

House File 2678 - Reprinted

HOUSE FILE 2678
BY COMMITTEE ON JUDICIARY

(SUCCESSOR TO HSB 665)

(As Amended and Passed by the House April 7, 2026)

A BILL FOR

1 An Act providing for certain persons acting under the
2 jurisdiction of the secretary of state, including by
3 providing for information from required filings, and the
4 administrative dissolution of certain entities, and making
5 penalties applicable.

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

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DIVISION I
PARTNERSHIPS

Section 1. Section 486A.1205, subsection 1, Code 2026, is amended to read as follows:

1. ~~If~~ Except as provided in subsection 5, if a document delivered to the office of the secretary of state for filing satisfies the requirements of [section 486A.1201](#), the secretary of state shall file it and issue any necessary certificate.

Sec. 2. Section 486A.1205, Code 2026, is amended by adding the following new subsection:

NEW SUBSECTION. 5. *a.* The secretary of state may require a document to be delivered by mail or in person if the secretary of state receives credible information that the document is being submitted for filing fraudulently or may be used to accomplish a fraudulent, criminal, or unlawful purpose.

b. As used in paragraph "a", "*credible information*" means any of the following:

- (1) An affidavit of unauthorized use as provided in section 486A.1214A.
- (2) Information provided to the secretary of state by another government agency.
- (3) Information collected by the secretary of state from a credible third-party data set.

Sec. 3. NEW SECTION. **486A.1214A Statement of removal — removal of information not authorized to be provided.**

1. *a.* A person whose name, street address, mailing address, or email address has, without that person's authorization, been provided to the secretary of state as that of the registered agent or of the principal office in a partnership's filing may deliver to the secretary of state a notarized, sworn affidavit of unauthorized use that does all of the following:

- (1) Identifies the partnership registration by name and business number.
- (2) Indicates the affiant's mailing address.
- (3) States that neither the affiant nor any agent of the

1 affiant has authorized the filing identifying the affiant as
2 the registered agent, providing the affiant's street address
3 or mailing address as an address of the registered agent or
4 principal office, or providing the affiant's email address as
5 that of the registered agent.

6 *b.* The affiant shall specify in the affidavit of
7 unauthorized use the information that was not authorized to be
8 provided.

9 *c.* The secretary of state may reject an affidavit that
10 is incomplete or that the secretary of state believes was
11 delivered to the secretary of state with the intent to harass
12 or defraud the partnership or the individual named as affiant.

13 *d.* The office of the secretary of state shall adopt an
14 affidavit of unauthorized use form in accordance with this
15 section.

16 2. The secretary of state shall conduct an administrative
17 review to determine whether the filing was authorized to
18 identify the stated information as applicable.

19 3. If the secretary of state concludes that the filing
20 was not authorized to provide the information identified
21 in the affidavit, the secretary of state shall promptly
22 file a statement of removal with respect to the identified
23 information, and shall promptly cause the identified
24 information to cease to be listed as identified for the
25 partnership.

26 4. The secretary of state shall not charge a fee for the
27 filing of an affidavit of unauthorized use under subsection
28 1 or a statement of removal under subsection 3. The filing
29 office shall not return any fee paid for filing the partnership
30 filing identified in the affidavit.

31 5. Upon filing a statement of removal, the secretary of
32 state shall send to the principal office address or registered
33 agent's mailing address on record for the partnership, if any,
34 a notice stating that the statement of removal has been filed
35 and is effective immediately. The notice shall also state that

1 the partnership is without a registered agent or registered
2 agent address, as applicable.

3 6. The secretary of state shall adopt rules pursuant to
4 chapter 17A necessary or desirable to administer this section.
5 Sec. 4. NEW SECTION. 486A.1214B Interrogatories.

6 1. *a.* The secretary of state may serve one or more written
7 interrogatories regarding any matter that pertains to a
8 partnership and that is within the purview of the secretary of
9 state if the secretary of state receives credible information
10 that a partnership is being used to accomplish a fraudulent,
11 criminal, or unlawful purpose.

12 *b.* As used in paragraph "a", "*credible information*" means
13 any of the following:

14 (1) An affidavit of unauthorized use as provided in section
15 486A.1214A.

16 (2) Information provided to the secretary of state by
17 another government agency.

18 (3) Information collected by the secretary of state from a
19 credible third-party data set.

20 2. The secretary of state shall serve such interrogatories
21 on the partnership that is the subject of the interrogatories
22 by mail at the address of the registered agent that appears on
23 the secretary of state's records at the time the information
24 required by subsection 1 is received, or if the partnership
25 has no registered agent, at the partnership's principal office
26 address shown on the partnership's most recent filing.

27 3. The interrogatories must be answered by a person with
28 the authority to answer on behalf of the partnership that
29 is the subject of the interrogatories. Each interrogatory
30 must be answered in writing separately and in a manner that
31 is responsive to the interrogatory. The declaration on the
32 completed interrogatories form must be signed by a person with
33 the authority to sign on behalf of the partnership.

34 4. To be considered responsive, the completed and signed
35 interrogatories form must be received by the secretary of state

1 by mail or in-person delivery within twenty-one calendar days
2 after the form was mailed.

3 5. A response to any interrogatory that indicates to the
4 secretary of state that the partnership violated any provision
5 of this chapter constitutes the partnership's concession to
6 such violation.

7 6. A failure to respond to any interrogatory within the
8 allotted time constitutes the partnership's concession that the
9 partnership violated a provision or provisions of this chapter
10 that are the subjects of the interrogatories.

11 7. If the secretary of state receives a response to each
12 interrogatory that indicates to the secretary of state that the
13 partnership has not violated any provision of this chapter, the
14 secretary of state shall take no action.

15 8. The secretary of state shall adopt rules pursuant to
16 chapter 17A necessary or desirable to administer this section.

17 DIVISION II

18 LIMITED PARTNERSHIPS

19 Sec. 5. Section 488.206, subsection 1, unnumbered paragraph
20 1, Code 2026, is amended to read as follows:

21 A record authorized or required to be delivered to the
22 secretary of state for filing under [this chapter](#) must be
23 captioned to describe the record's purpose, contain the
24 information required by [this chapter](#) but may include other
25 information as well, and be in a medium permitted by the
26 secretary of state. The document must be typewritten or
27 printed. If the document is electronically transmitted, it
28 must be in a format that can be retrieved or reproduced in
29 typewritten or printed form. The document must be delivered
30 to the office of the secretary of state for filing. Delivery
31 may be made by electronic transmission if and to the extent
32 permitted by the secretary of state. The secretary of state
33 may adopt rules for the electronic filing of documents and
34 the certification of electronically filed documents. If it
35 is filed in typewritten or printed form and not transmitted

1 electronically, the secretary of state may require an exact
2 or conformed copy to be delivered with the document. ~~Unless~~
3 Except as provided in subsection 6, unless the secretary of
4 state determines that a record does not comply with the filing
5 requirements of **this chapter**, and if all filing fees have been
6 paid, the secretary of state shall file the record and perform
7 all of the following:

8 Sec. 6. Section 488.206, Code 2026, is amended by adding the
9 following new subsection:

10 NEW SUBSECTION. 6. *a.* The secretary of state may require
11 a record to be delivered by mail or in person if the secretary
12 of state receives credible information that the record is being
13 submitted for filing fraudulently or may be used to accomplish
14 a fraudulent, criminal, or unlawful purpose.

15 *b.* As used in paragraph "a", "*credible information*" means
16 any of the following:

17 (1) An affidavit of unauthorized use as provided in section
18 488.210A.

19 (2) Information provided to the secretary of state by
20 another government agency.

21 (3) Information collected by the secretary of state from a
22 credible third-party data set.

23 Sec. 7. NEW SECTION. 488.210A **Statement of removal —**
24 **removal of information not authorized to be provided.**

25 1. *a.* A person whose name, street address, mailing address,
26 or email address has, without that person's authorization, been
27 provided to the secretary of state as that of the registered
28 agent or of the principal office in a limited partnership's
29 filing may deliver to the secretary of state a notarized, sworn
30 affidavit of unauthorized use that does all of the following:

31 (1) Identifies the limited partnership registration by name
32 and business number.

33 (2) Indicates the affiant's mailing address.

34 (3) States that neither the affiant nor any agent of the
35 affiant has authorized the filing identifying the affiant as

1 the registered agent, providing the affiant's street address
2 or mailing address as an address of the registered agent or
3 principal office, or providing the affiant's email address as
4 that of the registered agent.

5 *b.* The affiant shall specify in the affidavit of
6 unauthorized use the information that was not authorized to be
7 provided.

8 *c.* The secretary of state may reject an affidavit of
9 unauthorized use that is incomplete or that the secretary of
10 state believes was delivered to the secretary of state with
11 the intent to harass or defraud the limited partnership or the
12 individual named as affiant.

13 *d.* The office of the secretary of state shall adopt an
14 affidavit of unauthorized use form in accordance with this
15 section.

16 2. The secretary of state shall conduct an administrative
17 review to determine whether the filing was authorized to
18 identify the stated information as applicable.

19 3. If the secretary of state concludes that the filing
20 was not authorized to provide the information identified
21 in the affidavit, the secretary of state shall promptly
22 file a statement of removal with respect to the identified
23 information, and shall promptly cause the identified
24 information to cease to be listed as identified for the limited
25 partnership.

26 4. The secretary of state shall not charge a fee for the
27 filing of an affidavit of unauthorized use under subsection
28 1 or a statement of removal under subsection 3. The filing
29 office shall not return any fee paid for filing the limited
30 partnership filing identified in the affidavit.

31 5. Upon filing a statement of removal, the secretary of
32 state shall send to the principal office address or registered
33 agent's mailing address on record for the limited partnership,
34 if any, a notice stating that the statement of removal has been
35 filed and is effective immediately. The notice shall also

1 state that the limited partnership is without a registered
2 agent or registered agent address, as applicable.

3 6. The secretary of state shall adopt rules pursuant to
4 chapter 17A necessary or desirable to administer this section.

5 Sec. 8. NEW SECTION. **488.210B Interrogatories.**

6 1. *a.* The secretary of state may serve one or more written
7 interrogatories regarding any matter that pertains to a limited
8 partnership and that is within the purview of the secretary of
9 state if the secretary of state receives credible information
10 that a limited partnership is being used to accomplish a
11 fraudulent, criminal, or unlawful purpose.

12 *b.* As used in paragraph "a", "*credible information*" means
13 any of the following:

14 (1) An affidavit of unauthorized use as provided in section
15 488.210A.

16 (2) Information provided to the secretary of state by
17 another government agency.

18 (3) Information collected by the secretary of state from a
19 credible third-party data set.

20 2. The secretary of state shall serve such interrogatories
21 on the limited partnership that is the subject of the
22 interrogatories by mail at the address of the registered agent
23 that appears on the secretary of state's records at the time
24 the information required by subsection 1 is received, or if the
25 limited partnership has no registered agent, at the limited
26 partnership's principal office address shown on the limited
27 partnership's most recent biennial report filed with the
28 secretary of state.

29 3. The interrogatories must be answered by a person with
30 the authority to answer on behalf of the limited partnership
31 that is the subject of the interrogatories. Each interrogatory
32 must be answered in writing separately and in a manner that
33 is responsive to the interrogatory. The declaration on the
34 completed interrogatories form must be signed by a person with
35 the authority to sign on behalf of the limited partnership.

1 4. To be considered responsive, the completed and signed
2 interrogatories form must be received by the secretary of state
3 by mail or in-person delivery within twenty-one calendar days
4 after the form was mailed.

5 5. A response to any interrogatory that indicates to the
6 secretary of state that the limited partnership violated any
7 provision of this chapter constitutes the limited partnership's
8 concession to such violation.

9 6. A failure to respond to any interrogatory within the
10 allotted time constitutes the limited partnership's concession
11 that the partnership violated a provision or provisions of this
12 chapter that are the subjects of the interrogatories.

13 7. If the secretary of state receives a response to each
14 interrogatory that indicates to the secretary of state that
15 the limited partnership has not violated any provision of any
16 chapter, the secretary of state shall take no action.

17 8. The secretary of state shall adopt rules pursuant to
18 chapter 17A necessary or desirable to administer this section.

19 Sec. 9. Section 488.809, subsections 1, 2, and 3, Code 2026,
20 are amended to read as follows:

21 1. ~~The~~ Except as provided in subsection 6, the secretary of
22 state may dissolve a limited partnership administratively if
23 the limited partnership does not, within sixty days after the
24 due date, do any of the following:

25 a. Pay any fee, tax, or penalty under ~~this chapter~~ or other
26 law due the secretary of state.

27 b. Deliver its biennial report to the secretary of state.

28 2. ~~If~~ Except as provided in subsection 6, if the secretary
29 of state determines that a ground exists for administratively
30 dissolving a limited partnership, the secretary of state shall
31 file a record of the determination and serve the limited
32 partnership with a copy of the filed record.

33 3. ~~If~~ Except as provided in subsection 6, if within sixty
34 days after service of the copy the limited partnership does
35 not correct each ground for dissolution or demonstrate to the

1 reasonable satisfaction of the secretary of state that each
2 ground determined by the secretary of state does not exist, the
3 secretary of state shall administratively dissolve the limited
4 partnership by preparing, signing, and filing a declaration
5 of dissolution that states the grounds for dissolution. The
6 secretary of state shall serve the limited partnership with a
7 copy of the filed declaration.

8 Sec. 10. Section 488.809, Code 2026, is amended by adding
9 the following new subsection:

10 NEW SUBSECTION. 6. If the limited partnership concedes that
11 the limited partnership has violated a provision or provisions
12 of this chapter that are the subjects of interrogatories served
13 on the limited partnership pursuant to section 488.210B,
14 the secretary of state may immediately dissolve the limited
15 partnership administratively by preparing, signing, and filing
16 a declaration of dissolution that states the grounds for the
17 dissolution. The secretary of state shall serve the limited
18 partnership with a copy of the filed declaration.

19 DIVISION III

20 LIMITED LIABILITY COMPANIES

21 Sec. 11. Section 489.210, subsection 1, Code 2026, is
22 amended to read as follows:

23 1. The Except as provided in subsection 7, the secretary
24 of state shall file a record delivered to the secretary of
25 state for filing which satisfies **this chapter**. The duty of the
26 secretary of state under **this section** is ministerial.

27 Sec. 12. Section 489.210, Code 2026, is amended by adding
28 the following new subsection:

29 NEW SUBSECTION. 7. *a.* The secretary of state may require
30 a record to be delivered by mail or in person if the secretary
31 of state receives credible information that the record is being
32 submitted for filing fraudulently or may be used to accomplish
33 a fraudulent, criminal, or unlawful purpose.

34 *b.* As used in paragraph "a", "*credible information*" means
35 any of the following:

1 (1) An affidavit of unauthorized use as provided in section
2 489.212A.

3 (2) Information provided to the secretary of state by
4 another government agency.

5 (3) Information collected by the secretary of state from a
6 credible third-party data set.

7 Sec. 13. NEW SECTION. **489.212A Statement of removal —**
8 **removal of information not authorized to be provided.**

9 1. *a.* A person whose name, street address, mailing address,
10 or email address has, without that person's authorization, been
11 provided to the secretary of state as that of the registered
12 agent or of the principal office in a limited liability company
13 or foreign limited liability company filing may deliver to the
14 secretary of state a notarized, sworn affidavit of unauthorized
15 use that does all of the following:

16 (1) Identifies the limited liability company or foreign
17 limited liability company registration by name and business
18 number.

19 (2) Indicates the affiant's mailing address.

20 (3) States that neither the affiant nor any agent of the
21 affiant has authorized the filing identifying the affiant as
22 the registered agent, providing the affiant's street address
23 or mailing address as an address of the registered agent or
24 principal office, or providing the affiant's email address as
25 that of the registered agent.

26 *b.* The affiant shall specify in the affidavit of
27 unauthorized use the information that was not authorized to be
28 provided.

29 *c.* The secretary of state may reject an affidavit of
30 unauthorized use that is incomplete or that the secretary of
31 state believes was delivered to the secretary of state with the
32 intent to harass or defraud the limited liability company or
33 foreign limited liability company or the individual named as
34 affiant.

35 *d.* The office of the secretary of state shall adopt an

1 affidavit of unauthorized use form in accordance with this
2 section.

3 2. The secretary of state shall conduct an administrative
4 review to determine whether the filing was authorized to
5 identify the stated information as applicable.

6 3. If the secretary of state concludes that the filing
7 was not authorized to provide the information identified
8 in the affidavit, the secretary of state shall promptly
9 file a statement of removal with respect to the identified
10 information, and shall promptly cause the identified
11 information to cease to be listed as identified for the limited
12 liability company or foreign limited liability company.

13 4. The secretary of state shall not charge a fee for the
14 filing of an affidavit of unauthorized use under subsection
15 1 or a statement of removal under subsection 3. The filing
16 office shall not return any fee paid for filing the limited
17 liability company or foreign limited liability company filing
18 identified in the affidavit.

19 5. Upon filing a statement of removal, the secretary of
20 state shall send to the principal office address or registered
21 agent's mailing address on record for the limited liability
22 company or foreign limited liability company, if any, a notice
23 stating that the statement of removal has been filed and is
24 effective immediately. The notice shall also state that the
25 company is without a registered agent or registered agent
26 address, as applicable.

27 6. The secretary of state shall adopt rules pursuant to
28 chapter 17A necessary or desirable to administer this section.

29 Sec. 14. NEW SECTION. **489.212B Interrogatories.**

30 1. a. The secretary of state may serve one or more written
31 interrogatories regarding any matter that pertains to a limited
32 liability company or foreign limited liability company and
33 that is within the purview of the secretary of state if the
34 secretary of state receives credible information that a company
35 is being used to accomplish a fraudulent, criminal, or unlawful

1 purpose.

2 *b.* As used in paragraph "a", "credible information" means
3 any of the following:

4 (1) An affidavit of unauthorized use as provided in section
5 488.212A.

6 (2) Information provided to the secretary of state by
7 another government agency.

8 (3) Information collected by the secretary of state from a
9 credible third-party data set.

10 2. The secretary of state shall serve such interrogatories
11 on the limited liability company or foreign limited liability
12 company that is the subject of the interrogatories by mail
13 at the address of the registered agent that appears on the
14 secretary of state's records at the time the information
15 required by subsection 1 is received, or if the company has no
16 registered agent, at the company's principal office address
17 shown on the company's most recent biennial report filed with
18 the secretary of state.

19 3. The interrogatories must be answered by a person with
20 the authority to answer on behalf of the limited liability
21 company or foreign limited liability company that is the
22 subject of the interrogatories. Each interrogatory must
23 be answered in writing separately and in a manner that is
24 responsive to the interrogatory. The declaration on the
25 completed interrogatories form must be signed by a person with
26 the authority to sign on behalf of the company.

27 4. To be considered responsive, the completed and signed
28 interrogatories form must be received by the secretary of state
29 by mail or in-person delivery within twenty-one calendar days
30 after the form was mailed.

31 5. A response to any interrogatory that indicates to the
32 secretary of state that the limited liability company or
33 foreign limited liability company violated any provision of
34 this chapter constitutes the company's concession to such
35 violation.

1 6. A failure to respond to any interrogatory within the
2 allotted time constitutes the limited liability company's or
3 foreign limited liability company's concession that the company
4 violated a provision or provisions of this chapter that are the
5 subjects of the interrogatories.

6 7. If the secretary of state receives a response to each
7 interrogatory that indicates to the secretary of state that the
8 limited liability company or foreign limited liability company
9 has not violated any provision of this chapter, the secretary
10 of state shall take no action.

11 8. The secretary of state shall adopt rules pursuant to
12 chapter 17A necessary or desirable to administer this section.

13 Sec. 15. Section 489.708, Code 2026, is amended by adding
14 the following new subsection:

15 NEW SUBSECTION. 6. The limited liability company or
16 foreign limited liability company concedes that the company has
17 violated a provision or provisions of this chapter that are the
18 subjects of the interrogatories served on the company pursuant
19 to section 489.212B.

20 Sec. 16. Section 489.709, subsections 1 and 2, Code 2026,
21 are amended to read as follows:

22 1. If the secretary of state determines that one or more
23 grounds exist under [section 489.708](#), subsections 1 through
24 [5](#), for dissolving a limited liability company, the secretary
25 of state shall serve the company with written notice of such
26 determination under [section 489.119](#).

27 2. ~~If~~ Except as specified in subsection 5, if the limited
28 liability company does not correct each ground for dissolution
29 or demonstrate to the reasonable satisfaction of the secretary
30 of state that each ground determined by the secretary of
31 state does not exist within sixty days after service of
32 the notice under [section 489.119](#), the secretary of state
33 shall administratively dissolve the company by signing a
34 certificate of dissolution that recites the ground or grounds
35 for dissolution and its effective date. The secretary of state

1 shall file the original of the certificate and serve a copy on
2 the company under [section 489.119](#).

3 Sec. 17. Section 489.709, Code 2026, is amended by adding
4 the following new subsection:

5 NEW SUBSECTION. 5. If the limited liability company or
6 foreign limited liability company concedes that the company
7 has violated a provision or provisions of this chapter that
8 are the subjects of the interrogatories served on the company
9 pursuant to section 489.212B, the secretary of state may
10 immediately administratively dissolve the company by signing a
11 certificate of dissolution that recites the ground or grounds
12 for dissolution and its effective date. The secretary of state
13 shall file the original of the certificate and serve a copy on
14 the company under section 489.119.

15 DIVISION IV

16 BUSINESS CORPORATIONS

17 Sec. 18. Section 490.125, subsection 1, Code 2026, is
18 amended to read as follows:

19 1. If Except as provided in subsection 5, if a document
20 delivered to the office of the secretary of state for filing
21 satisfies the requirements of [section 490.120](#), the secretary
22 of state shall file it.

23 Sec. 19. Section 490.125, Code 2026, is amended by adding
24 the following new subsection:

25 NEW SUBSECTION. 5. *a.* The secretary of state may require a
26 record to be delivered by mail or in person if the secretary of
27 state receives credible information that the document is being
28 submitted for filing fraudulently or may be used to accomplish
29 a fraudulent, criminal, or unlawful purpose.

30 *b.* As used in paragraph "*a*", "*credible information*" means
31 any of the following:

32 (1) An affidavit of unauthorized use as provided in section
33 490.1621A.

34 (2) Information provided to the secretary of state by
35 another government agency.

1 (3) Information collected by the secretary of state from a
2 credible third-party data set.

3 Sec. 20. Section 490.1420, Code 2026, is amended by adding
4 the following new subsection:

5 NEW SUBSECTION. 6. The corporation concedes that the
6 corporation has violated a provision or provisions of this
7 chapter that are the subjects of the interrogatories served on
8 the corporation pursuant to section 490.1621B.

9 Sec. 21. Section 490.1421, subsections 1 and 2, Code 2026,
10 are amended to read as follows:

11 1. If the secretary of state determines that one or more
12 grounds exist under section 490.1420, subsections 1 through
13 5, for dissolving a corporation, the secretary of state shall
14 serve the corporation with written notice of such determination
15 under section 490.504.

16 2. ~~If~~ Except as specified in subsection 5, the corporation
17 does not correct each ground for dissolution or demonstrate
18 to the reasonable satisfaction of the secretary of state that
19 each ground determined by the secretary of state does not exist
20 within sixty days after service of the notice under section
21 490.504, the secretary of state shall administratively dissolve
22 the corporation by signing a certificate of dissolution that
23 recites the ground or grounds for dissolution and its effective
24 date. The secretary of state shall file the original of the
25 certificate and serve a copy on the corporation under section
26 490.504.

27 Sec. 22. Section 490.1421, Code 2026, is amended by adding
28 the following new subsection:

29 NEW SUBSECTION. 5. If the corporation concedes that the
30 corporation has violated a provision or provisions of this
31 chapter that are the subject of the interrogatories served on
32 the corporation pursuant to section 490.1621B, the secretary of
33 state may immediately administratively dissolve the corporation
34 by signing a certificate of dissolution that recites the
35 ground or grounds for dissolution and its effective date. The

1 secretary of state shall file the original of the certificate
2 and serve a copy on the corporation under section 490.504.

3 Sec. 23. NEW SECTION. 490.1621A Statement of removal —
4 removal of information not authorized to be provided.

5 1. *a.* A person whose name, street address, mailing address,
6 or email address has, without that person's authorization, been
7 provided to the secretary of state as that of the registered
8 agent or of the principal office in a domestic or foreign
9 corporation filing may deliver to the secretary of state a
10 notarized, sworn affidavit of unauthorized use that does all
11 of the following:

12 (1) Identifies the domestic or foreign corporation
13 registration by name and business number.

14 (2) Indicates the affiant's mailing address.

15 (3) States that neither the affiant nor any agent of the
16 affiant has authorized the filing identifying the affiant as
17 the registered agent, providing the affiant's street address
18 or mailing address as an address of the registered agent or
19 principal office, or providing the affiant's email address as
20 that of the registered agent.

21 *b.* The affiant shall specify in the affidavit of
22 unauthorized use the information that was not authorized to be
23 provided.

24 *c.* The secretary of state may reject an affidavit of
25 unauthorized use that is incomplete or that the secretary of
26 state believes was delivered to the secretary of state with the
27 intent to harass or defraud the domestic or foreign corporation
28 or the individual named as affiant.

29 *d.* The office of the secretary of state shall adopt an
30 affidavit of unauthorized use form in accordance with this
31 section.

32 2. The secretary of state shall conduct an administrative
33 review to determine whether the filing was authorized to
34 identify the stated information as applicable.

35 3. If the secretary of state concludes that the filing

1 was not authorized to provide the information identified
2 in the affidavit, the secretary of state shall promptly
3 file a statement of removal with respect to the identified
4 information, and shall promptly cause the identified
5 information to cease to be listed as identified for the
6 domestic or foreign corporation.

7 4. The secretary of state shall not charge a fee for the
8 filing of an affidavit of unauthorized use under subsection
9 1 or a statement of removal under subsection 3. The filing
10 office shall not return any fee paid for filing the domestic or
11 foreign corporation filing identified in the affidavit.

12 5. Upon filing a statement of removal, the secretary of
13 state shall send to the principal office address or registered
14 agent's mailing address on record for the domestic or foreign
15 corporation, if any, a notice stating that the statement of
16 removal has been filed and is effective immediately. The
17 notice shall also state that the corporation is without a
18 registered agent or registered agent address, as applicable.

19 6. The secretary of state shall adopt rules pursuant to
20 chapter 17A necessary or desirable to administer this section.

21 Sec. 24. NEW SECTION. **490.1621B Interrogatories.**

22 1. *a.* The secretary of state may serve one or more
23 written interrogatories regarding any matter that pertains
24 to a domestic or foreign corporation and that is within the
25 purview of the secretary of state if the secretary of state
26 receives credible information that a corporation is being used
27 to accomplish a fraudulent, criminal, or unlawful purpose.

28 *b.* As used in paragraph "a", "*credible information*" means
29 any of the following:

30 (1) An affidavit of unauthorized use as provided in section
31 490.1621A.

32 (2) Information provided to the secretary of state by
33 another government agency.

34 (3) Information collected by the secretary of state from a
35 credible third-party data set.

1 2. The secretary of state shall serve such interrogatories
2 on the domestic or foreign corporation that is the subject of
3 the interrogatories by mail at the address of the registered
4 agent that appears on the secretary of state's records
5 at the time the information required by subsection 1 is
6 received, or if the corporation has no registered agent,
7 at the corporation's principal office address shown on the
8 corporation's most recent biennial report filed with the
9 secretary of state.

10 3. The interrogatories must be answered by a person with
11 the authority to answer on behalf of the domestic or foreign
12 corporation that is the subject of the interrogatories. Each
13 interrogatory must be answered in writing separately and
14 in a manner that is responsive to the interrogatory. The
15 declaration on the completed interrogatories form must be
16 signed by a person with the authority to sign on behalf of the
17 corporation.

18 4. To be considered responsive, the completed and signed
19 interrogatories form must be received by the secretary of state
20 by mail or in-person delivery within twenty-one calendar days
21 after the form was mailed.

22 5. A response to any interrogatory that indicates to the
23 secretary of state that the domestic or foreign corporation
24 violated any provision of this chapter constitutes the
25 corporation's concession to such violation.

26 6. A failure to respond to any interrogatory within the
27 allotted time constitutes the domestic or foreign corporation's
28 concession that the corporation violated a provision or
29 provisions of this chapter that are the subjects of the
30 interrogatories.

31 7. If the secretary of state receives a response to each
32 interrogatory that indicates to the secretary of state that the
33 domestic or foreign corporation has not violated any provision
34 of this chapter, the secretary of state shall take no action.

35 8. The secretary of state shall adopt rules pursuant to

1 chapter 17A necessary or desirable to administer this section.

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DIVISION V

3

TRADITIONAL COOPERATIVE ASSOCIATIONS

4 Sec. 25. Section 499.44, subsection 1, Code 2026, is amended
5 to read as follows:

6 1. The Except as provided in subsection 6, the secretary of
7 state shall record all documents submitted to and required to
8 be filed with the secretary of state under **this chapter**.

9 Sec. 26. Section 499.44, Code 2026, is amended by adding the
10 following new subsection:

11 NEW SUBSECTION. 6. *a.* The secretary of state may require a
12 document to be delivered by mail or in person if the secretary
13 of state receives credible information that the document is
14 being submitted for filing fraudulently or may be used to
15 accomplish a fraudulent, criminal, or unlawful purpose.

16 *b.* As used in paragraph "a", "*credible information*" means
17 any of the following:

18 (1) An affidavit of unauthorized use as provided in section
19 499.50.

20 (2) Information provided to the secretary of state by
21 another government agency.

22 (3) Information collected by the secretary of state from a
23 credible third-party data set.

24 Sec. 27. NEW SECTION. **499.50 Statement of removal —**
25 **removal of information not authorized to be provided.**

26 1. *a.* A person whose name, street address, mailing address,
27 or email address has, without that person's authorization, been
28 provided to the secretary of state as that of the registered
29 agent or of the principal office in an association filing may
30 deliver to the secretary of state a notarized, sworn affidavit
31 of unauthorized use that does all of the following:

32 (1) Identifies the association registration by name and
33 business number.

34 (2) Indicates the affiant's mailing address.

35 (3) States that neither the affiant nor any agent of the

1 affiant has authorized the filing identifying the affiant as
2 the registered agent, providing the affiant's street address
3 or mailing address as an address of the registered agent or
4 principal office, or providing the affiant's email address as
5 that of the registered agent.

6 *b.* The affiant shall specify in the affidavit the
7 information of unauthorized use that was not authorized to be
8 provided.

9 *c.* The secretary of state may reject an affidavit of
10 unauthorized use that is incomplete or that the secretary of
11 state believes was delivered to the secretary of state with the
12 intent to harass or defraud the association or the individual
13 named as affiant.

14 *d.* The office of the secretary of state shall adopt an
15 affidavit of unauthorized use form in accordance with this
16 section.

17 2. The secretary of state shall conduct an administrative
18 review to determine whether the filing was authorized to
19 identify the stated information as applicable.

20 3. If the secretary of state concludes that the filing
21 was not authorized to provide the information identified
22 in the affidavit, the secretary of state shall promptly
23 file a statement of removal with respect to the identified
24 information, and shall promptly cause the identified
25 information to cease to be listed as identified for the
26 association.

27 4. The secretary of state shall not charge a fee for the
28 filing of an affidavit of unauthorized use under subsection
29 1 or a statement of removal under subsection 3. The filing
30 office shall not return any fee paid for filing the association
31 filing identified in the affidavit.

32 5. Upon filing a statement of removal, the secretary of
33 state shall send to the principal office address or registered
34 agent's mailing address on record for the association, if any,
35 a notice stating that the statement of removal has been filed

1 and is effective immediately. The notice shall also state that
2 the association is without a registered agent or registered
3 agent address, as applicable.

4 6. The secretary of state shall adopt rules pursuant to
5 chapter 17A necessary or desirable to administer this section.

6 Sec. 28. NEW SECTION. 499.51 Interrogatories.

7 1. a. The secretary of state may serve one or more written
8 interrogatories regarding any matter that pertains to an
9 association and that is within the purview of the secretary of
10 state if the secretary of state receives credible information
11 that an association is being used to accomplish a fraudulent,
12 criminal, or unlawful purpose.

13 b. As used in paragraph "a", "*credible information*" means
14 any of the following:

15 (1) An affidavit of unauthorized use as provided in section
16 499.50.

17 (2) Information provided to the secretary of state by
18 another government agency.

19 (3) Information collected by the secretary of state from a
20 credible third-party data set.

21 2. The secretary of state shall serve such interrogatories
22 on the association that is the subject of the interrogatories
23 by mail at the address of the registered agent that appears on
24 the secretary of state's records at the time the information
25 required by subsection 1 is received, or if the association
26 has no registered agent, at the association's principal office
27 address shown on the association's most recent biennial report
28 filed with the secretary of state.

29 3. The interrogatories must be answered by a person with
30 the authority to answer on behalf of the association that
31 is the subject of the interrogatories. Each interrogatory
32 must be answered in writing separately and in a manner that
33 is responsive to the interrogatory. The declaration on the
34 completed interrogatories form must be signed by a person with
35 the authority to sign on behalf of the association.

1 4. To be considered responsive, the completed and signed
2 interrogatories form must be received by the secretary of state
3 by mail or in-person delivery within twenty-one calendar days
4 after the form was mailed.

5 5. A response to any interrogatory that indicates to the
6 secretary of state that the association violated any provision
7 of this chapter constitutes the association's concession to
8 such violation.

9 6. A failure to respond to any interrogatory within the
10 allotted time constitutes the association's concession that the
11 association violated a provision or provisions of this chapter
12 that are the subjects of the interrogatories.

13 7. If the secretary of state receives a response to each
14 interrogatory that indicates to the secretary of state that the
15 association has not violated any provision of this chapter, the
16 secretary of state shall take no action.

17 8. The secretary of state shall adopt rules pursuant to
18 chapter 17A necessary or desirable to administer this section.

19 Sec. 29. Section 499.76, Code 2026, is amended by adding the
20 following new subsection:

21 NEW SUBSECTION. 5. The association concedes that the
22 association has violated a provision or provisions of this
23 chapter that are the subjects of the interrogatories served on
24 the association pursuant to section 599.51.

25 Sec. 30. Section 499.77, subsections 1 and 2, Code 2026, are
26 amended to read as follows:

27 1. If the secretary of state determines that one or more
28 grounds exist under section 499.76, subsections 1 through 4,
29 for dissolving an association, the secretary of state shall
30 serve the association by ordinary mail with written notice of
31 the secretary of state's determination pursuant to section
32 499.75.

33 2. ~~If~~ Except as specified in subsection 5, if the
34 association does not correct each ground for dissolution or
35 demonstrate to the reasonable satisfaction of the secretary of

1 state that each ground determined by the secretary of state
2 does not exist within sixty days after service of the notice is
3 perfected pursuant to [section 499.75](#), the secretary of state
4 shall administratively dissolve the association by signing a
5 certificate of dissolution that recites the ground or grounds
6 for dissolution and its effective date. The secretary of state
7 shall file the original of the certificate and serve a copy on
8 the association pursuant to [section 499.75](#).

9 Sec. 31. Section 499.77, Code 2026, is amended by adding the
10 following new subsection:

11 NEW SUBSECTION. 5. If the association concedes that
12 it has violated a provision or provisions of this chapter
13 that are the subjects of the interrogatories served on the
14 association pursuant to section 499.51, the secretary of state
15 may immediately administratively dissolve the association by
16 signing a certificate of dissolution that recites the ground or
17 grounds for dissolution and its effective date. The secretary
18 of state shall file the original of the certificate and serve a
19 copy on the association under section 499.75.

20 DIVISION VI

21 MULTIPLE HOUSING COOPERATIVES

22 Sec. 32. Section 499A.1, Code 2026, is amended by adding the
23 following new subsection:

24 NEW SUBSECTION. 3. *a.* The secretary of state may require a
25 document to be delivered by mail or in person if the secretary
26 of state receives credible information that the document is
27 being submitted for filing fraudulently or may be used to
28 accomplish a fraudulent, criminal, or unlawful purpose.

29 *b.* As used in paragraph "a", "*credible information*" means
30 any of the following:

31 (1) An affidavit of unauthorized use. The secretary of
32 state shall accept and review an affidavit of unauthorized use
33 completed and submitted to the secretary of state under this
34 section in the same manner as the secretary of state accepts
35 and reviews a submitted affidavit of unauthorized use under

1 section 499.50.

2 (2) Information provided to the secretary of state by
3 another government agency.

4 (3) Information collected by the secretary of state from a
5 credible third-party data set.

6 DIVISION VII

7 CLOSE COOPERATIVES

8 Sec. 33. Section 501.105, Code 2026, is amended by adding
9 the following new subsection:

10 NEW SUBSECTION. 7. *a.* The secretary of state may require a
11 document to be delivered by mail or in person if the secretary
12 of state receives credible information that the document is
13 being submitted for filing fraudulently or may be used to
14 accomplish a fraudulent, criminal, or unlawful purpose.

15 *b.* As used in paragraph "a", "*credible information*" means
16 any of the following:

17 (1) An affidavit of unauthorized use as provided in section
18 501.713A.

19 (2) Information provided to the secretary of state by
20 another government agency.

21 (3) Information collected by the secretary of state from a
22 credible third-party data set.

23 Sec. 34. NEW SECTION. 501.713A **Statement of removal —**
24 **removal of information not authorized to be provided.**

25 1. *a.* A person whose name, street address, mailing address,
26 or email address has, without that person's authorization, been
27 provided to the secretary of state as that of the registered
28 agent or of the principal office in a cooperative filing may
29 deliver to the secretary of state a notarized, sworn affidavit
30 of unauthorized use that does all of the following:

31 (1) Identifies the cooperative registration by name and
32 business number.

33 (2) Indicates the affiant's mailing address.

34 (3) States that neither the affiant nor any agent of the
35 affiant has authorized the filing identifying the affiant as

1 the registered agent, providing the affiant's street address
2 or mailing address as an address of the registered agent or
3 principal office, or providing the affiant's email address as
4 that of the registered agent.

5 *b.* The affiant shall specify in the affidavit of
6 unauthorized use the information that was not authorized to be
7 provided.

8 *c.* The secretary of state may reject an affidavit of
9 unauthorized use that is incomplete or that the secretary of
10 state believes was delivered to the secretary of state with the
11 intent to harass or defraud the cooperative or the individual
12 named as affiant.

13 *d.* The office of the secretary of state shall adopt an
14 affidavit of unauthorized use form in accordance with this
15 section.

16 2. The secretary of state shall conduct an administrative
17 review to determine whether the filing was authorized to
18 identify the stated information as applicable.

19 3. If the secretary of state concludes that the filing
20 was not authorized to provide the information identified
21 in the affidavit, the secretary of state shall promptly
22 file a statement of removal with respect to the identified
23 information, and shall promptly cause the identified
24 information to cease to be listed as identified for the
25 cooperative.

26 4. The secretary of state shall not charge a fee for the
27 filing of an affidavit of unauthorized use under subsection
28 1 or a statement of removal under subsection 3. The filing
29 office shall not return any fee paid for filing the cooperative
30 filing identified in the affidavit.

31 5. Upon filing a statement of removal, the secretary of
32 state shall send to the principal office address or registered
33 agent's mailing address on record for the cooperative, if any,
34 a notice stating that the statement of removal has been filed
35 and is effective immediately. The notice shall also state that

1 the cooperative is without a registered agent or registered
2 agent address, as applicable.

3 6. The secretary of state shall adopt rules pursuant to
4 chapter 17A necessary or desirable to administer this section.

5 Sec. 35. NEW SECTION. 501.713B **Interrogatories.**

6 1. *a.* The secretary of state may serve one or more written
7 interrogatories regarding any matter that pertains to a
8 cooperative and that is within the purview of the secretary of
9 state if the secretary of state receives credible information
10 that a cooperative is being used to accomplish a fraudulent,
11 criminal, or unlawful purpose.

12 *b.* As used in paragraph "a", "*credible information*" means
13 any of the following:

14 (1) An affidavit of unauthorized use as provided in section
15 501.713A.

16 (2) Information provided to the secretary of state by
17 another government agency.

18 (3) Information collected by the secretary of state from a
19 credible third-party data set.

20 2. The secretary of state shall serve such interrogatories
21 on the cooperative that is the subject of the interrogatories
22 by mail at the address of the registered agent that appears on
23 the secretary of state's records at the time the information
24 required by subsection 1 is received, or if the cooperative
25 has no registered agent, at the cooperative's principal office
26 address shown on the cooperative's most recent biennial report
27 filed with the secretary of state.

28 3. The interrogatories must be answered by a person with
29 the authority to answer on behalf of the cooperative that
30 is the subject of the interrogatories. Each interrogatory
31 must be answered in writing separately and in a manner that
32 is responsive to the interrogatory. The declaration on the
33 completed interrogatories form must be signed by a person with
34 the authority to sign on behalf of the cooperative.

35 4. To be considered responsive, the completed and signed

1 interrogatories form must be received by the secretary of state
2 by mail or in-person delivery within twenty-one calendar days
3 after the form was mailed.

4 5. A response to any interrogatory that indicates to the
5 secretary of state that the cooperative violated any provision
6 of this chapter constitutes the cooperative concession to such
7 violation.

8 6. A failure to respond to any interrogatory within the
9 allotted time constitutes the cooperative's concession that the
10 cooperative violated a provision or provisions of this chapter
11 that are the subjects of the interrogatories.

12 7. If the secretary of state receives a response to each
13 interrogatory that indicates to the secretary of state that the
14 cooperative has not violated any provision of this chapter, the
15 secretary shall take no action.

16 8. The secretary of state shall adopt rules pursuant to
17 chapter 17A necessary or desirable to administer this section.

18 Sec. 36. Section 501.811, Code 2026, is amended by adding
19 the following new subsection:

20 NEW SUBSECTION. 5. The cooperative concedes that the
21 cooperative has violated a provision or provisions of this
22 chapter that are the subjects of the interrogatories served on
23 the cooperative pursuant to section 501.713B.

24 Sec. 37. Section 501.812, subsections 1 and 2, Code 2026,
25 are amended to read as follows:

26 1. If the secretary of state determines that one or more
27 grounds exist under section 501.811, subsections 1 through 4,
28 for dissolving a cooperative, the secretary of state shall
29 serve the cooperative with written notice of the secretary of
30 state's determination under section 501.106.

31 2. ~~If~~ Except as provided in subsection 6, if the cooperative
32 does not correct each ground for dissolution or demonstrate
33 to the reasonable satisfaction of the secretary of state
34 that each ground determined by the secretary of state does
35 not exist within sixty days after service of the notice

1 is perfected under [section 501.106](#), the secretary of state
2 shall administratively dissolve the cooperative by signing a
3 certificate of dissolution that recites the ground or grounds
4 for dissolution and its effective date. The secretary of state
5 shall file the original of the certificate and serve a copy on
6 the cooperative under [section 501.106](#).

7 Sec. 38. Section 501.812, Code 2026, is amended by adding
8 the following new subsection:

9 NEW SUBSECTION. 6. If the cooperative concedes that the
10 cooperative has violated a provision or provisions of this
11 chapter that are the subjects of the interrogatories served on
12 the cooperative pursuant to section 501.713B, the secretary of
13 state may immediately administratively dissolve the cooperative
14 by signing a certificate of dissolution that recites the
15 ground or grounds for dissolution and its effective date. The
16 secretary of state shall file the original of the certificate
17 and serve a copy on the cooperative under section 501.106.

18 DIVISION VIII

19 501A CLOSE COOPERATIVES

20 Sec. 39. Section 501A.202, subsection 1, Code 2026, is
21 amended to read as follows:

22 1. ~~If~~ Except as provided in subsection 5, if a document
23 delivered to the secretary of state for filing satisfies the
24 requirements of [section 501A.201](#), the secretary of state shall
25 file it and issue any necessary certificate.

26 Sec. 40. Section 501A.202, Code 2026, is amended by adding
27 the following new subsection:

28 NEW SUBSECTION. 5. *a.* The secretary of state may require a
29 document to be delivered by mail or in person if the secretary
30 of state receives credible information that the document is
31 being submitted for filing fraudulently or may be used to
32 accomplish a fraudulent, criminal, or unlawful purpose.

33 *b.* As used in paragraph "a", "*credible information*" means
34 any of the following:

35 (1) An affidavit of unauthorized use as provided in section

1 501A.231A.

2 (2) Information provided to the secretary of state by
3 another government agency.

4 (3) Information collected by the secretary of state from a
5 credible third-party data set.

6 Sec. 41. NEW SECTION. 501A.231A **Statement of removal —**
7 **removal of information not authorized to be provided.**

8 1. *a.* A person whose name, street address, mailing address,
9 or email address has, without that person's authorization, been
10 provided to the secretary of state as that of the registered
11 agent or of the principal office in a cooperative filing may
12 deliver to the secretary of state a notarized, sworn affidavit
13 of unauthorized use that does all of the following:

14 (1) Identifies the cooperative registration by name and
15 business number.

16 (2) Indicates the affiant's mailing address.

17 (3) States that neither the affiant nor any agent of the
18 affiant has authorized the filing identifying the affiant as
19 the registered agent, providing the affiant's street address
20 or mailing address as an address of the registered agent or
21 principal office, or providing the affiant's email address as
22 that of the registered agent.

23 *b.* The affiant shall specify in the affidavit of
24 unauthorized use the information that was not authorized to be
25 provided.

26 *c.* The secretary of state may reject an affidavit of
27 unauthorized use that is incomplete or that the secretary of
28 state believes was delivered to the secretary of state with the
29 intent to harass or defraud the cooperative or the individual
30 named as affiant.

31 *d.* The office of the secretary of state shall adopt an
32 affidavit of unauthorized use form in accordance with this
33 section.

34 2. The secretary of state shall conduct an administrative
35 review to determine whether the filing was authorized to

1 identify the stated information as applicable.

2 3. If the secretary of state concludes that the filing
3 was not authorized to provide the information identified
4 in the affidavit, the secretary of state shall promptly
5 file a statement of removal with respect to the identified
6 information, and shall promptly cause the identified
7 information to cease to be listed as identified for the
8 cooperative.

9 4. The secretary of state shall not charge a fee for the
10 filing of an affidavit of unauthorized use under subsection
11 1 or a statement of removal under subsection 3. The filing
12 office shall not return any fee paid for filing the cooperative
13 filing identified in the affidavit.

14 5. Upon filing a statement of removal, the secretary of
15 state shall send to the principal office address or registered
16 agent's mailing address on record for the cooperative, if any,
17 a notice stating that the statement of removal has been filed
18 and is effective immediately. The notice shall also state that
19 the cooperative is without a registered agent or registered
20 agent address, as applicable.

21 6. The secretary of state shall adopt rules pursuant to
22 chapter 17A necessary or desirable to administer this section.

23 Sec. 42. NEW SECTION. 501A.231B Interrogatories.

24 1. a. The secretary of state may serve one or more written
25 interrogatories regarding any matter that pertains to a
26 cooperative and that is within the purview of the secretary of
27 state if the secretary of state receives credible information
28 that a cooperative is being used to accomplish a fraudulent,
29 criminal, or unlawful purpose.

30 b. As used in paragraph "a", "*credible information*" means
31 any of the following:

32 (1) An affidavit of unauthorized use as provided in section
33 501A.231A.

34 (2) Information provided to the secretary of state by
35 another government agency.

1 (3) Information collected by the secretary of state from a
2 credible third-party data set.

3 2. The secretary of state shall serve such interrogatories
4 on the cooperative that is the subject of the interrogatories
5 by mail at the address of the registered agent that appears on
6 the secretary of state's records at the time the information
7 required by subsection 1 is received, or if the cooperative
8 has no registered agent, at the cooperative's principal office
9 address shown on the cooperative's most recent biennial report
10 filed with the secretary of state.

11 3. The interrogatories must be answered by a person with
12 the authority to answer on behalf of the cooperative that
13 is the subject of the interrogatories. Each interrogatory
14 must be answered in writing separately and in a manner that
15 is responsive to the interrogatory. The declaration on the
16 completed interrogatories form must be signed by a person with
17 the authority to sign on behalf of the cooperative.

18 4. To be considered responsive, the completed and signed
19 interrogatories form must be received by the secretary of state
20 by mail or in-person delivery within twenty-one calendar days
21 after the form was mailed.

22 5. A response to any interrogatory that indicates to the
23 secretary of state that the cooperative violated any provision
24 of this chapter constitutes the cooperative concession to such
25 violation.

26 6. A failure to respond to any interrogatory within the
27 allotted time constitutes the cooperative's concession that the
28 cooperative violated a provision or provisions of this chapter
29 that are the subjects of the interrogatories.

30 7. If the secretary of state receives a response to each
31 interrogatory that indicates to the secretary of state that the
32 cooperative has not violated any provision of this chapter, the
33 secretary of state shall take no action.

34 8. The secretary of state shall adopt rules pursuant to
35 chapter 17A necessary or desirable to administer this section.

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DIVISION IX

NONPROFIT CORPORATIONS

Sec. 43. Section 504.116, subsection 1, Code 2026, is amended to read as follows:

1. ~~If~~ Except as provided in subsection 5, if a document delivered to the office of the secretary of state for filing satisfies the requirements of [section 504.111](#), the secretary of state shall file it.

Sec. 44. Section 504.116, Code 2026, is amended by adding the following new subsection:

NEW SUBSECTION. 5. *a.* The secretary of state may require a document to be delivered by mail or in person if the secretary of state receives credible information that the document is being submitted for filing fraudulently or may be used to accomplish a fraudulent, criminal, or unlawful purpose.

b. As used in paragraph "a", "*credible information*" means any of the following:

(1) An affidavit of unauthorized use as provided in section 504.1621A.

(2) Information provided to the secretary of state by another government agency.

(3) Information collected by the secretary of state from a credible third-party data set.

Sec. 45. Section 504.1421, Code 2026, is amended by adding the following new subsection:

NEW SUBSECTION. 5. The corporation concedes that the corporation has violated a provision or provisions of this chapter that are the subjects of the interrogatories served on the corporation pursuant to section 504.1621B.

Sec. 46. Section 504.1422, subsections 1 and 2, Code 2026, are amended to read as follows:

1. Upon determining that one or more grounds exist under [section 504.1421, subsections 1 through 4](#), for dissolving a corporation, the secretary of state shall serve the corporation with written notice of that determination under section

1 504.504.

2 2. ~~If~~ Except as specified in subsection 6, the corporation
3 does not correct each ground for dissolution or demonstrate
4 to the reasonable satisfaction of the secretary of state
5 that each ground determined by the secretary of state does
6 not exist within at least sixty days after service of notice
7 is perfected under section 504.504, the secretary of state
8 may administratively dissolve the corporation by signing a
9 certificate of dissolution that recites the ground or grounds
10 for dissolution and its effective date. The secretary of state
11 shall file the original of the certificate of dissolution and
12 serve a copy on the corporation under section 504.504.

13 Sec. 47. Section 504.1422, Code 2026, is amended by adding
14 the following new subsection:

15 NEW SUBSECTION. 6. If the corporation concedes that the
16 corporation has violated a provision or provisions of this
17 chapter that are the subjects of the interrogatories served on
18 the corporation pursuant to section 504.1621B, the secretary of
19 state may immediately administratively dissolve the corporation
20 by signing a certificate of dissolution that recites the
21 ground or grounds for dissolution and its effective date. The
22 secretary of state shall file the original of the certificate
23 and serve a copy on the corporation under section 504.504.

24 Sec. 48. NEW SECTION. 504.1621A **Statement of removal —**
25 **removal of information not authorized to be provided.**

26 1. a. A person whose name, street address, mailing address,
27 or email address has, without that person's authorization, been
28 provided to the secretary of state as that of the registered
29 agent or of the principal office in a domestic or foreign
30 corporation filing may deliver to the secretary of state a
31 notarized, sworn affidavit of unauthorized use that does all
32 of the following:

33 (1) Identifies the domestic or foreign corporation
34 registration by name and business number.

35 (2) Indicates the affiant's mailing address.

1 (3) States that neither the affiant nor any agent of the
2 affiant has authorized the filing identifying the affiant as
3 the registered agent, providing the affiant's street address
4 or mailing address as an address of the registered agent or
5 principal office, or providing the affiant's email address as
6 that of the registered agent.

7 b. The affiant shall specify in the affidavit of
8 unauthorized use the information that was not authorized to be
9 provided.

10 c. The secretary of state may reject an affidavit of
11 unauthorized use that is incomplete or that the secretary of
12 state believes was delivered to the secretary of state with the
13 intent to harass or defraud the domestic or foreign corporation
14 or the individual named as affiant.

15 d. The office of the secretary of state shall adopt an
16 affidavit of unauthorized use form in accordance with this
17 section.

18 2. The secretary of state shall conduct an administrative
19 review to determine whether the filing was authorized to
20 identify the stated information as applicable.

21 3. If the secretary of state concludes that the filing
22 was not authorized to provide the information identified
23 in the affidavit, the secretary of state shall promptly
24 file a statement of removal with respect to the identified
25 information, and shall promptly cause the identified
26 information to cease to be listed as identified for the
27 domestic or foreign corporation.

28 4. The secretary of state shall not charge a fee for the
29 filing of an affidavit of unauthorized use under subsection
30 1 or a statement of removal under subsection 3. The filing
31 office shall not return any fee paid for filing the domestic or
32 foreign corporation filing identified in the affidavit.

33 5. Upon filing a statement of removal, the secretary of
34 state shall send to the principal office address or registered
35 agent's mailing address on record for the domestic or foreign

1 corporation, if any, a notice stating that the statement of
2 removal has been filed and is effective immediately. The
3 notice shall also state that the corporation is without a
4 registered agent or registered agent address, as applicable.

5 6. The secretary of state shall adopt rules pursuant to
6 chapter 17A necessary or desirable to administer this section.

7 Sec. 49. NEW SECTION. **504.1621B Interrogatories.**

8 1. *a.* The secretary of state may serve one or more
9 written interrogatories regarding any matter that pertains
10 to a domestic or foreign corporation and that is within the
11 purview of the secretary of state if the secretary of state
12 receives credible information that a corporation is being used
13 to accomplish a fraudulent, criminal, or unlawful purpose.

14 *b.* As used in paragraph "a", "*credible information*" means
15 any of the following:

16 (1) An affidavit of unauthorized use as provided in section
17 504.1621A.

18 (2) Information provided to the secretary of state by
19 another government agency.

20 (3) Information collected by the secretary of state from a
21 credible third-party data set.

22 2. The secretary of state shall serve such interrogatories
23 on the domestic or foreign corporation that is the subject of
24 the interrogatories by mail at the address of the registered
25 agent that appears on the secretary of state's records
26 at the time the information required by subsection 1 is
27 received, or if the corporation has no registered agent,
28 at the corporation's principal office address shown on the
29 corporation's most recent biennial report filed with the
30 secretary of state.

31 3. The interrogatories must be answered by a person with
32 the authority to answer on behalf of the domestic or foreign
33 corporation that is the subject of the interrogatories. Each
34 interrogatory must be answered in writing separately and in
35 a manner that is responsive to the interrogatories. The

1 declaration on the completed interrogatories form must be
2 signed by a person with the authority to sign on behalf of the
3 corporation.

4 4. To be considered responsive, the completed and signed
5 interrogatories form must be received by the secretary of state
6 by mail or in-person delivery within twenty-one calendar days
7 after the form was mailed.

8 5. A response to any interrogatory that indicates to the
9 secretary of state that the domestic or foreign corporation
10 violated any provision of this chapter constitutes the
11 corporation's concession to such violation.

12 6. A failure to respond to any interrogatory within the
13 allotted time constitutes the domestic or foreign corporation's
14 concession that the corporation violated a provision or
15 provisions of this chapter that are the subjects of the
16 interrogatories.

17 7. If the secretary of state receives a response to each
18 interrogatory that indicates to the secretary of state that the
19 domestic or foreign corporation has not violated any provision
20 of this chapter, the secretary of state shall take no action.

21 8. The secretary of state shall adopt rules pursuant to
22 chapter 17A necessary or desirable to administer this section.

23 Sec. 50. DIRECTIONS TO CODE EDITOR. The Code editor shall
24 organize sections 504.1621 through 504.1630 as a new part of
25 chapter 504, subchapter XVI.

26 DIVISION X

27 LANDHOLDINGS

28 Sec. 51. Section 9I.7, unnumbered paragraph 1, Code 2026,
29 is amended to read as follows:

30 A nonresident alien, foreign business, or foreign
31 government, or an agent, trustee, or fiduciary thereof, which
32 owns an interest in agricultural land within this state on or
33 after January 1, 1980, shall register the agricultural land
34 with the secretary of state. The registration shall be made
35 within sixty days after January 1, 1980, or within sixty days

1 after acquiring the land or the interest in land, whichever is
2 later. The registration shall be made online or in the form
3 and manner prescribed by the secretary of state. ~~Information~~
4 ~~described in this section is a confidential record and subject~~
5 ~~to use in the same manner as provided in section 10B.5.~~ As part
6 of the registration, the nonresident alien, foreign business,
7 or foreign government, or an agent, trustee, or fiduciary
8 thereof, shall file all of the following information:

9 Sec. 52. Section 10B.1, Code 2026, is amended by adding the
10 following new subsections:

11 NEW SUBSECTION. 1A. *a. "Business entity"* means a person,
12 formed under the statutes of this state or another jurisdiction
13 for purposes of engaging in a commercial activity on a profit,
14 cooperative, or not-for-profit basis, including but not
15 limited to a corporation or entity taxed as a corporation
16 under the Internal Revenue Code, nonprofit corporation,
17 cooperative or cooperative association, partnership, limited
18 partnership, limited liability company, limited liability
19 partnership, investment company, joint stock company, joint
20 stock association, or trust, including but not limited to a
21 business trust.

22 *b. "Business entity"* does not include a family farm
23 corporation, family farm limited liability company, family
24 trust, revocable trust, testamentary trust, or family farm
25 unincorporated nonprofit association, each as defined in
26 section 9H.1.

27 NEW SUBSECTION. 10A. *"Out-of-state business entity"* means
28 a business entity formed under the statutes of any of the
29 following:

30 *a.* A state of the United States, other than Iowa.

31 *b.* A territory of the United States.

32 NEW SUBSECTION. 10B. *"Out-of-state individual"* means an
33 individual who is domiciled in any of the following:

34 *a.* A state of the United States, other than Iowa.

35 *b.* A territory of the United States.

1 Sec. 53. Section 10B.1, subsection 11, Code 2026, is amended
2 by adding the following new paragraphs:

3 NEW PARAGRAPH. *Of.* An out-of-state business entity holding
4 an interest in agricultural land in this state, including a
5 general partnership in which a partner is domiciled in another
6 state, or territory, of the United States.

7 NEW PARAGRAPH. *Of.* An out-of-state individual holding an
8 interest in agricultural land in this state.

9 Sec. 54. Section 10B.3, Code 2026, is amended by adding the
10 following new subsection:

11 NEW SUBSECTION. 5A. A person not described in this section
12 who is an authorized representative of an out-of-state business
13 entity or an out-of-state individual.

14 Sec. 55. Section 10B.4, subsection 2, Code 2026, is amended
15 by adding the following new paragraph:

16 NEW PARAGRAPH. *Ob.* If the reporting entity is a general
17 partnership, the name of and address of each partner who
18 resides in another state, or territory, of the United States.

19 Sec. 56. Section 10B.5, subsection 2, Code 2026, is amended
20 to read as follows:

21 2. a. Information Except as provided in reports paragraph
22 "b" and section 10B.5A, a report required in to be filed under
23 this chapter is a confidential record as provided in section
24 22.7. The attorney general may have access to the reports, and
25 may use information in the reports in any action to enforce
26 state law, including but not limited to chapters 9H and 9I.
27 The reports shall be made available to members of the general
28 assembly and appropriate committees of the general assembly
29 in order to determine the extent that agricultural land is
30 held in this state by corporations and other business and
31 foreign entities and the effect of such land ownership upon the
32 economy of this state. The secretary of state shall assist any
33 committee of the general assembly studying these issues.

34 b. A report filed under this chapter is not a confidential
35 record if the reporting entity is any of the following:

1 (1) A foreign business, foreign government, or nonresident
2 alien.

3 (2) An out-of-state business entity or an out-of-state
4 individual.

5 Sec. 57. Section 10B.5A, Code 2026, is amended to read as
6 follows:

7 **10B.5A Annual summary to governor and general assembly.**

8 1. The secretary of state shall prepare an annual summary of
9 foreign and out-of-state agricultural landholding.

10 2. a. The summary must ~~be~~ include a report summarizing
11 the compiled information for agricultural landholdings by
12 foreign businesses, foreign governments, and nonresident aliens
13 included in the current registrations filed pursuant to section
14 9I.7 and the last reports filed pursuant to [section 10B.4](#).

15 b. The summary must include a report summarizing the
16 compiled information for agricultural landholding by
17 out-of-state business entities and out-of-state individuals
18 included in the last reports filed pursuant to section 10B.4.

19 3. The information described in subsection 2, is not a
20 confidential record as provided in [section 22.7](#). The attorney
21 general may have access to the annual summary and may use
22 information in the annual summary in any action to enforce
23 state law, including but not limited to [chapters 9H](#) and [9I](#), and
24 this chapter. The annual summary shall be made available to
25 the governor, members of the general assembly, and appropriate
26 committees of the general assembly in order to determine the
27 extent that agricultural land is held in this state by foreign
28 entities and the effect of such land ownership upon the economy
29 of this state. Upon request, the secretary of state shall
30 assist any committee of the general assembly studying these
31 issues.