

**490.1101 Definitions.**

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

1. “*Converted entity*” means a corporation or other entity into which a converting entity converts pursuant to sections 490.1111 through 490.1114.
2. “*Converting entity*” means a corporation or other entity that converts into an other entity or corporation pursuant to section 490.1111.
3. “*Governing statute*” of a corporation or other entity means the statute that governs the corporation or other entity’s internal affairs.
4. “*Interests*” means the proprietary interests in an other entity.
5. “*Merger*” means a business combination pursuant to section 490.1102.
6. “*Organizational documents*” means the basic document or documents that create, or determine the internal governance of, an other entity.
7. “*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.
8. “*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.
9. “*Share exchange*” means a business combination pursuant to section 490.1103.
10. “*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; 2008 Acts, ch 1162, §117, 155