

**496C.19 Dissolution or liquidation.**

Violation of any provision of [this chapter](#) by a professional corporation or any of its shareholders, directors, or officers shall be cause for its involuntary dissolution, or liquidation of its assets and business by the district court, as provided in the Iowa business corporation Act, [chapter 490](#). Upon the death of the last remaining shareholder of a professional corporation, or whenever the last remaining shareholder is not licensed or ceases to be licensed to practice in this state a profession which the corporation is authorized to practice, or whenever any person other than the shareholder of record becomes entitled to have all shares of the last remaining shareholder of the corporation transferred into that person's name or to exercise voting rights, except as a proxy, with respect to such shares, the corporation shall not practice any profession and it shall either be promptly dissolved or shall promptly elect to adopt the provisions of the Iowa business corporation Act, as provided in [section 490.1801, subsection 2](#). However, if prior to such dissolution all outstanding shares of the corporation are acquired by one or more persons licensed to practice in this state a profession which the corporation is authorized to practice, the corporation need not be dissolved and may practice the profession as provided in [this chapter](#).

[C71, 73, 75, 77, 79, 81, §496C.19]

[2001 Acts, ch 24, §64](#); [2003 Acts, ch 66, §10](#); [2021 Acts, ch 165, §223, 230](#)

Referred to in [§496C.16](#)