

## CHAPTER 229

## CORPORATION RENEWAL

H. F. 156

AN ACT to amend section four hundred ninety-one point twenty-five (491.25), Code 1954, relating to the method and procedure for renewal of corporations organized for a term of years.

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

1 SECTION 1. Section four hundred ninety-one point twenty-five  
2 (491.25), Code 1954, is amended by striking all of said section and  
3 by enacting in lieu thereof the following:

4 "Corporations existing for a period of years may be renewed from  
5 time to time for the same or shorter periods, or may be renewed to  
6 exist perpetually, upon compliance with the provisions of this section  
7 and other applicable statutes.

8 "The right of renewal is vested in the stockholders and shall be  
9 exercised by a resolution thereof adopted at any regular meeting or  
10 at any special meeting called for that purpose. Such resolution must  
11 be adopted by a majority of all the votes cast at such meeting, or by  
12 such other vote as is authorized or required in the company's existing  
13 articles of incorporation.

14 "If the renewal instrument in proper form and the necessary fees  
15 are tendered to the secretary of state for filing three (3) months or  
16 less either prior or subsequent to the corporation's expiration date,  
17 such renewal shall take effect immediately upon the expiration of  
18 the corporation's previous period of existence, and in such case, the  
19 corporate existence shall be considered as having been extended with-  
20 out interruption. If the renewal is filed more than three (3) months  
21 before or after the expiration date, such renewal shall take effect upon  
22 the date such renewal with necessary fees is accepted and filed by the  
23 secretary of state; and in cases where filed more than three (3)  
24 months after the expiration date, shall not be in legal effect a renewal  
25 unless the procedure provided for and the additional fees provided  
26 for in section four hundred ninety-one point twenty-eight (491.28)  
27 are fully complied with and paid.

28 "In all cases of renewal, those stockholders voting for such re-  
29 newal must purchase at its real value the stock voted against such  
30 renewal and shall have three (3) years from the date such action for  
31 renewal was taken in which to purchase and pay for the stock voting  
32 against such renewal, which purchase price shall bear interest at the  
33 rate of five percent (5%) per annum from the date of such renewal  
34 action until paid."

Approved April 22, 1955.