant to T.C.A. § 47-9-513(e)(2)(A), stating that the affiant is a public official and that the UCC financing statement was filed without any reasonable basis or legal cause, and the affiant's factual basis for why the UCC financing statement lacks any reasonable basis or legal cause, executed on the form available from the secretary of state's filing office.
- (4) "Amendment" means a UCC record that amends the information contained in a financing statement. Amendments include assignments, continuations, and terminations.
- (5) "Assignment" is an amendment that assigns all or a part of a secured party's power to authorize an amendment to a financing statement.
- (6) "Cost Bond" means the bond filed by the secured party of record, unless exempt pursuant to T.C.A. § 47-9-513(e)(5)(B), contemporaneously with the filing of a petition for review, in accordance with these rules.
- (7) "Filing office" and "filing officer" mean the Tennessee Secretary of State, Division of Business Services.
- (8) "Filing officer statement" means a statement entered into the filing office's information system to correct an error.

(Rule 1360-08-01-.01, continued)

- (9) "Initial financing statement" means a UCC record that causes the filing office to establish the initial record of filing of a financing statement.
- (10) "Petition for Review" means a petition filed by a secured party of record who believes in good faith that the filed financing statement by the secured party was filed with reasonable basis or legal cause.
- (11) "Public Official" means:
- (a) An individual who is a current or retired elected or appointed government official, including a state, county, metropolitan, or municipal official;
 - (b) An individual who is the head of a division or major unit or department within an agency or office of the executive, judicial, or legislative branch of state, county, metropolitan, or municipal government, regardless of the title of this position, and who, as a substantial part of the individual's duties, provides meaningful input on the development of policy goals or the implementation of policy;
 - (c) A high-ranking employee within the executive, judicial, or legislative branch of state, county, metropolitan, or municipal government who has primary responsibility for one (1) or more of the following functions:
 - 1. Public information and legislative affairs;
 - 2. Fiscal, budget, and audit matters;
 - 3. Legal, security, or internal affairs;
 - 4. Information technology systems; and
 - 5. Human resources;
 - (d) A first responder, as defined in T.C.A. § 29-34-203; or
 - (e) A law enforcement officer, as defined in T.C.A. § 39-11-106.
- (12) "Remitter" means a person who tenders a UCC record to the filing officer for filing, whether the person is a filer or an agent of a filer responsible for tendering the record for filing. "Remitter" does not include a person responsible merely for the delivery of the record to the filing office, such as the postal service or a courier service, but does include a service provider who acts as a filer's representative in the filing process.
- (13) "Searchable indexes" means the searchable index of individual debtor names and the searchable index of organization debtor names maintained in the UCC information management system.
- (14) "Secured party of record" includes a secured party of record as defined in the UCC as well as a person who has been a secured party of record with respect to whom an amendment has been filed purporting to delete such person as a secured party of record.
- (15) "Statement of claim" means a UCC record whereby the debtor or secured party indicates that a financing statement is inaccurate or wrongfully filed.

(Rule 1360-08-01-.01, continued)

- (16) "UCC" means the Uniform Commercial Code as adopted in this State.
- (17) "UCC information management system" means the information management system used by the filing office to store, index, and retrieve information relating to financing statements as described in Rule 1360-08-03.
- (18) "UCC record" means an initial financing statement, an amendment, an assignment, a continuation statement, a termination statement, a filing officer statement, or a statement of claim, and includes a record thereof maintained by the filing office. The term "UCC record" shall not be deemed to refer exclusively to paper or paper-based writings.
- (19) "Unlapsed record" means a UCC record that has been stored and indexed in the UCC information management system, which has not yet lapsed under T.C.A. § 47-9-515 with respect to all secured parties of record.

Authority: T.C.A. §§ 4-5-202, 4-5-204, 47-9-102, 47-9-513, 47-9-520, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013. Emergency rule filed January 25, 2018; effective through July 24, 2018. Emergency rule expired effective July 25, 2018, and the rule reverted to its previous status. Amendments filed May 9, 2018; effective August 7, 2018.

1360-08-01-.02 MEANS TO DELIVER UCC RECORDS. UCC records may be tendered for filing at the filing office as follows:

- (1) Personal delivery by remitter, at the filing office's street address. The file time for a UCC record delivered by this method is based on the file date and file time assigned by the scanner software when the document is scanned by the filing office, even though the UCC record may not yet have been accepted for filing and subsequently may be rejected. This rule applies only to a remitter who tenders a UCC record to the filing office and awaits an immediate determination of whether the UCC record will be taken.
- (2) Courier delivery by a person other than a remitter, at the filing office's street address. The file time for a UCC record delivered by this method is based on the file date and file time assigned by the scanner software when the document is scanned by the filing office, even though the UCC record may not yet have been accepted for filing and subsequently may be rejected. This rule does not apply to a courier who is acting as an agent of the remitter and who tenders a UCC record to the filing office and awaits an immediate determination of whether the UCC record will be taken under Rule 1360-08-01-.02(1).
- (3) Postal service delivery, to the filing office's mailing address. The file time for a UCC record delivered by this method is based on the file date and file time assigned by the scanner software when the document is scanned by the filing office, even though the UCC record may not yet have been accepted for filing and subsequently may be rejected.
- (4) Reserved.
- (5) Reserved.
- (6) Electronic data entry. UCC records may be delivered by electronic data entry using the filing office's website on the Internet. The file time for a UCC record delivered by this method is the time the entry of all required elements of the UCC record in the proper format is acknowledged by the online entry system and confirmation is received that all fees and taxes that constitute the payment have been received.

(Rule 1360-08-01-.02, continued)

- (7) Means of communication. Regardless of the method of delivery, information submitted to the UCC filing office must be communicated only in the form of characters that are defined in an acceptable character set. A financing statement or amendment form that does not designate separate fields for organization and individual names and separate fields for first, middle, and last names and suffixes for individual names is not an acceptable means of communication to the filing office.
- (8) Transmitting utility, manufactured home, and public finance transactions. The only means to indicate to the filing office that an initial financing statement is being filed in connection with a manufactured home or public finance transaction or that a financing statement is being or has been filed against a debtor that is a transmitting utility, in order to affect the filing office's determination of the lapse date under Rule 1360-08-03-.07(3) or Rule 1360-08-03-.08, is to check the appropriate box on a UCC-1 addendum filed with respect to the financing statement or to transmit the requisite information in the proper field in an electronic filing that is such initial financing statement or is a part of such financing statement.

Authority: T.C.A. §§ 4-5-202, 4-5-204, 47-9-501, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.03 SEARCH REQUEST DELIVERY. UCC search requests may be delivered to the filing office by any of the means by which UCC records may be delivered to the filing office. A search request may not be delivered by checking a box or otherwise including a search request in or on an initial financing statement, but may be delivered in or on a separate search request after the initial financing statement is filed.

Authority: T.C.A. §§ 4-5-202, 4-5-204, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.04 FORMS. The forms prescribed by T.C.A. § 47-9-521 are accepted by the filing office. Paper-based forms approved by the International Association of Commercial Administrators on or after July 1, 2013 and forms otherwise approved by the filing office from time to time shall be accepted. If applicable, UCC initial financing statements and amendment documents shall include the statutory language required in T.C.A. § 67-4-409(b)(5)(C). A list of forms approved by the filing office will be made available on request.

Authority: T.C.A. §§ 4-5-202, 4-5-204, 47-9-521, 47-9-526, and 67-4-409(b) and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.05 FEES.

- (1) The following fees apply to UCC documents:
 - (a) The fee for filing and indexing an initial financing statement is fifteen dollars (\$15) per debtor, plus fifty cents (50¢) per page in excess of ten (10) pages. Each different address listed for a debtor is treated as a separate debtor for filing and indexing purposes.
 - (b) The fee for filing and indexing a financing statement amendment that changes, modifies, deletes, or adds one or more debtors is fifteen dollars (\$15) per debtor or debtor address changed, modified, deleted, or added, plus fifty cents (50¢) per page in excess of ten (10) pages.

(Rule 1360-08-01-.05, continued)

- (c) The fee for filing and indexing a financing statement amendment that amends the collateral description or changes, deletes, modifies, or adds a secured party is fifteen dollars (\$15), plus fifty cents (50¢) per page in excess of ten (10) pages.
 - (d) The fee for filing and indexing each assignment, continuation, termination, or correction statement is fifteen dollars (\$15), plus fifty cents (50¢) per page in excess of ten (10) pages.
- (2) UCC search fee. The fee for responding to a written request for information from the filing office, including for issuing a certificate showing whether there is on file any financing statement naming a particular debtor, is fifteen dollars (\$15).
 - (3) UCC search – copies. The fee for UCC search copies is one dollar (\$1) per page (or page equivalent for electronically transmitted search responses).
 - (4) In addition to the fees described above, tax may be payable under T.C.A. § 67-4-409(b) upon the filing of a financing statement. The filing office may accept the representation on the financing statement, or in an accompanying sworn statement, of the amount of the maximum principal indebtedness for recording tax purposes. The filing officer is not required to verify the computation of the amount of such tax. The amount tendered to the filing office shall be applied first to the filing fee and then to any tax imposed on the filing.

Authority: T.C.A. §§ 4-5-202, 4-5-204, 47-9-525, 47-9-526, and 67-4-409(b) and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.06 RESERVED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.07 METHODS OF PAYMENT.

- (1) Cash. Payment in cash shall be accepted only if paid in person at the filing office.
- (2) Checks. Personal checks, cashier's checks, and money orders made payable to the Tennessee Secretary of State or the State of Tennessee shall be accepted for payment provided that the drawer (or the issuer in the case of a cashier's check or money order) is deemed creditworthy by the filing office in its discretion.
- (3) Electronic funds transfer. The filing office may accept payment via electronic funds transfer under National Automated Clearing House Association ("NACHA") rules from remitters who have entered into appropriate NACHA-approved arrangements for such transfers and who authorize the relevant transfer pursuant to such arrangements and rules.
- (4) Prepaid accounts. Checks may be deposited in a prepaid account only for use with electronic filings submitted using .xml technology.
- (5) Debit or credit cards. The filing office may accept payment by debit cards or credit cards issued by approved issuers. Remitters shall provide the filing officer with the card number, the expiration date of the card, the name of the card issuer, the name of the person or entity to whom the card was issued, and the billing address for the card. Payment will not be deemed tendered until the issuer or his agent has confirmed payment.

(Rule 1360-08-01-.07, continued)

- (6) Credit vouchers. The filing office shall accept credit vouchers issued by the State through the Uniform Commercial Code Management System based on the expiration date shown on the credit voucher. The filing office will not accept credit vouchers on or after January 1, 2014.
- (7) Inter-unit journal vouchers. The filing office shall accept inter-unit journal vouchers from other State agencies for payment of filings and searches.

Authority: T.C.A. §§ 4-5-202, 4-5-204, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.08 OVERPAYMENT AND UNDERPAYMENT.

- (1) Overpayment. The filing officer shall refund the amount of an overpayment of ten dollars (\$10) or more to the remitter. The filing officer shall refund an overpayment of less than ten dollars (\$10) only upon the written request of the remitter.
- (2) Underpayment. Upon receipt of a UCC record with an insufficient fee and recording tax (if applicable), the filing officer shall return the UCC record to the remitter as provided in Rule 1360-08-02-.03. The underpayment may be included with the UCC record or delivered under separate cover.
- (3) Returned for Nonpayment. A filer whose payment is returned for nonpayment will have sixty (60) calendar days from the date of the returned payment to provide a valid cashier's check or money order to replace the nonpayment. Otherwise, all filings associated with the nonpayment will be voided.

Authority: T.C.A. §§ 4-5-202, 4-5-204, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.09 PUBLIC RECORDS SERVICES. Public records services are provided on a nondiscriminatory basis to any member of the public. Copies of individual UCC records, bulk copies of records, and data elements from the filing office UCC information management system are made available in such forms, at such times, and for such fees as the filing office may prescribe from time to time.

Authority: T.C.A. §§ 4-5-202, 4-5-204, 47-9-523(f), and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Amendment filed October 25, 2002; effective February 28, 2003. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.10 FEES FOR PUBLIC RECORDS SERVICES. Fees for public records services are established as follows:

- (1) Paper copies of individual documents: as provided in Rule 1360-08-01-.05.
- (2) Bulk copies of documents: as provided in Rule 1360-08-01-.05.
- (3) Reserved.
- (4) Reserved.

(Rule 1360-08-01-.10, continued)

Authority: T.C.A. §§ 4-5-202, 4-5-204, 47-9-523(f), 47-9-525(c), and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.11 OFFICE HOURS. Although the filing office maintains regular office hours, it may receive and process transmissions electronically 24 hours per day, 365 days per year, except for scheduled maintenance and unscheduled interruption of service.

Authority: T.C.A. §§ 4-5-202, 4-5-204, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.12 EFFECTIVE DATE. The rules established in Chapter 1360-08 shall take effect on July 1, 2013.

Authority: T.C.A. §§ 4-5-202, 4-5-204, and 47-9-526 and 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal and new rule filed March 19, 2013; effective June 17, 2013.

1360-08-01-.13 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Repeal filed March 19, 2013; effective June 17, 2013.

1360-08-01-.14 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal filed March 19, 2013; effective June 17, 2013.

1360-08-01-.15 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal filed March 19, 2013; effective June 17, 2013.

1360-08-01-.16 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal filed March 19, 2013; effective June 17, 2013.

1360-08-01-.17 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal filed March 19, 2013; effective June 19, 2013.

1360-08-01-.18 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal filed March 19, 2013; effective June 17, 2013.

1360-08-01-.19 REPEALED.

Authority: 2012 Tenn. Pub. Acts Ch. 708. **Administrative History:** Original rule filed October 23, 2000; effective January 6, 2001. Repeal filed March 19, 2013; effective June 17, 2013.