

## CHAPTER 207

## CORPORATIONS

S. F. 158

AN ACT to exempt certain corporations from certain provisions of chapter ninety-three (93), acts of the Forty-sixth General Assembly, and to permit such exempted corporations to renew when renewal is unanimously voted by the stockholders.

*Be It Enacted by the General Assembly of the State of Iowa:*

1 SECTION 1: Corporations for pecuniary profit, organized under  
2 chapter three hundred eighty-four (384), code, 1935, may by  
3 unanimous\* vote of the stockholders renew under the provisions of sec-  
4 tion eight thousand three hundred sixty-five (8365), and shall be ex-  
5 empted from the prohibition against such renewals contained in chap-  
6 ter ninety-three (93), acts of the Forty-sixth General Assembly.

1 SEC. 2. This act being deemed of immediate importance shall be  
2 in full force and effect from and after its passage and publication in  
3 the Sioux City Journal, a newspaper published at Sioux City, Iowa,  
4 and the Sloan Star, a newspaper published at Sloan, Iowa.

Senate File 158. Approved May 1, 1937.

I hereby certify that the foregoing act was published in the Sioux City Journal, May 18, 1937, and the Sloan Star, May 20, 1937.

ROBERT E. O'BRIAN, *Secretary of State.*

## CHAPTER 208

## IOWA SECURITIES ACT

H. F. 524

AN ACT to amend sections eighty-five hundred eighty-one-c five (8581-c5) and eighty-five hundred eighty-one-f one (8581-f1), chapter three hundred ninety-three-c one (393-c1) of the code of Iowa, 1935, to provide that sale by a registered dealer of any security which is a part of an issue which has theretofore been sold and distributed to the public under certain circumstances, or a security exchanged therefor in a voluntary or court re-organization shall, under certain conditions, constitute an exempt transaction and to further define the power of the secretary of state to prescribe a limitation on commissions to be paid by or on behalf of an issuer of securities.

*Be It Enacted by the General Assembly of the State of Iowa:*

1 SECTION 1. That section eighty-five hundred eighty-one c-5 (8581-  
2 c5) of the code of Iowa, 1935, be amended by adding thereto paragraph  
3 (k) as follows:

4 (k) The sale by a registered dealer of any security acquired in the  
5 ordinary and usual course of business, when such security is part of  
6 an issue which has theretofore been sold and distributed to the public,  
7 in whole or in part, in this state in compliance with the provisions of  
8 any applicable law regulating the sale of securities at the time of  
9 original issuance and sale, or any security issued in exchange for such  
10 security under a bona fide plan of reorganization of a corporation by  
11 order of a court having jurisdiction or under a plan of reorganization

\* Note: In accordance with enrolled bill.

12 previously having become operative through action of security holders  
 13 of a corporation, but excepting securities theretofore sold only in ex-  
 14 empt transactions under section 8581-c5, and when such sale is made in  
 15 good faith and not directly or indirectly for the benefit of the issuer  
 16 of such security or for the direct or indirect promotion of any scheme  
 17 or enterprise with the intent of violating or evading any provision of  
 18 this act, provided, however, that this exemption shall not apply where  
 19 the authority to sell such security has been revoked or enjoined in  
 20 accordance with the provisions of this act.

1 SEC. 2. That section eighty-five hundred eighty-one f-1 (8581-f1),  
 2 code of Iowa, 1935, be amended by striking the comma after the word  
 3 "sold" in the third line thereof and inserting a period in lieu thereof  
 4 and by striking the word "and" in the third line thereof and inserting  
 5 in lieu thereof the following: "In case of a sale by or on behalf of an  
 6 issuer, the secretary of state may".

1 SEC. 3. This act being deemed of immediate importance shall be in  
 2 full force and effect from and after its publication in the Delta Press,  
 3 a newspaper published at Delta Iowa and in the Tipton Conservative,  
 4 a newspaper published at Tipton, Iowa.

House File 524. Approved May 1, 1937.

I hereby certify that the foregoing act was published in the Tipton Conservative, May  
 27, 1937, and the Delta Press, May 27, 1937.

ROBERT E. O'BRIAN, *Secretary of State.*

## CHAPTER 209

### IOWA SECURITIES ACT

H. F. 193

AN ACT to amend sections eighty-five hundred eighty-one-c eight (8581-c8), eighty-  
 five hundred eighty-one-c ten (8581-c10) and eighty-five hundred eighty-one-c eleven  
 (8581-c11), code, 1935, relating to the registration of securities by qualification,  
 the revocation of same, and the registration of dealers and salesmen, all under the  
 Iowa securities act.

*Be It Enacted by the General Assembly of the State of Iowa:*

1 SECTION 1. Section eighty-five hundred eighty-one-c eight (8581-  
 2 c8), code, 1935, is hereby amended as follows:  
 3 1. Subsection i, strike all of paragraph four (4) and substitute in  
 4 lieu thereof the following:  
 5 "The applicant shall pay to the secretary of state at the time of fil-  
 6 ing the information as hereinbefore prescribed in this section, a fee  
 7 of one-tenth of one (1) per cent of the aggregate par value of the se-  
 8 curities to be sold in this state for which the applicant is seeking regis-  
 9 tration. Such fee shall not be less than twenty-five dollars (\$25.00)  
 10 nor more than three hundred dollars (\$300.00) where the amount of  
 11 securities to be sold is not in excess of one million dollars (\$1,000,-  
 12 000.00). In case the amount to be sold exceeds one million dollars  
 13 (\$1,000,000.00) the fee shall be five hundred dollars (\$500.00): Par  
 14 value as used in this section for the purpose of computing fees shall be  
 15 construed: