

#### **490.1101 Definitions.**

As used in this division, unless the context otherwise requires:

1. *"Interests"* means the proprietary interests in an other entity.
2. *"Merger"* means a business combination pursuant to section 490.1102.
3. *"Organizational documents"* means the basic document or documents that create, or determine the internal governance of, an other entity.
4. *"Other entity"* means any association or legal entity, other than a domestic or foreign corporation, organized to conduct business, including, without limitation, limited partnerships, general partnerships, limited liability partnerships, limited liability companies, joint ventures, joint stock companies, and business trusts.
5. *"Party to a merger"* or *"party to a share exchange"* means any domestic or foreign corporation or other entity that will accomplish one of the following during a merger:
  - a. Merge under a plan of merger.
  - b. Acquire shares or interests of another corporation or an other entity in a share exchange.
  - c. Have all of its shares or interests or all of one or more classes or series of its shares or interests acquired in a share exchange.
6. *"Share exchange"* means a business combination pursuant to section 490.1103.
7. *"Survivor"* in a merger means the corporation or other entity into which one or more other corporations or other entities are merged. A survivor of a merger may preexist the merger or be created by the merger.

89 Acts, ch 288, §121; 97 Acts, ch 117, § 3; 97 Acts, ch 171, § 12; 2002 Acts, ch 1154, §65, 125