

**489.803 Activities not constituting transacting business.**

1. Activities of a foreign limited liability company which do not constitute transacting business in this state within the meaning of [this article](#) include all of the following:

- a. Maintaining, defending, or settling an action or proceeding.
- b. Carrying on any activity concerning its internal affairs, including holding meetings of its members or managers.
- c. Maintaining accounts in financial institutions.
- d. Maintaining offices or agencies for the transfer, exchange, and registration of the company's own securities or maintaining trustees or depositories with respect to those securities.
- e. Selling through independent contractors.
- f. Soliciting or obtaining orders, whether by mail or electronic means or through employees or agents or otherwise, if the orders require acceptance outside this state before they become contracts.
- g. Creating or acquiring indebtedness, mortgages, or security interests in real or personal property.
- h. Securing or collecting debts or enforcing mortgages or other security interests in property securing the debts and holding, protecting, or maintaining property so acquired.
- i. Conducting an isolated transaction that is completed within thirty days and is not in the course of similar transactions.
- j. Transacting business in interstate commerce.

2. For purposes of [this article](#), the ownership in this state of income-producing real property or tangible personal property, other than property excluded under [subsection 1](#), constitutes transacting business in this state.

3. [This section](#) does not apply in determining the contacts or activities that may subject a foreign limited liability company to service of process, taxation, or regulation under law of this state other than [this chapter](#).

2008 Acts, ch 1162, §59, 155