

CHAPTER 105.

CORPORATIONS TO MAKE ANNUAL REPORT AND PAY ANNUAL FEE TO SECRETARY OF STATE.

S. F. 31.

AN ACT requiring all corporations doing business within the state to make an annual report and pay an annual license fee to the secretary of state, and amending section sixteen hundred twelve (1612) of the supplement to the code, 1907.

Be it enacted by the General Assembly of the State of Iowa:

SECTION 1. Annual report—what to contain. Any corporation, organized under the laws of this state or under the laws of any other state, territory or any foreign country, which has complied with the laws of this state relating to the organization of corporations and secured a certificate of incorporation or permit to transact business in this state, and any corporation that may hereafter organize and become incorporated under the laws of this state, and shall secure a certificate of incorporation or permit to transact business in this state, and any foreign corporation that may hereafter comply with the laws of this state relating to foreign corporations and secure a permit to transact business within this state, shall, between the first day of July and the first day of August of each year, make an annual report to the secretary of state, said report to be in such form as he may prescribe, upon a blank to be prepared by him for that purpose, and such report shall contain the following information:

1. Name and postoffice address of the corporation.
2. The amount of capital stock authorized.
3. The amount of capital stock actually issued and outstanding.
4. Par value of such stock, designating whether preferred or common stock, and amount of each kind.
5. The names and postoffice addresses of its officers and directors and whether any change of place of business has been made during the year previous to making said report.

SEC. 2. Report signed and sworn to—annual permit. The report required by section one (1) of this act shall be signed and sworn to by an officer of the corporation and when filed with the secretary of state shall be accompanied by the fee required in section three (3) hereof and also by an application for a permit to be issued to said corporation under the provisions of this act; said permit to be in such form as the secretary of state may prescribe and which shall be in force and effect for one year from and after the first day of July of the year in which it is issued, except that where the term of a corporate existence shall expire in less than a year from the first day of July aforesaid, then said permit shall be issued for such unexpired term only, provided, however, that any corporation organized under the laws of this state, and any foreign corporation filing a certified copy of its articles of incorporation after the first day of April of any year, shall be exempt from the provisions of this act for the period ending one year from the first day of July following, after which it shall be subject to all the provisions of this act.

SEC. 3. Annual fee. Every corporation whose corporate period has not expired, which has heretofore obtained, or may hereafter obtain, a certificate of incorporation or permit under the provisions of chapter one (1) of title nine (9) of the code to transact business in this state as a corporation, whether the same be a domestic or a foreign corporation, shall pay to the secretary of state an annual fee in the sum of one dollar (\$1.00).

SEC. 4. Failure to report and pay fee—penalties. Any corporation organized under the laws of this state, and any foreign corporation authorized

to do business in this state, which shall fail to make the report and pay the annual fee provided for in this act, and within the time required in section one (1) hereof, shall incur the following penalties beginning with the month of September and dating from the first day thereof to wit: For the month of September the sum of two dollars (\$2.00), for the month of October the sum of four dollars (\$4.00), for the month of November the sum of six dollars (\$6.00), for the month of December the sum of eight dollars (\$8.00), and for each month thereafter the sum of ten dollars (\$10.00). If on the first day of May following, such corporation shall not have filed the annual report and paid the annual fee, together with all monthly penalties due at the time of filing said report and paying said fee, the secretary of state shall furnish to the attorney general a list of delinquent domestic corporations and he may direct the county attorney of the county in which the corporation has its principal place of business to bring suit for the collection of the fee and penalties then due, or may bring such action himself. Any domestic corporation may, prior to the first day of May, 1910, and the first day of May of any subsequent year, escape the payment of fee and penalties by dissolving the corporation and filing with the secretary of state a proof of publication of notice of dissolution. Any foreign corporation that shall fail to make the annual report and pay the annual fee and penalties that may be due shall thereby forfeit its right to do business within this state.

SEC. 5. List of delinquent corporations. During the month of August of each year the secretary of state shall prepare a list of all delinquent corporations and file the same in his office, and on or before the first day of September he shall send by registered mail to each delinquent a notice of such delinquency and of the penalties provided in section four of this act, and that if the annual report required is not filed and the annual fee paid, together with penalties due, on or before the last day of April, that on the first day of May following, notice of such delinquency will be filed with the attorney general who may cause action to be brought for the collection of the fee and penalties due the state.

SEC. 6. Declaration of forfeiture and cancellation. On the first day of May following the date of the notice provided for in section five (5) of this act, all foreign corporations that have not complied with the provisions of this act shall forfeit the right to transact business in this state and a declaration of forfeiture and cancellation shall be entered upon the margin of the record of the certified copy of the articles of incorporation of such company in the office of the secretary of state or in such other record as the secretary of state may provide.

SEC. 7. Not applicable to banks and certain other corporations. Nothing in this chapter shall be construed as imposing an annual fee or requiring a report from any corporation organized for religious, educational, scientific or charitable purposes or other corporations organized under chapter two (2) of title nine (9) of the code, or of any corporation engaged in the banking business.

SEC. 8. List of live corporations—file with county recorder. After the first day of November and not later than the first day of January of each year, the secretary of state shall compile an alphabetical list of the domestic and foreign corporations that have complied with the provisions of this act, together with postoffice address, and mail a copy thereof to each county recorder in this state, who shall file the same in his office.

SEC. 9. Secretary of state to notify corporations. It shall be the duty of the secretary of state between the first day of May and the first day of July of each year to notify all corporations whose corporate period has not expired, or, that have not dissolved according to law, that are subject to the provisions of this act, of the requirements herein made, enclosing therewith

a blank form of report and application as herein provided; and the mailing of said notice at Des Moines, Iowa, addressed to the corporation at its postoffice address as shown by the records of his office shall be deemed a full, complete, and legal notice for the purpose of this act.

SEC. 10. **Repeal.** The second sentence of section sixteen hundred and twelve (1612) of the supplement to the code, 1907, which reads as follows is hereby repealed: "The corporation shall annually, in January, file with the secretary of state a list of its officers and directors, and any change in the location of its place of business made by a vote of the stockholders."

SEC. 11. **In effect.** This act being deemed of immediate importance shall take effect and be in force from and after its publication in the Register and Leader and the Des Moines Capital, newspapers published at Des Moines, Iowa.

Approved April 7, A. D. 1909.

I hereby certify that the foregoing act was published in the Register and Leader and Des Moines Capital April 9, A. D. 1909.

W. C. HAYWARD,
Secretary of State.

CHAPTER 106.

REINCORPORATION OF CEMETERY ASSOCIATIONS.

S. F. 269.

AN ACT amending the law as it appears in section sixteen hundred fifty (1650) of the code, relating to the reincorporations of the cemetery associations.

Be it enacted by the General Assembly of the State of Iowa:

SECTION 1. **Cemetery associations—reincorporation.** That section sixteen hundred fifty (1650) of the code be and the same is hereby amended by adding thereto the following words:

"The trustees acting at the time of reincorporation of any cemetery association organized as a corporation under the laws of the state of Iowa, whose incorporation may have expired by operation of law or by the terms of its articles of incorporation, may reincorporate the same and all of the property and rights thereof shall vest in the corporation as reincorporated, for the use and benefit of all of the shareholders in the original corporation."

SEC. 2. **In effect.** This act being deemed of immediate importance shall take effect and be in force on and after its publication in the Register and Leader and Des Moines Capital, newspapers published in Des Moines, Iowa.

Approved April 7, A. D. 1909.

I hereby certify that the foregoing act was published in the Register and Leader and Des Moines Capital April 9, A. D. 1909.

W. C. HAYWARD,
Secretary of State.

CHAPTER 107.

AUDITING OF ACCOUNTS OF THE DEPARTMENT OF AGRICULTURE.

S. F. 93.

AN ACT to repeal the law as it appears in section sixteen hundred fifty-seven-q (1657-q) of the supplement to the code, 1907, and to enact a substitute therefor relating to the auditing of accounts of the department of agriculture.

Be it enacted by the General Assembly of the State of Iowa:

SECTION 1. **Repeal—examination by state accountant—report.** That the law as it appears in section sixteen hundred fifty-seven-q (1657-q) of the sup-