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Administration Mission in
Kosovo



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au Kosovo

UNMIK/DIR/2002/22
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ADMINISTRATIVE DIRECTION NO. 2002/22

**IMPLEMENTING UNMIK REGULATION NO. 2001/6 ON BUSINESS
ORGANIZATIONS**

The Special Representative of the Secretary-General,

Pursuant to the authority given to him under section 40 of United Nations Interim Administration Mission in Kosovo (UNMIK) Regulation No. 2001/6 of 8 February 2001 on Business Organizations,

Taking into account sections 7.1, 18.3 and 25.5 of UNMIK Regulation No. 2001/6, paragraph (xi) of Annex III of UNMIK Regulation No. 2001/19 of 13 September 2001 on the Executive Branch of the Provisional Institutions of Self-Government in Kosovo, and UNMIK Regulation No. 2001/36 of 22 December 2001 on the Kosovo Civil Service,

Acting at the request of the Government,

For the purpose of establishing the Kosovo Registry of Business Organizations and Trade Names,

Hereby issues the following Administrative Direction:

Chapter I
Establishment and Funding

Section 1
Establishment and Purpose of the Kosovo Registry
of Business Organizations and Trade Names

1.1 The Kosovo Registry of Business Organizations and Trade Names (hereinafter the "Registry") is hereby established as an independent executive agency under the Ministry of Trade and Industry.

1.2 The Registry shall be the office authorized to register business organizations within the meaning of UNMIK Regulation No. 2001/6 and perform functions that are necessarily connected with, or reasonably incidental to, filing requirements for the creation and termination of business organizations pursuant to UNMIK Regulation No. 2001/6 and subject to the applicable law.

1.3 The Registry shall be staffed and commence operations within thirty (30) days of the issuance of the present Administrative Direction.

Section 2 Funds and Auditing

2.1 To cover its operational expenses, the Registry shall have an annual appropriation from the Kosovo Consolidated Budget and shall charge fees, as provided in the present Administrative Direction, payable to the Kosovo Consolidated Fund.

2.2 The Auditor General shall perform audits on the Registry annually to ensure accurate receipt, use, and disbursement of budgetary funds and revenues.

Chapter 2 **General Provisions**

Section 3 Scope

The present Administrative Direction shall govern the operation of the Registry and the procedures by which it performs the following functions:

- (a) Registering trade names employed in the course of business by a corporation, a personal business enterprise or a partnership;
- (b) Registering memoranda of limited partnership and issuing certificates of registration which shall constitute conclusive evidence that such limited partnerships are properly created;
- (c) Accepting documents required for the creation of a corporation within the meaning of UNMIK Regulation No. 2001/6 and other documents that a corporation is required to file by the present Administrative Direction or other applicable law and issuing certificates of registration which shall constitute conclusive evidence that such corporations are properly created; and
- (d) Performing any other related function connected with, or incidental to this section and other provisions in the present Administrative Direction.

Section 4
Definitions

4.1 The definitions contained in UNMIK Regulation No. 2001/6 are applicable in the present Administrative Direction.

4.2 When used in this Administrative Direction, the following terms shall have the following meanings unless the context clearly requires otherwise:

(a) “Business Day” means any day which is not a Saturday, Sunday or official holiday;

(b) “Close of business” means 17:00 hours on a Business Day;

(c) “Commercial Court” means the District Commercial Court of Pristina, Kosovo;

(d) “Corporation” means a joint stock company or limited liability company established in accordance with UNMIK Regulation No. 2001/6;

(e) “Deliver” or “Delivery” means any method of delivery used in conventional commercial practice, including by hand, mail, commercial delivery, and electronic transmission. Delivery is deemed effective at the time and date of receipt;

(f) “Minister” means the Minister of Trade and Industry established pursuant to UNMIK Regulation No. 2001/19;

(g) “Ministry” means the Ministry of Trade and Industry established pursuant to UNMIK Regulation No. 2001/19;

(h) “Non-governmental organization” or “NGO” means an organization established and registered in Kosovo under UNMIK Regulation No. 1999/22;

(i) “Registrar” means the person appointed in accordance with section 5 of the present Administrative Direction;

(j) “Registry” means the Kosovo Registry of Business Organizations and Trade Names established pursuant to the present Administrative Direction; and

(k) “Signature” means any symbol used or adopted by a person with the intent to execute a writing. A signature need not be a manual signature. To execute a document means to “sign” a document. A document containing a signature is “signed.”

Section 5
Appointment of Registrar

5.1 The Registrar shall be a qualified Kosovo resident and shall be appointed in accordance with the procedures for the appointment of senior civil service officials pursuant to UNMIK Regulation No. 2001/36.

5.2 The Registrar shall serve for renewable two (2) year terms; shall have a university degree and a minimum of five (5) years relevant experience; shall not be subject to outside influences in the performance of his duties; shall perform his duties on a full-time basis; and shall not undertake any other employment while serving in this capacity. The Registrar may

be removed solely on grounds of professional incompetence or misconduct or after having been convicted of a criminal offense and sentenced to serve a prison term of six (6) months or more.

Section 6
Public Records, Copies, Public Access

The records maintained by the Registry are public records. Within thirty (30) calendar days of the establishment of the Registry, the Registrar shall submit for approval to the Minister plans for publishing by reference filings and updates on filings in a publication to be designated for this purpose by the Minister. The Registry may make its records publicly available through electronic means, including a web site. All persons have a right to examine and copy the records of the Registry. The Registrar shall charge a fee of up to one-half (0.5) euro per page for copies requested by a member of the general public. The Registrar shall not impose a fee for copies requested by an agency of the Government of Kosovo. The Registry shall be open to the public at least six (6) hours on each business day.

Section 7
Filing Fees

The following fees shall be charged for services provided by the Registry, which fees shall be accounted for and paid to the Kosovo Consolidated Fund:

- (a) For filing a corporate charter or a limited partnership memorandum, ten (10) euro;
- (b) For filing an amendment to a corporate charter or limited partnership memorandum, ten (10) euro;
- (c) For filing the restated charter of a corporation, ten (10) euro;
- (d) For filing an application to reserve a corporate name, five (5) euro;
- (e) For filing an application to change the registered agent registered office, or both, of a corporation, five (5) euro;
- (f) For filing a notice of liquidation of a corporation, five (5) euro;
- (g) For filing a notice of revocation of notice of liquidation, ten (10) euro;
- (h) For filing an application for registration of the trade name of a personal business enterprise, partnership or corporation, five (5) euro;
- (i) For filing an application for renewal of the trade name of a personal business enterprise, partnership or corporation, five (5) euro;
- (j) For any other filing required by law, five (5) euro; and
- (k) For any late filing, there shall be an additional charge of twenty (20) euro for every month of delinquency.

Section 8
Payment of Fees

8.1 Fees may be paid in cash to the Registry or by deposit to the Registry's bank account at a commercial bank duly licensed in Kosovo and authorized for this purpose by the Minister in accordance with applicable law. The deposit receipt shall be submitted to the Registrar with a document presented for filing. For every payment made in cash the Registrar shall issue a receipt and maintain a copy thereof on file.

8.2 The Registrar may authorize other methods of payment of fees with the approval of the Minister provided that the deposit receipt is submitted to the Registrar with a document presented for filing.

Section 9
Filing Requirements

9.1 The Registry shall file a document only if the document satisfies the requirements set out in this section and any other section that adds to or varies these requirements.

9.2 The document must at a minimum contain the information required by UNMIK Regulation No. 2001/6 and the present Administrative Direction.

9.3 The document must be in the Albanian, Serbian, or English language. A corporation name need not be in Albanian, Serbian, or English provided that it is written in the alphabet of the Albanian, Serbian, or English languages or in Arabic or Roman numerals.

9.4 Unless otherwise provided by law, the document shall be signed by one of the following methods:

(a) For a corporation, by the signature of the chairperson of the board of directors or an authorized officer, or by a founder if the corporation has not yet been formed;

(b) For a limited partnership, by the signature of a general partner except that if the general partner is a corporation, by the signature of the chairperson of the board of directors or an authorized officer of the corporation;

(c) For a general partnership, by the signature of a partner except that if the partner is a corporation, by the signature of the chairperson of the board of directors or an authorized officer of the corporation;

(d) For a personal business enterprise, by the signature of the person who owns the personal business enterprise; or

(e) For an enterprise in bankruptcy proceedings, as defined in the applicable law.

9.5 The person who signs a document shall state, under or next to his/her signature, the person's name and the capacity in which the person signs, and his/her address.

9.6 The document must be delivered to the Registry and must be accompanied by the correct fee, or proof of payment of such filing fee in accordance with rules specified by the Registrar.

9.7 The Registrar may issue rules for the electronic filing of documents and the certification of electronically filed documents.

9.8 The Registrar shall prescribe and furnish forms, and use of the prescribed forms shall be mandatory, for all filings under the present Administrative Direction.

9.9 Applications for registration of businesses intending to engage in the provision of security services in Kosovo shall be processed in coordination with UNMIK and in compliance with UNMIK Regulation No. 2000/33 on Licensing of Security Services Providers in Kosovo and the Regulation of Their Employees. Special procedures for registration of businesses involving activities in other reserved security related areas under United Nations Security Council resolution 1244 (1999) may be set forth in subsequent UNMIK legislation.

Chapter 3 Operation of the Registry

Section 10 Filing Duty of Registrar

10.1 The Registrar shall note the time and date of receipt on every document received for filing.

10.2 If a document delivered to the Registrar for filing satisfies the requirements of UNMIK Regulation No. 2001/6, the present Administrative Direction, and the applicable law, the Registrar shall file it within ten (10) business days of receipt.

10.3 The Registrar files a document by registering it as filed on the date and time of receipt. After filing a document, the Registrar shall deliver to the business organization or its representative a copy of the document with an acknowledgement of the date and time of filing, and a certificate of registration.

10.4 If the Registrar refuses to file a document, he shall return it to the business organization or its representative within five (5) business days of receipt together with a brief, written explanation of the reason(s) for refusal. The Registrar shall maintain written evidence of the applicant's receipt of the returned document and the Registrar's explanation for the refusal to file the document.

10.5 The Registrar's duty to file documents under this section is administrative only. Filing or refusing to file a document does not:

- (a) Affect the validity or invalidity of the document in whole or in part;
- (b) Relate to the correctness or incorrectness of information contained in the document; or
- (c) Create a presumption that the document is valid or invalid or that information contained in the document is correct or incorrect.

10.6 If the Registrar does not file a document within ten (10) business days of receipt nor return it within five (5) business days to the business organization or its representative pursuant to sections 10.2 through 10.4, then the document shall presumptively be deemed duly filed as of the recorded day of submission. The applicant whose document is presumptively deemed duly filed shall be entitled to receive, upon application to the Registrar within thirty (30) calendar days after the expiration of the envisaged ten (10) day filing period, a certificate of

registration based on the document presumptively deemed to be duly filed. Such certificate shall be issued without delay.

Section 11
Effective Time and Date

A document delivered to the Registry shall be deemed filed on the date it is registered as provided in section 10 of the present Administrative Direction.

Section 12
Errors of the Registrar and Registry Employees

The Registrar may correct his/her own errors, as well as those of the Registry employees, at any time. If the correction is made after the Registrar has made a public record of incorrect information, the Registrar shall:

(a) Note upon the file the date of the correction, and explain the reason for the corrective action taken. The notation shall be preserved for so long as the record is preserved in the Registry; and

(b) Deliver a notice explaining the corrective action to the registered agent of a corporation, a general partner of a limited partnership, a partner of a general partnership, or the owner of a personal business enterprise.

Section 13
Reconsideration and Appeal in connection with the Return of Documents

13.1 An applicant may file a request for reconsideration with the Registrar within thirty (30) days after the return of the document in accordance with section 10.4.

13.2 A person receiving an adverse decision on reconsideration from the Registrar may appeal the decision to the Commercial Court.

13.3 The appeal is commenced by petitioning the Commercial Court to compel filing the document and by attaching to the petition the document and the Registrar's explanation of his refusal to file.

13.4 The Commercial Court may summarily order the Registrar to file the document or take other action the Court considers appropriate.

13.5 The Commercial Court's decision may be appealed in accordance with the applicable law.

Section 14
Evidentiary Effect of Copy of Filed Document

A copy of a document with an acknowledgment of the date and time of filing from the Registrar is conclusive evidence that the original document is on file with the Registry.

Section 15
Non-Liability of Registrar

The Registrar and the Registry employees shall have no civil liability to any person for the acceptance for filing, rejection, or the filing and any indexing of document(s).

Chapter 4
Records Management

Section 16
Retention of Records

Registry records shall be considered permanent records.

Section 17
Disaster Recovery Plan

Within one (1) calendar month of its establishment, the Registrar shall present to the Minister for his approval a plan for recovery from a disaster that would destroy its electronic or paper records.

Section 18
Electronic Records

The Registry shall make two (2) daily backup copies of its computer database of information relating to filings. One (1) copy shall be maintained at the Registry for a minimum of twenty (20) days. The other copy shall be delivered on a daily basis for storage in a safe site to be determined by the Minister.

Section 19
Paper Records

The Registry shall periodically transfer its files to a secure storage site to be determined by the Minister.

Chapter 5
Names of Corporations and Limited Partnerships

Section 20
Name of Corporation or Limited Partnership

20.1 Except as expressly provided in this section, in order to be registered, the name of a corporation or limited partnership must be distinguishable from all other registered names, unless:

(a) The other corporation or limited partnership or personal business enterprise for which an identical name is previously registered consents in writing to the use and submits an undertaking in form satisfactory to the Registrar to change its name to a name that is distinguishable upon the records of the Registrar from the name of the applying corporation or limited partnership;

(b) The applicant delivers to the Registrar a certified copy of the final judgment of a court of competent jurisdiction establishing the applicant's right to use the name applied for in Kosovo; or

(c) The applicant delivers to the Registrar proof of a license agreement with the preexisting registrant to use the name.

20.2 A corporate name must include the words "limited liability company" or "joint stock company" or an abbreviation of those words, in order to accurately reflect its corporate status. The name of a limited partnership shall contain the words "limited partnership" or an abbreviation of those words. The required words or abbreviations shall not be taken into account when determining whether the name is distinguishable on the records of the Registrar.

20.3 A corporation or limited partnership may use the name of another corporation or limited partnership if the other corporation or limited partnership is organized in Kosovo and the proposed user corporation or limited partnership submits documentation to the satisfaction of the Registrar establishing one of the following:

(a) The corporation or limited partnership has merged with the other corporation;

(b) The corporation or limited partnership has been formed by reorganization of the other corporation or limited partnership;

(c) The corporation or limited partnership has acquired all or substantially all of the assets, including the corporate name of the other corporation or limited partnership; or

(d) The corporation or limited partnership demonstrates its legal entitlement to the name through an agreement with the registrant licensor.

20.4 A corporation or limited partnership may not use or register a name that is unlawful, or misleading, nor make reference to "international" while the corporation or limited partnership is exclusively domestic.

Section 21 Reservation of Name

21.1 A person who intends to use a business organization name within one hundred eighty (180) days may reserve the exclusive use of such name by delivering an application to the Registrar for filing. The application must set forth the name and address of the applicant and the business organization name proposed to be reserved. If there is no pre-existing registration of such name, the Registrar shall reserve the name for the applicant's exclusive use for a nonrenewable one hundred eighty (180) day period.

21.2 A reserved name may be transferred by the person who has reserved such name to another person by delivering to the Registrar a signed notice of the transfer that states the name and address of the transferee.

Chapter 6
Registered Office/Agent; Service of Process on
Corporations and Limited Partnerships

Section 22
Registered Office and Registered Agent

22.1 A corporation or limited partnership shall continuously maintain in Kosovo both of the following:

- (a) A registered office that may be the same as any of its places of business; and
- (b) A registered agent, who may be any of the following:
 - (i) An individual who resides in Kosovo and whose registered business office is identical with the registered office; or
 - (ii) A corporation, limited partnership, or NGO, organized in Kosovo whose duly registered business office is identical with the registered office.

22.2 The registered office may not be a post office box.

Section 23
Service on Corporation or Limited Partnership

23.1 The registered agent of a corporation or limited partnership is the agent for service of process, notice, or demand, required or permitted by a competent authority to be served on the corporation or limited partnership.

23.2 Service on its registered agent at its last registered address is effective service on the corporation or limited partnership, as the case may be.

23.3 If a corporation or limited partnership has no registered agent, or the agent cannot with reasonable diligence be served, the corporation or limited partnership may be served by mail, addressed to an officer of a corporation or the general partner of a limited partnership at its registered office.

23.4 Service is effected under this section on the earlier of:

- (a) The date the corporation or limited partnership receives the mail; or
- (b) Five (5) days after its deposit in the mail, as evidenced by the postmark, if mailed with postage paid and correctly addressed.

23.5 A corporation or limited partnership may be served pursuant to this section, or as provided in the applicable law.

Section 24
Change of Registered Office or Agent

If a corporation or limited partnership changes its registered office or registered agent, it shall deliver within five (5) business days to the Registrar for filing a statement of change that sets forth the following:

- (a) The name of the corporation or limited partnership and registration number;
- (b) If the current registered office is to be changed, the street address of the new registered office; and
- (c) If the current registered agent is to be changed, the name and address of the new registered agent and the new agent's written consent, either on the statement or attached to it, to the appointment.

Section 25
Procedure for Change of Address

If a registered agent changes his/her/its address, the registered agent shall also change the address of the registered office of any corporation or limited partnership for which he/she/it is the registered agent, by written notice of the change and by signing and delivering to the Registrar for filing a statement that complies with the requirements of section 24 and contains the written consent of the corporation.

Section 26
Resignation of Registered Agent

26.1 A registered agent may resign its agency appointment by signing and delivering to the Registrar for filing the signed original statement of resignation. The statement must include a statement as to whether the registered office is also discontinued. The registered agent shall send a copy of the statement of resignation to the corporation or limited partnership at the corporation's or limited partnership's principal office and to the registered office, if not discontinued. The registered agent shall certify to the Registrar that the copies have been sent to the corporation or limited partnership, including the date the copies were sent.

26.2 The agency appointment is terminated and the registered office discontinued, if so provided, on the date on which the statement is filed.

Chapter 7
Registration of Corporations

Section 27
Filing of Corporate Charter

A founder of the corporation, or a representative of the founder, shall deliver the charter of the corporation to the Registrar for filing. The charter shall contain the information required by section 25.2 of UNMIK Regulation No. 2001/6:

- (a) The name of the corporation;
- (b) Whether it is a joint stock company or a limited liability company;
- (c) The address of its registered office;
- (d) Representative offices and branches, if any;

- (e) The period of duration, which may be perpetual;
- (f) The purpose of the corporation, which may be generally described as for any lawful business purpose;
- (g) Classes of shares authorized to be issued, their par value, number, and the rights of their holders;
- (h) The charter capital of the corporation, expressed in terms of number of shares of specified par value;
- (i) Except as provided in section 34.2 of UNMIK Regulation No. 2001/6, the number of directors and the names and addresses of the initial board of directors;
- (j) The names and addresses of the founders; and
- (k) The procedures by which by-laws may be amended.

Section 28
Commencement of Corporate Existence

A corporation comes into existence upon the acceptance for filing of its charter by the Registrar.

Section 29
Amendments to the Corporate Charter

29.1 A corporation amending its charter shall deliver to the Registrar a document setting forth:

- (a) The name of the corporation and registration number;
- (b) The text of each amendment adopted;
- (c) If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself;
- (d) The date of adoption of each amendment; and
- (e) A statement that the amendment was duly approved by the shareholders in the manner required by UNMIK Regulation No. 2001/6 and the charter of the corporation.

29.2 In addition, to the document specified in section 29.1, the corporation shall deliver to the Registrar the full text of the amended charter.

Section 30
Termination by Shareholders Prior to Commencement of Business

The holders of a majority of shares of the share capital of a corporation that has not commenced business may terminate the corporation by delivering to the Registrar for filing a notice that sets forth all of the following:

- (a) The name of the corporation and registration number;
- (b) The date of its incorporation;
- (c) That the corporation has not commenced business;
- (d) That no debt of the corporation remains unpaid;
- (e) That the net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued; and
- (f) The holders of a majority of the share capital authorized the termination.

Section 31

Voluntary Liquidation by Shareholders after Commencement of Business

A notice of voluntary liquidation shall be filed with the Registrar in accordance with section 39.3 of UNMIK Regulation No. 2001/6.

Section 32

Revocation of Notice of Voluntary Liquidation

32.1 A corporation may revoke its notice of voluntary liquidation within one hundred twenty (120) days of the effective date of the notice.

32.2 Revocation of notice of liquidation must be authorized in the same manner in which the notice of liquidation was authorized unless that authorization permitted revocation by action of the board of directors alone, in which event the board of directors may revoke the notice of liquidation without shareholder action.

32.3 Upon the authorization of revocation, the corporation shall revoke the notice of liquidation by delivering to the Registrar for filing a notice of revocation of its earlier notice of liquidation together with a copy of its notice of liquidation that sets forth:

- (a) The name of the corporation and registration number;
- (b) The effective date of the notice of liquidation that was revoked;
- (c) The date that the revocation of the notice of liquidation was authorized;
- (d) If the corporation's board of directors (or incorporators) revoked the notice of liquidation, a statement to that effect;
- (e) If the corporation's board of directors revoked the notice of liquidation authorized by the shareholders, a statement that revocation was permitted by action by the board of directors alone pursuant to that authorization; and
- (f) If shareholder action was required to revoke the notice of liquidation, a statement to that effect.

32.4 The notice of revocation of the notice of liquidation is effective on the date filed by the Registrar.

Chapter 8 Reports to Registrar

Section 33 Annual Report to Registrar

33.1 Except as provided in section 33.1(d), each corporation shall deliver to the Registry for filing, an annual report that sets forth the following:

- (a) The name of the corporation and the jurisdiction under whose law it is incorporated;
- (b) The address of its registered office and the name of its registered agent at that office in Kosovo, together with the consent of any new registered agent;
- (c) The address of its principal office, if different from its registered office; and
- (d) The names and addresses of its directors and principal officers or, in the case of limited liability companies with no directors, of one duly authorized person who represents the corporation in its relations with third parties.

33.2 Information in the report must be current as of the date the annual report is signed on behalf of the corporation. The report shall be signed on behalf of the corporation as specified in the present Administrative Direction or by any other person authorized by the board of directors of the corporation provided that proof of such authorization is provided. The first annual report must be delivered to the Registrar between January 1 and July 1 of the year following the calendar year in which a corporation was incorporated and duly registered. Subsequent annual reports must be delivered to the Registry between January 1 and July 1 of the following calendar years.

33.3 If the corporation files financial reports as required under the applicable law, the annual report shall be filed with the Registry on the date that the financial report is due. If the financial report contains the information required in this section, then the financial report shall also serve as the annual report to the Registrar. Information in the report shall be current as of the date the report is signed on behalf of the corporation.

33.4 If an annual report does not contain the information required by this section, the Registrar shall promptly notify the reporting corporation in writing and return the report to it for correction.

Section 34 Automatic Termination

34.1 If any corporation fails to file the annual report required under section 33 of the present Administrative Direction, the Registrar shall mail notice to it of impending termination of its corporate existence.

34.2 The notice shall specify the missing information and clearly state that corporate existence will terminate if all the missing information is not delivered to the Registry within forty-five (45) calendar days of the date of the notice.

34.3 If the corporation fails to file the annual report or the related fee on the thirty-fifth (35) day of the notice, the Registrar shall place a notification in newspapers of general circulation to

inform the public that the corporate existence of the corporation shall automatically cease as of the expiration of ten (10) additional days without the corporation filing the annual report.

34.4 If the corporation fails to file the annual report on the forty-fifth (45) day from the date of the notice, the corporate existence of the corporation shall automatically cease as of that day and such corporation may be liquidated in a judicial proceeding as provided in the applicable law.

Chapter 9 Trade Names

Section 35 Registration of Trade Name Required

35.1 A natural person or partnership shall not transact business under a trade name other than the true surname of each person owning or having an interest in the business, unless the natural person or partnership first registers such name with the Registry.

35.2 A corporation shall not transact business under a trade name other than its registered name unless the Registrar authorizes use of and registers such trade name.

Section 36 Authorized Use of Trade Names

36.1 To obtain authorization for use of a trade name pursuant to section 35, an application for registration containing the following information shall be filed with the Registrar:

(a) The personal identification number from the Central Civil Registry, or other official identification document which is valid in the place of issuance, of the owner of a personal business enterprise and of each partner in a partnership;

(b) The name and address of the owner of a personal business enterprise, and each partner in a partnership;

(c) The address of the personal business enterprise or partnership using the trade name;

(d) The trade name to be used by the personal business enterprise or partnership;
and

(e) The trade name to be used, business registration number and the name and address of each director of a corporation.

36.2 To obtain authorization for registration of a previously registered trade name, an application for registration containing the following additional information shall be filed:

(a) Written consent from the original registrant for use of such trade name; and

(b) Items contained in section 36.1.

Section 37
Certificate of Registration

Upon receipt of an application for registration of trade name with the full filing fee and verification of the availability of the trade name, the Registrar shall issue a Certificate of Registration and deliver it to the personal business enterprise, partnership or corporation. The Certificate of Registration is conclusive evidence that the trade name is registered for the applicant's exclusive use upon the effective date of the application.

Section 38
Change in Statement

Within thirty (30) days of a change of any information contained in the application for registration of a trade name, a registrant shall submit an amendment to its application containing the information required for an original application statement including the amendments made and the registration number.

Section 39
Duration and Renewal of Trade Name Registration

39.1 Registration of a trade name of a personal business enterprise, partnership or corporation shall be valid for an initial term of three (3) years from the effective date of the application for a trade name. Registration of a trade name may be renewed for further successive five (5) year terms, upon application to the Registry on forms provided by the Registry for that purpose.

39.2 An application for renewal shall contain the information required of an original registration, and shall state that it is presented for filing as a renewal. An application for renewal may be filed sixty (60) days prior to the expiration of the registration. The renewal application when filed renews the registration for five (5) years after the expiration of the prior registration.

39.3 The Registrar shall not less than ninety (90) days before the date of expiration of a registered trade name notify the user of such trade name accordingly.

Chapter 10
Miscellaneous and Transitory Provisions

Section 40
Cooperative Agreements

The Registrar may enter into cooperative agreements with the Statistical Office of Kosovo, the Central Fiscal Authority, and any other administrative office, department, or agency for the joint collection, storage, retrieval, and dissemination of information. Such agreements shall be without prejudice to the privacy rights of all parties as provided in the applicable law.

Section 41
Acquisition of Data from Provisional Business Registration Unit
and the Commercial Court

41.1 Within thirty (30) days of the first day of commencement of operations of the Registry, the Registrar shall submit to the Minister plans for any necessary transition to the Registry of data from the Provisional Business Registration Unit established under UNMIK Regulation No. 2000/8 and officially recorded data from the Commercial Court.

41.2 Within sixty (60) days of the first day of commencement of operations of the Registry, the Registrar shall convert information regarding trade names from the Provisional Business Registration Unit to the Registry in order to implement section 7 of UNMIK Regulation No. 2001/6 and the present Administrative Direction.

41.3 Within ninety (90) days of the first day of commencement of operations of the Registry, the Registrar shall review the data obtained pursuant to section 41.1 of the present Administrative Direction, other than information regarding trade names, and shall file all the documents that are in compliance UNMIK Regulation No. 2001/6. Such filings shall be effective as of the date of the original registration with the Provisional Business Registration Unit or the Commercial Court.

41.4 Within one hundred twenty (120) days of the first day of operation of the registry, the Registrar shall deliver individual notices to any person who is required to file with the Registry and whose documents are not in compliance with UNMIK Regulation No. 2001/6 requesting such person to establish compliance with UNMIK Regulation No. 2001/6 and the present Administrative Direction. The Registrar shall specify in the individual notice a period of time up to one hundred eighty (180) calendar days during which the person to whom the notice is addressed shall establish compliance with UNMIK Regulation No. 2001/6 and the present Administrative Direction.

41.5 In the case of a person who is required to file with the Registry and whose documents are not in compliance with UNMIK Regulation No. 2001/6 and which holds itself out as a joint stock company or limited liability company within the meaning of UNMIK Regulation No. 2001/6, failure to establish compliance with UNMIK Regulation No. 2001/6 and the present Administrative Direction within the period specified in the notice shall automatically terminate the purported corporate existence of such person as of the close of business on the last business day of the period specified in the notice and the entity which holds itself out as a corporation may be liquidated in a judicial proceeding pursuant to the applicable law.

Section 42
Registration of Former Socially-Owned Enterprises

A former socially-owned enterprise which has duly transformed itself into a joint stock company or private limited liability company prior to the entry into force of the present Administrative Direction, and is recognized as such by a court of competent jurisdiction in Kosovo, shall be registered, as appropriate, as a joint stock company or a limited liability company pursuant to the procedures specified in section 41 of the present Administrative Direction.

Section 43
Entry into Force

The present Administrative Direction shall enter into force on 11 October 2002.

Michael Steiner
Special Representative of the Secretary-General