

2-15-93 House Local Gov.

1993  
4-12-93 Pass

SENATE FILE 295  
BY COMMITTEE ON LOCAL  
GOVERNMENT

(SUCCESSOR TO SSB 223)

<sup>(p.599)</sup>  
Passed Senate, Date 3-11-93

<sup>(p.1669)</sup>  
Passed House, Date 4/26/93

Vote: Ayes 44 Nays 0

Vote: Ayes 99 Nays 0

Re-Passed Senate Approved May 11, 1993  
48-0 (4/27/93)  
p.1371

A BILL FOR

1 An Act relating to the recording of certain instruments in the  
2 office of county recorder.

3 BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF IOWA:

SF 245

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1 Section 1. Section 161A.7, subsection 18, paragraph b,  
2 Code 1993, is amended to read as follows:

3 b. The title page of the district plan and a notification  
4 stating where the plan may be reviewed shall be ~~filed~~ recorded  
5 with the recorder in the county in which the district is  
6 located, and updated as necessary, after the committee  
7 approves and the administrator of the division signs the  
8 district plan. The commissioners shall provide notice of the  
9 ~~filing~~ recording and may provide a copy of the approved  
10 district plan to the county board of supervisors in the county  
11 where the district is located. The district plan shall be  
12 filed with the division as part of the state soil and water  
13 resource conservation plan provided in section 161A.4.

14 Sec. 2. Section 321.251, subsection 3, Code 1993, is  
15 amended to read as follows:

16 3. The titleholder of real property under subsection 2 may  
17 elect to waive the right to have the vehicular traffic  
18 provisions of this chapter, or the ordinances, rules, or  
19 regulations of the local authority where the real property is  
20 located, apply to the real property and any persons located on  
21 the real property, by ~~filing~~ recording a waiver with the  
22 county recorder of each county in which the property is  
23 located. The waiver shall include the legal description of  
24 the real property and shall bind the titleholder of the real  
25 property and any successors in interest. The waiver may only  
26 be rescinded if each law enforcement jurisdiction, in which  
27 the titleholder of real property wishes to obtain the benefit  
28 of this section, consents to the rescission of the waiver  
29 through adoption of a resolution.

30 Sec. 3. Section 558.66, unnumbered paragraph 2, Code 1993,  
31 is amended to read as follows:

32 An affidavit of or on behalf of a surviving spouse may be  
33 ~~filed~~ recorded with the ~~auditor~~ county recorder only when real  
34 estate owned by a decedent, who died on or after January 1,  
35 1988, was held in joint tenancy with right of survivorship

1 solely with the surviving spouse and shall be in the following  
2 form:

3 EXPLANATION

4 This bill changes three references in the Code relating to  
5 the recording of instruments in the office of county recorder.  
6 Section 1 of this Act provides for the recording of the first  
7 page of a soil and water conservation district plan rather  
8 than filing the page. Section 2 relates to the recording of a  
9 waiver so that vehicular traffic laws and rules do not apply  
10 to certain real estate. Section 3 provides that an affidavit  
11 of a surviving spouse for the change of title to real estate  
12 shall be recorded in the office of county recorder rather than  
13 filed in the office of county auditor.

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## SENATE FILE 245

H-4020

1 Amend Senate File 245, as passed by the Senate, as  
2 follows:

3 1. Page 1, by inserting after line 29, the  
4 following:

5 "Sec. \_\_\_\_ . Section 504A.9, unnumbered paragraphs  
6 2, 3, 5, 6, and 7, Code 1993, are amended to read as  
7 follows:

8 The statement shall be delivered to the secretary  
9 of state for filing and recording in the secretary of  
10 state's office, ~~and the statement shall be filed and~~  
11 ~~recorded in the office of the county recorder. If the~~  
12 ~~registered office is changed from one county to~~  
13 ~~another, the statement shall be filed and recorded in~~  
14 ~~the office of the county recorder of the county to~~  
15 ~~which the registered office is changed, and a~~  
16 ~~certified copy of the statement shall be furnished by~~  
17 ~~the secretary of state and delivered to the office of~~  
18 ~~the county recorder for filing in the county in which~~  
19 ~~the registered office was located prior to the filing~~  
20 ~~of the statement.~~

21 ~~--- If the registered office is changed from one county~~  
22 ~~to another, the corporation shall also cause to be~~  
23 ~~filed and recorded forthwith in the office of the~~  
24 ~~recorder of the county to which such registered office~~  
25 ~~is changed, its original articles of incorporation and~~  
26 ~~all amendments thereto, or copies thereof certified by~~  
27 ~~the secretary of state, or its restated articles and~~  
28 ~~all amendments thereto, or copies thereof certified by~~  
29 ~~the secretary of state. The~~

30 The change of address of registered office or the  
31 change of registered agent or agents or both  
32 registered office and agent or agents, as the case may  
33 be, shall become effective upon the filing of such  
34 statement by the secretary of state, ~~but until such~~  
35 ~~statement is recorded in the office of the recorder as~~  
36 ~~above prescribed, service of process, notice or demand~~  
37 ~~required or permitted by law to be served upon the~~  
38 ~~corporation may be served upon the person who was its~~  
39 ~~registered agent at its registered office prior to the~~  
40 ~~filing of such statement with the same force and~~  
41 ~~effect as if no change in registered office or~~  
42 ~~registered agent had been made.~~

43 Any registered agent of a corporation may resign as  
44 such agent upon filing a written notice thereof,  
45 executed in duplicate, with the secretary of state,  
46 who shall record one copy and forthwith mail the other  
47 copy thereof to the corporation in care of an officer,  
48 who is not the resigning registered agent, at the  
49 address of such officer as shown by the most recent  
50 annual report of the corporation. ~~The copy recorded~~

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~~1 by the secretary of state shall be sent by the~~  
~~2 secretary to the county recorder of the county in~~  
~~3 which the registered office is located for recording~~  
~~4 in the county recorder's office. The appointment of~~  
5 such agent shall terminate upon the expiration of  
6 thirty days after receipt of such notice by the  
7 secretary of state.

8 The secretary of state may provide for the change  
9 of registered office or registered agent on the form  
10 prescribed by the secretary of state for the annual  
11 report pursuant to section 504A.83, provided that the  
12 form contains the information required in this  
13 section. If the secretary of state determines that an  
14 annual report does not contain the information  
15 required by section 504A.83 but otherwise meets the  
16 requirements of this section for the purpose of  
17 changing the registered office or registered agent,  
18 the secretary of state shall file the statement of  
19 change of registered office or registered agent before  
20 returning the annual report to the corporation  
21 pursuant to section 504A.84. ~~The secretary of state~~  
~~22 shall deliver a notice certifying the change in~~  
~~23 registered office or registered agent to the office of~~  
~~24 the county recorder for filing and recording. A~~  
25 statement of change of registered office or registered  
26 agent pursuant to this paragraph shall be executed by  
27 a person authorized to execute the annual report.

28 Sec. \_\_\_\_\_. Section 504A.30, Code 1993, is amended  
29 to read as follows:

30 504A.30 FILING AND RECORDING OF ARTICLES OF  
31 INCORPORATION.

32 The articles of incorporation shall be delivered to  
33 the secretary of state for filing and recording in the  
34 secretary of state's office, ~~and the same shall be~~  
~~35 filed and recorded in the office of the county~~  
36 recorder. The secretary of state upon the filing of  
37 such articles shall issue a certificate of  
38 incorporation and send the same certificate to the  
39 corporation or its representative.

40 Sec. \_\_\_\_\_. Section 504A.32, subsection 1, paragraph  
41 c, Code 1993, is amended by striking the paragraph.

42 Sec. \_\_\_\_\_. Section 504A.37, Code 1993, is amended  
43 to read as follows:

44 504A.37 FILING OF ARTICLES OF AMENDMENT.

45 The articles of amendment shall be delivered to the  
46 secretary of state for filing and recording in the  
47 secretary of state's office, ~~and the same shall be~~  
~~48 filed and recorded in the office of the county~~  
49 recorder. The secretary of state upon the filing of  
50 the articles of amendment shall issue a certificate of

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Page 3

amendment and send the same certificate to the corporation or its representative.

Sec. \_\_\_\_ . Section 504A.39, subsection 4, unnumbered paragraph 4, Code 1993, is amended to read as follows:

The restated articles of incorporation shall be delivered to the secretary of state for filing and recording in the secretary of state's office and the same shall be filed and recorded in the office of the county recorder.

Sec. \_\_\_\_ . Section 504A.43, unnumbered paragraph 2, Code 1993, is amended to read as follows:

The articles of merger or articles of consolidation shall be delivered to the secretary of state for filing and recording in the secretary of state's office, and the same shall be filed and recorded in the office of the recorder of each county in which the registered office of each domestic merging or consolidating corporation was located prior to the merger or consolidation and, if the new corporation into which the corporations have consolidated is a domestic corporation, in the office of the recorder of the county in which the registered office of the new corporation is located.

Sec. \_\_\_\_ . Section 504A.52, unnumbered paragraph 1, Code 1993, is amended to read as follows:

Such articles of dissolution shall be delivered to the secretary of state for filing and recording in the secretary of state's office, and the same shall be filed and recorded in the office of the county recorder.

Sec. \_\_\_\_ . Section 504A.62, Code 1993, is amended to read as follows:

504A.62 FILING OF DECREE OF DISSOLUTION.

In case the court shall enter a decree dissolving a corporation, it shall be the duty of the clerk of such court to cause certified copies of the decree to be filed with and recorded by the secretary of state and the county recorder of the county in which is located the corporation's registered office. No fee shall be charged by the secretary of state or said county recorder for the filing or recording thereof.

Sec. \_\_\_\_ . Section 504A.73, unnumbered paragraph 5, Code 1993, is amended to read as follows:

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 annual report pursuant to section 504A.83, provided that the form contains the information required in this section. If the secretary of state determines that an

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1 annual report does not contain the information  
2 required by section 504A.83 but otherwise meets the  
3 requirements of this section for the purpose of  
4 changing the registered office or registered agent,  
5 the secretary of state shall file the statement of  
6 change of registered office or registered agent before  
7 returning the annual report to the corporation  
8 pursuant to section 504A.84. ~~The secretary of state~~  
9 ~~shall deliver a notice certifying the change in~~  
10 ~~registered office or registered agent to the office of~~  
11 ~~the county recorder for filing and recording. A~~  
12 statement of change of registered office or registered  
13 agent pursuant to this paragraph shall be executed by  
14 a person authorized to execute the annual report.  
15 Sec. \_\_\_\_\_. Section 504A.87, unnumbered paragraph 6,  
16 Code 1993, is amended to read as follows:

17 The secretary of state, upon filing the application  
18 for reinstatement, shall issue a certificate of  
19 reinstatement and file and record the same in the  
20 secretary of state's office and, if the application  
21 for reinstatement shall set forth a change in the name  
22 of the corporation, as required by this section, the  
23 same shall constitute an amendment to the articles of  
24 incorporation of the corporation and the certificate  
25 of reinstatement shall set forth such fact ~~and shall~~  
26 ~~be filed and recorded in the office of the county~~  
27 ~~recorder.~~ Upon the issuance of the certificate of  
28 reinstatement, the corporation shall be entitled to  
29 continue to act as a corporation for the unexpired  
30 portion of its corporate period as fixed by its  
31 articles of incorporation, except, that the  
32 corporation shall not be entitled to use the name of  
33 the corporation at the time of the issuance of the  
34 certificate of cancellation if another corporation or  
35 foreign corporation is entitled to use such name or  
36 such name is then reserved as provided in this  
37 chapter.

38 Sec. \_\_\_\_\_. Section 504A.100, subsection 3,  
39 paragraph c, Code 1993, is amended to read as follows:

40 c. As to domestic corporations such instrument  
41 shall be delivered to the secretary of state for  
42 filing and recording in the secretary of state's  
43 office, ~~and the same shall be filed and recorded in~~  
44 ~~the office of the county recorder.~~

45 ~~If the county of the initial registered office as~~  
46 ~~stated in such instrument is one which is other than~~  
47 ~~the county wherein the principal office or place of~~  
48 ~~business of such corporation, as theretofore~~  
49 ~~designated in its articles of incorporation, was~~  
50 ~~located, the secretary of state shall forward also to~~

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1 the-county-recorder-of-the-county-in-which-the-said  
2 principal-office-or-place-of-business-of-said  
3 corporation-was-located-a-copy-of-such-instrument-and  
4 the-secretary-shall-forward-to-the-recorder-of-the  
5 county-in-which-the-initial-registered-office-of-such  
6 corporation-is-located,--in-addition-to-the-original-of  
7 such-instrument,--a-copy-of-the-articles-of  
8 incorporation-of-said-corporation-together-with-all  
9 amendments-thereto-as-then-on-file-in-the-secretary-of  
10 state's-office."

11 2. By renumbering as necessary.

By GREINER of Washington  
HOLVECK of Polk

H-4020 FILED APRIL 16, 1993

*Adopted 4/26/93 (P1668)*



HOUSE AMENDMENT TO  
SENATE FILE 245

S-3633

1 Amend Senate File 245, as passed by the Senate, as  
2 follows:

3 1. Page 1, by inserting after line 29, the  
4 following:

5 "Sec. \_\_\_\_ . Section 504A.9, unnumbered paragraphs  
6 2, 3, 5, 6, and 7, Code 1993, are amended to read as  
7 follows:

8 The statement shall be delivered to the secretary  
9 of state for filing and recording in the secretary of  
10 state's office, ~~and the statement shall be filed and~~  
11 ~~recorded in the office of the county recorder. If the~~  
12 ~~registered office is changed from one county to~~  
13 ~~another, the statement shall be filed and recorded in~~  
14 ~~the office of the county recorder of the county to~~  
15 ~~which the registered office is changed, and a~~  
16 ~~certified copy of the statement shall be furnished by~~  
17 ~~the secretary of state and delivered to the office of~~  
18 ~~the county recorder for filing in the county in which~~  
19 ~~the registered office was located prior to the filing~~  
20 ~~of the statement.~~

21 ~~---If the registered office is changed from one county~~  
22 ~~to another, the corporation shall also cause to be~~  
23 ~~filed and recorded forthwith in the office of the~~  
24 ~~recorder of the county to which such registered office~~  
25 ~~is changed, its original articles of incorporation and~~  
26 ~~all amendments thereto, or copies thereof certified by~~  
27 ~~the secretary of state, or its restated articles and~~  
28 ~~all amendments thereto, or copies thereof certified by~~  
29 ~~the secretary of state. The~~

30 The change of address of registered office or the  
31 change of registered agent or agents or both  
32 registered office and agent or agents, as the case may  
33 be, shall become effective upon the filing of such  
34 statement by the secretary of state, ~~but until such~~  
35 ~~statement is recorded in the office of the recorder as~~  
36 ~~above prescribed, service of process, notice or demand~~  
37 ~~required or permitted by law to be served upon the~~  
38 ~~corporation may be served upon the person who was its~~  
39 ~~registered agent at its registered office prior to the~~  
40 ~~filing of such statement with the same force and~~  
41 ~~effect as if no change in registered office or~~  
42 ~~registered agent had been made.~~

43 Any registered agent of a corporation may resign as  
44 such agent upon filing a written notice thereof,  
45 executed in duplicate, with the secretary of state,  
46 who shall record one copy and forthwith mail the other  
47 copy thereof to the corporation in care of an officer,  
48 who is not the resigning registered agent, at the  
49 address of such officer as shown by the most recent  
50 annual report of the corporation. ~~The copy recorded~~

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1 ~~by the secretary of state shall be sent by the~~  
2 ~~secretary to the county recorder of the county in~~  
3 ~~which the registered office is located for recording~~  
4 ~~in the county recorder's office.~~ The appointment of  
5 such agent shall terminate upon the expiration of  
6 thirty days after receipt of such notice by the  
7 secretary of state.

8 The secretary of state may provide for the change  
9 of registered office or registered agent on the form  
10 prescribed by the secretary of state for the annual  
11 report pursuant to section 504A.83, provided that the  
12 form contains the information required in this  
13 section. If the secretary of state determines that an  
14 annual report does not contain the information  
15 required by section 504A.83 but otherwise meets the  
16 requirements of this section for the purpose of  
17 changing the registered office or registered agent,  
18 the secretary of state shall file the statement of  
19 change of registered office or registered agent before  
20 returning the annual report to the corporation  
21 pursuant to section 504A.84. ~~The secretary of state~~  
22 ~~shall deliver a notice certifying the change in~~  
23 ~~registered office or registered agent to the office of~~  
24 ~~the county recorder for filing and recording.~~ A  
25 statement of change of registered office or registered  
26 agent pursuant to this paragraph shall be executed by  
27 a person authorized to execute the annual report.

28 Sec. \_\_\_\_\_. Section 504A.30, Code 1993, is amended  
29 to read as follows:

30 504A.30 FILING AND RECORDING OF ARTICLES OF  
31 INCORPORATION.

32 The articles of incorporation shall be delivered to  
33 the secretary of state for filing and recording in the  
34 secretary of state's office, ~~and the same shall be~~  
35 ~~filed and recorded in the office of the county~~  
36 recorder. The secretary of state upon the filing of  
37 such articles shall issue a certificate of  
38 incorporation and send the same certificate to the  
39 corporation or its representative.

40 Sec. \_\_\_\_\_. Section 504A.32, subsection 1, paragraph  
41 c, Code 1993, is amended by striking the paragraph.

42 Sec. \_\_\_\_\_. Section 504A.37, Code 1993, is amended  
43 to read as follows:

44 504A.37 FILING OF ARTICLES OF AMENDMENT.

45 The articles of amendment shall be delivered to the  
46 secretary of state for filing and recording in the  
47 secretary of state's office, ~~and the same shall be~~  
48 ~~filed and recorded in the office of the county~~  
49 recorder. The secretary of state upon the filing of  
50 the articles of amendment shall issue a certificate of

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Page 3

1 amendment and send the same certificate to the  
2 corporation or its representative.

3 Sec. \_\_\_\_\_. Section 504A.39, subsection 4,  
4 unnumbered paragraph 4, Code 1993, is amended to read  
5 as follows:

6 The restated articles of incorporation shall be  
7 delivered to the secretary of state for filing and  
8 recording in the secretary of state's office and the  
9 ~~same shall be filed and recorded in the office of the~~  
10 ~~county recorder.~~

11 Sec. \_\_\_\_\_. Section 504A.43, unnumbered paragraph 2,  
12 Code 1993, is amended to read as follows:

13 The articles of merger or articles of consolidation  
14 shall be delivered to the secretary of state for  
15 filing and recording in the secretary of state's  
16 office, ~~and the same shall be filed and recorded in~~  
17 ~~the office of the recorder of each county in which the~~  
18 ~~registered office of each domestic merging or~~  
19 ~~consolidating corporation was located prior to the~~  
20 ~~merger or consolidation and, if the new corporation~~  
21 ~~into which the corporations have consolidated is a~~  
22 ~~domestic corporation, in the office of the recorder of~~  
23 ~~the county in which the registered office of the new~~  
24 ~~corporation is located.~~

25 Sec. \_\_\_\_\_. Section 504A.52, unnumbered paragraph 1,  
26 Code 1993, is amended to read as follows:

27 Such articles of dissolution shall be delivered to  
28 the secretary of state for filing and recording in the  
29 secretary of state's office, ~~and the same shall be~~  
30 ~~filed and recorded in the office of the county~~  
31 ~~recorder.~~

32 Sec. \_\_\_\_\_. Section 504A.62, Code 1993, is amended  
33 to read as follows:

34 504A.62 FILING OF DECREE OF DISSOLUTION.

35 In case the court shall enter a decree dissolving a  
36 corporation, it shall be the duty of the clerk of such  
37 court to cause certified copies of the decree to be  
38 filed with and recorded by the secretary of state and  
39 ~~the county recorder of the county in which is located~~  
40 ~~the corporation's registered office. -- No fee shall be~~  
41 ~~charged by the secretary of state or said county~~  
42 ~~recorder for the filing or recording thereof.~~

43 Sec. \_\_\_\_\_. Section 504A.73, unnumbered paragraph 5,  
44 Code 1993, is amended to read as follows:

45 The secretary of state may provide for the change  
46 of registered office or registered agent on the form  
47 prescribed by the secretary of state for the annual  
48 report pursuant to section 504A.83, provided that the  
49 form contains the information required in this  
50 section. If the secretary of state determines that an

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1 annual report does not contain the information  
2 required by section 504A.83 but otherwise meets the  
3 requirements of this section for the purpose of  
4 changing the registered office or registered agent,  
5 the secretary of state shall file the statement of  
6 change of registered office or registered agent before  
7 returning the annual report to the corporation  
8 pursuant to section 504A.84. ~~The secretary of state~~  
9 ~~shall deliver a notice certifying the change in~~  
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12 statement of change of registered office or registered  
13 agent pursuant to this paragraph shall be executed by  
14 a person authorized to execute the annual report.

15 Sec. \_\_\_\_\_. Section 504A.87, unnumbered paragraph 6,  
16 Code 1993, is amended to read as follows:

17 The secretary of state, upon filing the application  
18 for reinstatement, shall issue a certificate of  
19 reinstatement and file and record the same in the  
20 secretary of state's office and, if the application  
21 for reinstatement shall set forth a change in the name  
22 of the corporation, as required by this section, the  
23 same shall constitute an amendment to the articles of  
24 incorporation of the corporation and the certificate  
25 of reinstatement shall set forth such fact and shall  
26 ~~be filed and recorded in the office of the county~~  
27 ~~recorder. Upon the issuance of the certificate of~~  
28 reinstatement, the corporation shall be entitled to  
29 continue to act as a corporation for the unexpired  
30 portion of its corporate period as fixed by its  
31 articles of incorporation, except, that the  
32 corporation shall not be entitled to use the name of  
33 the corporation at the time of the issuance of the  
34 certificate of cancellation if another corporation or  
35 foreign corporation is entitled to use such name or  
36 such name is then reserved as provided in this  
37 chapter.

38 Sec. \_\_\_\_\_. Section 504A.100, subsection 3,  
39 paragraph c, Code 1993, is amended to read as follows:

40 c. As to domestic corporations such instrument  
41 shall be delivered to the secretary of state for  
42 filing and recording in the secretary of state's  
43 office, ~~and the same shall be filed and recorded in~~  
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45 ~~If the county of the initial registered office as~~  
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48 ~~business of such corporation, as theretofore~~  
49 ~~designated in its articles of incorporation, was~~  
50 ~~located, the secretary of state shall forward also to~~

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Page 5

1 the county recorder of the county in which the said  
2 principal office or place of business of said  
3 corporation was located a copy of such instrument and  
4 the secretary shall forward to the recorder of the  
5 county in which the principal registered office of such  
6 corporation is located, in addition to the original of  
7 such instrument, a copy of the articles of  
8 incorporation of said corporation together with all  
9 amendments thereto as then on file in the secretary of  
10 state's office."

11 2. By renumbering as necessary.

RECEIVED FROM THE HOUSE

S-3633 FILED APRIL 26, 1993

*Senate concurred 4/27/93 (p.1371)*

*BUNA, et.  
RITTMER  
SORENSEN*

SSB 223  
LOCAL GOVERNMENT

SENATE FILE 245  
BY (PROPOSED COMMITTEE ON LOCAL  
GOVERNMENT BILL BY CHAIR-  
PERSON SORENSEN)

Passed Senate, Date \_\_\_\_\_ Passed House, Date \_\_\_\_\_  
Vote: Ayes \_\_\_\_\_ Nays \_\_\_\_\_ Vote: Ayes \_\_\_\_\_ Nays \_\_\_\_\_  
Approved \_\_\_\_\_

A BILL FOR

1 An Act relating to the recording of certain instruments in the  
2 office of county recorder.

3 BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF IOWA:

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9 filing recording and may provide a copy of the approved  
10 district plan to the county board of supervisors in the county  
11 where the district is located. The district plan shall be  
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13 resource conservation plan provided in section 161A.4.

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19 regulations of the local authority where the real property is  
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21 the real property, by filing recording a waiver with the  
22 county recorder of each county in which the property is  
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24 the real property and shall bind the titleholder of the real  
25 property and any successors in interest. The waiver may only  
26 be rescinded if each law enforcement jurisdiction, in which  
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29 through adoption of a resolution.

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32 An affidavit of or on behalf of a surviving spouse may be  
33 filed recorded with the auditor county recorder only when real  
34 estate owned by a decedent, who died on or after January 1,  
35 1988, was held in joint tenancy with right of survivorship

1 solely with the surviving spouse and shall be in the following  
2 form:

3

EXPLANATION

4 This bill changes three references in the Code relating to  
5 the recording of instruments in the office of county recorder.  
6 Section 1 of this Act provides for the recording of the first  
7 page of a soil and water conservation district plan rather  
8 than filing the page. Section 2 relates to the recording of a  
9 waiver so that vehicular traffic laws and rules do not apply  
10 to certain real estate. Section 3 provides that an affidavit  
11 of a surviving spouse for the change of title to real estate  
12 shall be recorded in the office of county recorder rather than  
13 filed in the office of county auditor.

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SENATE FILE 245

AN ACT

RELATING TO THE RECORDING OF CERTAIN INSTRUMENTS IN THE OFFICE OF COUNTY RECORDER.

BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF IOWA:

Section 1. Section 161A.7, subsection 18, paragraph b, Code 1993, is amended to read as follows:

b. The title page of the district plan and a notification stating where the plan may be reviewed shall be filed recorded with the recorder in the county in which the district is located, and updated as necessary, after the committee approves and the administrator of the division signs the district plan. The commissioners shall provide notice of the filing recording and may provide a copy of the approved district plan to the county board of supervisors in the county where the district is located. The district plan shall be filed with the division as part of the state soil and water resource conservation plan provided in section 161A.4.

Sec. 2. Section 321.251, subsection 3, Code 1993, is amended to read as follows:

3. The titleholder of real property under subsection 2 may elect to waive the right to have the vehicular traffic provisions of this chapter, or the ordinances, rules, or regulations of the local authority where the real property is located, apply to the real property and any persons located on the real property, by filing recording a waiver with the county recorder of each county in which the property is located. The waiver shall include the legal description of the real property and shall bind the titleholder of the real property and any successors in interest. The waiver may only be rescinded if each law enforcement jurisdiction, in which the titleholder of real property wishes to obtain the benefit of this section, consents to the rescission of the waiver

through adoption of a resolution.

Sec. 3. Section 504A.9, unnumbered paragraphs 2, 3, 5, 6, and 7, Code 1993, are amended to read as follows:

The statement shall be delivered to the secretary of state for filing and recording in the secretary of state's office, and the statement shall be filed and recorded in the office of the county recorder. ~~If the registered office is changed from one county to another, the statement shall be filed and recorded in the office of the county recorder of the county to which the registered office is changed, and a certified copy of the statement shall be furnished by the secretary of state and delivered to the office of the county recorder for filing in the county in which the registered office was located prior to the filing of the statement:~~

~~If the registered office is changed from one county to another, the corporation shall also cause to be filed and recorded forthwith in the office of the recorder of the county to which such registered office is changed, its original articles of incorporation and all amendments thereto, or copies thereof certified by the secretary of state, or its restated articles and all amendments thereto, or copies thereof certified by the secretary of state. The~~

The change of address of registered office or the change of registered agent or agents or both registered office and agent or agents, as the case may be, shall become effective upon the filing of such statement by the secretary of state, but until such statement is recorded in the office of the recorder as above prescribed, service of process, notice or demand required or permitted by law to be served upon the corporation may be served upon the person who was its registered agent at its registered office prior to the filing of such statement with the same force and effect as if no change in registered office or registered agent had been made.

Any registered agent of a corporation may resign as such agent upon filing a written notice thereof, executed in duplicate, with the secretary of state, who shall record one

copy and forthwith mail the other copy thereof to the corporation in care of an officer, who is not the resigning registered agent, at the address of such officer as shown by the most recent annual report of the corporation. ~~The copy recorded by the secretary of state shall be sent by the secretary to the county recorder of the county in which the registered office is located for recording in the county recorder's office.~~ The appointment of such agent shall terminate upon the expiration of thirty days after receipt of such notice by the secretary of state.

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 annual report pursuant to section 504A.83, provided that the form contains the information required in this section. If the secretary of state determines that an annual 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 annual report to the corporation pursuant to section 504A.84. ~~The secretary of state shall deliver a notice certifying the change in registered office or registered agent to the office of the county recorder for filing and recording.~~ A statement of change of registered office or registered agent pursuant to this paragraph shall be executed by a person authorized to execute the annual report.

Sec. 4. Section 504A.30, Code 1993, is amended to read as follows:

504A.30 FILING AND RECORDING OF ARTICLES OF INCORPORATION.

The articles of incorporation shall be delivered to the secretary of state for filing and recording in the secretary of state's office, ~~and the same shall be filed and recorded in the office of the county recorder.~~ The secretary of state upon the filing of such articles shall issue a certificate of

incorporation and send the same certificate to the corporation or its representative.

Sec. 5. Section 504A.32, subsection 1, paragraph c, Code 1993, is amended by striking the paragraph.

Sec. 6. Section 504A.37, Code 1993, is amended to read as follows:

504A.37 FILING OF ARTICLES OF AMENDMENT.

The articles of amendment shall be delivered to the secretary of state for filing and recording in the secretary of state's office, ~~and the same shall be filed and recorded in the office of the county recorder.~~ The secretary of state upon the filing of the articles of amendment shall issue a certificate of amendment and send the same certificate to the corporation or its representative.

Sec. 7. Section 504A.39, subsection 4, unnumbered paragraph 4, Code 1993, is amended to read as follows:

The restated articles of incorporation shall be delivered to the secretary of state for filing and recording in the secretary of state's office ~~and the same shall be filed and recorded in the office of the county recorder.~~

Sec. 8. Section 504A.43, unnumbered paragraph 2, Code 1993, is amended to read as follows:

The articles of merger or articles of consolidation shall be delivered to the secretary of state for filing and recording in the secretary of state's office, ~~and the same shall be filed and recorded in the office of the recorder of each county in which the registered office of each domestic merging or consolidating corporation was located prior to the merger or consolidation and, if the new corporation into which the corporations have consolidated is a domestic corporation, in the office of the recorder of the county in which the registered office of the new corporation is located.~~

Sec. 9. Section 504A.52, unnumbered paragraph 1, Code 1993, is amended to read as follows:

Such articles of dissolution shall be delivered to the secretary of state for filing and recording in the secretary

of state's office, and the same shall be filed and recorded in the office of the county recorder.

Sec. 10. Section 504A.62, Code 1993, is amended to read as follows:

504A.62 FILING OF DECREE OF DISSOLUTION.

In case the court shall enter a decree dissolving a corporation, it shall be the duty of the clerk of such court to cause certified copies of the decree to be filed with and recorded by the secretary of state and the county recorder of the county in which is located the corporation's registered office. No fee shall be charged by the secretary of state or said county recorder for the filing or recording thereof.

Sec. 11. Section 504A.73, unnumbered paragraph 5, Code 1993, is amended to read as follows:

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 annual report pursuant to section 504A.83, provided that the form contains the information required in this section. If the secretary of state determines that an annual 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 annual report to the corporation pursuant to section 504A.84. The secretary of state shall deliver a notice certifying the change in registered office or registered agent to the office of the county recorder for filing and recording. A statement of change of registered office or registered agent pursuant to this paragraph shall be executed by a person authorized to execute the annual report.

Sec. 12. Section 504A.87, unnumbered paragraph 6, Code 1993, is amended to read as follows:

The secretary of state, upon filing the application for reinstatement, shall issue a certificate of reinstatement and

file and record the same in the secretary of state's office and, if the application for reinstatement shall set forth a change in the name of the corporation, as required by this section, the same shall constitute an amendment to the articles of incorporation of the corporation and the certificate of reinstatement shall set forth such fact and shall be filed and recorded in the office of the county recorder. Upon the issuance of the certificate of reinstatement, the corporation shall be entitled to continue to act as a corporation for the unexpired portion of its corporate period as fixed by its articles of incorporation, except, that the corporation shall not be entitled to use the name of the corporation at the time of the issuance of the certificate of cancellation if another corporation or foreign corporation is entitled to use such name or such name is then reserved as provided in this chapter.

Sec. 13. Section 504A.100, subsection 3, paragraph c, Code 1993, is amended to read as follows:

c. As to domestic corporations such instrument shall be delivered to the secretary of state for filing and recording in the secretary of state's office, and the same shall be filed and recorded in the office of the county recorder.

If the county of the initial registered office as stated in such instrument is one which is other than the county wherein the principal office or place of business of such corporation as theretofore designated in its articles of incorporation was located, the secretary of state shall forward also to the county recorder of the county in which the said principal office or place of business of said corporation was located a copy of such instrument and the secretary shall forward to the recorder of the county in which the initial registered office of such corporation is located, in addition to the original of such instrument, a copy of the articles of incorporation of said corporation together with all amendments thereto as then on file in the secretary of state's office.

Sec. 14. Section 558.66, unnumbered paragraph 2, Code 1993, is amended to read as follows:

An affidavit of or on behalf of a surviving spouse may be filed recorded with the ~~auditor~~ county recorder only when real estate owned by a decedent, who died on or after January 1, 1988, was held in joint tenancy with right of survivorship solely with the surviving spouse and shall be in the following form:

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LEONARD L. BOSWELL  
President of the Senate

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HAROLD VAN MAANEN  
Speaker of the House

I hereby certify that this bill originated in the Senate and is known as Senate File 245, Seventy-fifth General Assembly.

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JOHN F. DWYER  
Secretary of the Senate

Approved May 11, 1993

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TERRY E. BRANSTAD  
Governor