

entity has been dissolved and that the applicant is the successor in interest to the dissolved entity.¹ The Decision states that the status of Appellant's predecessor, [REDACTED] is "active" according to the Alaska Division of Corporations Business and Professional Licensing ("Alaska Corporations Division").² The Decision then states that it is logical to conclude the predecessor has not been dissolved based on this information.³ As for whether Appellant is a successor in interest to [REDACTED] the Decision states only the following: "Although Appellant states he purchased Prior Owner's business with the understanding he would receive all halibut permits connected with that business and that he would be the successor in interest to that business, he has not established he is a successor in interest under the [Program] regulations."⁴

The Decision points to information in the record dated December 9, 2010, showing [REDACTED] listed as "active" by the Alaska Corporations Division.⁵ However, this same information also lists the LLC as "non-compliant."⁶ A recent examination of the Alaska Corporations Division website shows that [REDACTED] is no longer listed as "active" and is only listed as "non-compliant" and that a required biennial report, due January 2, 2009, has not been filed. See Attachment 1 to this Order. The record also shows that [REDACTED] was a 98.5 percent owner in [REDACTED]⁷ and that [REDACTED] died in August 2009.⁸

Program regulations do not define the term "dissolved" as it is used in 50 C.F.R. §300.67(b)(1)(iii)(B) and do not explain what constitutes dissolution for purposes of the Program. The State of Alaska has laws governing dissolution of a limited liability company and those could be used by NAO to determine whether an entity formed under Alaska state law has dissolved for purposes of the Program.⁹ However, the facts of a particular appeal also may lead NAO to conclude that an entity has dissolved for purposes of the Program regulations, even though that entity has not been formally dissolved under the laws of the state in which it was formed.

Given the facts of this case, the removal of "active" status for [REDACTED] and the fact that the Commissioner of the Alaska Department of Commerce, Community, and Economic Development could institute involuntary dissolution proceedings against [REDACTED] at any time given its non-

¹ Decision, at 5.

² Id.

³ Id.

⁴ Id.

⁵ Original File Tab, Alaska Corporations Business and Professional Licensing, Filed Documents, [REDACTED]

⁶ Id.

⁷ Id.

⁸ Original File Tab, Charter Halibut Permit Application of [REDACTED] U.S. Department of State Report of Death of an American Citizen Abroad.

⁹ See Alaska Stat. §§10.50.400 - 10.50.440 (2011).

Division of Corporations, Business and Professional Licensing

Attachment 1

Name(s)

Type	Name
Legal Name	[REDACTED]

Entity Details

Entity Type: [REDACTED]

Entity #: [REDACTED]

Status: Non-Compliant

AK Formed Date: 4/8/[REDACTED]

Duration/Expiration: Perpetual

Home State: ALASKA

Next Biennial Report Due: 1/2/[REDACTED] File Biennial Report

Entity Mailing Address: [REDACTED]

Entity Physical Address:

Registered Agent

Agent Name: [REDACTED]

Registered Mailing Address: [REDACTED]

Registered Physical Address: [REDACTED]

Officials

AK Entity#	Name	Titles	Percent Owned
	[REDACTED]	Member	98.5

Filed Documents

Date Filed	Type	Filing	Certificate
4/8/[REDACTED]	Creation Filing		
1/2/[REDACTED]	Biennial Report		