

COUNCIL OF MINISTERS

**Decree-Law n° 59/99
of 27 September 1999**

Regulates the Registration of Firms

This legislation proposes to institute a centralized record of firms and denomination of commercial enterprises and other entities subject to it – enterprises under individual names, non-commercial enterprises, complementary groupings of enterprises, and other collective entities – that assures in a perfected, expedite and secure form, the respect for the fundamental respect that must rule these distinct expressions of the collectives and homologous entities.

The dimension, in Cape Verde, of the firms and the commercial register, a close institutional connection with the central organization of the Public Administration responsible for this area and, at the same time, with the Conservatory that is competent in the matter of commercial registration. Hence, the record of the enterprises constitutes a service directorate of the General Directorate of Services, Notary and Identification, headed by a Service Director or

The diploma establishes, likewise, a simplified procedure for obtaining the admissibility certificate, as a way of simplifying the constitution of the enterprises and other collective entities.

In as much as the matter pertaining to firms is extremely sensitive, taking into account the protection of the fundamental interests of the identity of the enterprises and other collective persons, a double jurisdiction degree was established in the matter of resources.

Thus,

In the use of the faculty conferred by subparagraph a) f number 2 of article 216 of the Constitution, the Government decrees the following:

CHAPTER I

General provisions¹

Article 1

Object

This diploma regulates the registration of firms.

Article 2

Nature

The firms' registration is the central service of the Registration and the Notary Services, responsible for assuring the centralization on the national level, of the registrations relative to the identification of enterprises and other collective entities and the respect for the legally established principles and norms pertaining to the same.

Article 3

Organizational integration

Firms' registration is integrated in the organizational structure of the General Directorate of Registration, Notary and Identification.

Article 4

Competences

It behooves the firms' registrations specifically:

- a) Study, plan and coordinate the tasks necessary to identify the enterprises and other collective entities, sealing for the respect for the legal principles and norms established for the firms;
- b) Issue the firm's certificate of admissibility, under the terms and conditions of the law;
- c) Attribute the inherent right to the exclusive use of the firm as well s declare the loss of the same right;
- d)

Article 8
Commercial entrepreneurs firms

Individual entrepreneur firms, commercial enterprises, civil enterprises under commercial form and complementary groups of enterprises must be constituted under the terms described in the Commercial Enterprises Code and other specific legislation, without prejudice to the application of the provisions of this diploma

Mandatoriness of the certificate

1. Compliance with the legal norms pertaining to the constitution of the Firm is

2. In first analysis the proposed Firm is already constituted in legal terms, and is not susceptible of confusion with another firm already registered, it is permitted to reserve it for 48 hours. A reference number will be given an interested party.
- 3.

- c) In the requests made by telecopy, immediately after it is formally verified that they are in order;
- d)

Article 21
Justification of the recourse

Hierarchic recourse to the General Dire

solicit from the recurrent additional information or documents to correctly document the case.

3. In case the decision affects the rights of third parties, the latter should be heard, and they should be given a period of ten days to respond.
4. If the third parties pronounce themselves bringing new facts to the process, the recurrent should be notified to respond within ten days.
- 5.

1.

Article 28
Contra-ordinations

1. Under the terms of the respective legislation, without prejudice to the criminal or disciplinary procedure that may be called for, the persons or entities commit contra-ordination and are subject to fines from a minimum of CVE 10.000\$00 to a maximum of CVE 500.000\$00, if:
 - a) In any form, and with fraudulent intention or for the purpose of causing injury to a third party, falsifies or unduly utilize documents issued by the Firms Registry;
 - b) Use firms without having previously obtained the respective certificate of admissibility or, having obtained the certificate, did not promote the

Article 30
Initial registration in Firms Registry

1. Registration of the individual entrepreneurs and commercial enterprises whose firms are already registered in the commercial registry shall be made unofficially in the Firms Registry on the basis of the elements to be made to the Firms Registry by the respective conservatories of registration.
2. The individual entrepreneurs, the enterprises and other collective entities not covered by the preceding number and in existence on the date this diploma goes into effect, have 90 days counting from that same date to register their

2. The provisions of the preceding number do not prevail if, by force of the alteration of the object, the firm, denomination or name becomes deceptive.

Article 35
Effective date

This diploma goes into effect with entry into effect of the Commercial Enterprises Code.

Viewed and approved in the Council of Ministers
Carlos Veiga – Simão Monteiro – José Ulisses Correia e Silva – Alexandre Monteiro

Promulgated 27 September 1999

Publish it

The President of the Republic, ANTÓNIO MANUEL MASCARENHAS
GOMES MONTEIRO

Referenced 27 September 1999

The Prime Minister, Carlos Veiga

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**MINISTRY OF JUSTICE
AND INTERNAL ADMINISTRATION
AND MINISTRY OF FINANCE**

Offices

**Ordinance No. 45-A/99
Of 27 September 1999**

Approves the Fees to be Collected by the Firm Registration

In as much as it is convenient to approve the amount of fees to be collected for services rendered by Firms Registration;

Under the terms of No.1, Article 31 of Decree-Law No. 59/99, of 27 September;

In the use of the faculties conferred by subparagraph b) of Article 217 of the Constitution, the Government of Cape Verde, through the Ministers of Justice and Internal Administration and of Finance, orders the following:

**Article 1
Approval**

The amounts of the fees to be covered for services rendered by Firms Registration, which are indicated in the Table attached to this legislation of which it is an integral part and signed by the Ministers of Justice and Internal Administration and of Finance, are hereby approved.

**Article 2
Payment of the Fees**

1. The payment of the fees contained in the Table annexed to this legislation is made in advance to the bank account of the General Coffers for Justice indicated by the organism that received the request.
2. In the case of reservation of firm the requester must pre-pay either the reservation fee or the firm registration request or alteration thereto, under the terms of the preceding number.

Article 3
Exemptions

1. The legal exemption of the fees and other commercial registration charge includes the exemption of Firm Registration fee.
2. The organisms and services of Public Administration, the public institutions of social solidarity and the collective persons under public law, with the exceptions of the public enterprises and the public capital or with a majority of public capital companies, are exempt from the fees foreseen in this legislation.

Article 4
Preparations for Hierarchic Appeal

1. The charges for hierarchic appeal are returned to the recurrent should the appeal be accepted.
2. Should the appeal be rejected the charges for hierarchic appeal shall constitute revenue for the General Coffor for Justice.
3. The dispatch of partial hierarchic appeal charges fixes the proportions of the charges that constitute revenue for the General Coffor for Justice.

Article 5
Effective Date

ANNEX I
TABLE OF FEES TO BE COLLECTED FOR FIRM REGISTRATION

I.

Article 3
Obligations Relative to Activity and Commercial Name

3. Without prejudice to the obligations legally established relative to commercial