

504A.9 Change of registered office or registered agent.

1. A corporation may change its registered office or registered agent by delivering to the secretary of state for filing a statement of change that sets forth all of the following:

a. The name of the corporation.

b. If the current registered office is to be changed, the street address of the new registered office.

c. If the current registered agent is to be changed, the name of its new registered agent and the new agent's written consent to the appointment, either on the statement or attached to the statement.

d. That after the change or changes are made, the street addresses of its registered office and the business office of its registered agent will be identical.

2. The statement shall be delivered to the secretary of state for filing in the secretary of state's office.

3. If a registered agent changes the agent's business address to another place within the same county, the agent may change the address of the registered office of any corporations of which that person is a registered agent by filing a statement as required in subsection 1 for each corporation, or a single statement for all corporations named in the statement, except that the statement need be signed only by the registered agent and need not be responsive to subsection 1, paragraph "c", but must recite that notification of such change has been mailed to each corporation named in the statement.

4. The change of address of registered office or the change of registered agent becomes effective upon the filing of such statement by the secretary of state.

5. A registered agent of a corporation may resign as such agent by signing and delivering to the secretary of state for filing an original statement of resignation. The statement of resignation may also include a statement that the registered office is also discontinued. The registered agent shall send a copy of the statement of resignation by certified mail to the corporation at its principal office and to the registered office, if the registered office is not discontinued. The appointment of the agent terminates on the date on which the statement is filed by the secretary of state. If the statement of resignation contains a statement that the registered office is discontinued, such office is discontinued on the date on which the statement of resignation is filed by the secretary of state.

6. The secretary of state may provide for the change of registered office or registered agent on the form prescribed by the secretary of state for the biennial report pursuant to section 504A.83, provided that the form contains the information required in this section. If the secretary of state determines that a biennial report does not contain the information required by section 504A.83 but otherwise meets the requirements of this section for the purpose of changing the registered office or registered agent, the secretary of state shall file the statement of change of registered office or registered agent before returning the biennial report to the corporation pursuant to section 504A.84. A statement of change of registered office or registered agent pursuant to this paragraph shall be executed by a person authorized to execute the biennial report.

[C66, 71, 73, 75, 77, 79, 81, § 504A.9]

89 Acts, ch 171, §1, 2; 90 Acts, ch 1164, § 1012; 93 Acts, ch 109, § 3; 97 Acts, ch 107, §10; 97 Acts, ch 171, §35