

Topic: Corporation Transfer or Domestication

Question by: Kathy Berg

Jurisdiction: Utah

Date: August 29, 2011

Jurisdiction	Question(s)
	Does your jurisdiction have statute that allows for a corporation to transfer/domesticate to another jurisdiction? If so, can you send your statute?
<b>Manitoba</b>	
<b>Corporations Canada</b>	<p>The federal business corporation statute in Canada permits a business incorporated under our statute to apply for a transfer to another jurisdiction such as another federal corporate statute or another corporate statute of a Canadian province or another country. The result is that the corporation is then governed by the new statute.</p> <p>In order to successfully apply, the corporation must satisfy the Director under our statute that</p> <ul style="list-style-type: none"> <li>• it is authorized by its shareholders to make the application – i.e., shareholders have been given proper notice and disclosure of the transfer, they have approved the transfer by special resolution, etc.,...</li> <li>• its transfer will not adversely affect creditors or shareholders of the corporation</li> </ul> <p>Please find attached a link to our statute: <a href="http://laws-lois.justice.gc.ca/eng/acts/C-44">http://laws-lois.justice.gc.ca/eng/acts/C-44</a>. The relevant section is section 188, but subsections 185(2) and 192(5) may also be relevant.</p>
<b>Alabama</b>	
<b>Alaska</b>	

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	Does your jurisdiction have statute that allows for a corporation to transfer/domesticate to another jurisdiction? If so, can you send your statute?
<b>Arizona</b>	<p>Arizona allows this. Statutes are in ARS Sections 10-220 through 10-226. Below is the relevant one:</p> <p><a href="#">10-226. Transfer of domicile from this state</a></p> <p>A. Any corporation incorporated and in good standing under the laws of this state may transfer its domicile to another jurisdiction by adopting articles of domestication in accordance with the laws of the jurisdiction into which the corporation is to transfer its domicile. The articles of domestication must be adopted by the corporation in the manner provided by the laws of this state for amendment to the articles of incorporation.</p> <p>B. On filing of the articles of domestication with the official having custody of the corporate records in the jurisdiction to which the corporate domicile is transferred, the corporation ceases to be a corporation incorporated under the laws of this state and becomes a foreign corporation. If the foreign corporation is required to file for authority to transact business under chapter 15 of this title, it shall apply for that authority on filing articles of domestication in the other jurisdiction as described in subsection A.</p>
<b>Arkansas</b>	
<b>California</b>	
<b>Colorado</b>	Colorado does allow a domestic entity to domesticate to another jurisdiction. Please see below for the statutes related to conversion.
<b>Connecticut</b>	
<b>Delaware</b>	Transfer, domestication or continuance of domestic corporations §390 of Title 8 - statutes for Delaware located at: <a href="http://delcode.delaware.gov/title8/c001/sc16/index.shtml">http://delcode.delaware.gov/title8/c001/sc16/index.shtml</a>
<b>District of Columbia</b>	<p>In the District of Columbia we currently do not recognize outgoing domestications.</p> <p>However, under our new statute we will.</p> <p>See 29-205.01 and other relevant provisions. The effective date for the new law is January 2012.</p> <p><a href="http://www.dccouncil.washington.dc.us/images/00001/20110216110626.pdf">http://www.dccouncil.washington.dc.us/images/00001/20110216110626.pdf</a></p>

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<b>Florida</b>	Yes, Florida has a Domestication statute. The statute is s.607.1801, F.S. The link to this subsection is: <a href="http://www.leg.state.fl.us/statutes/index.cfm?App_mode=Display_Statute&amp;Search_String=&amp;URL=0600-0699/0607/Sections/0607.1801.html">http://www.leg.state.fl.us/statutes/index.cfm?App_mode=Display_Statute&amp;Search_String=&amp;URL=0600-0699/0607/Sections/0607.1801.html</a> .
<b>Georgia</b>	
<b>Hawaii</b>	In Hawaii, our division does not allow for a corporation to transfer/domesticate to another jurisdiction. It is allowed in our Hawaii insurance laws, HRS 431:19-102.3 and 431:19-102.4. Also see below for additional comments.
<b>Idaho</b>	
<b>Illinois</b>	
<b>Indiana</b>	
<b>Iowa</b>	
<b>Kansas</b>	For Kansas please see 17-78 401-406 and 17-78 501-506.  <a href="http://www.kslegislature.org/li/statute/017_000_0000_chapter/017_078_0000_article/017_078_0401_section/017_078_0401_k/">http://www.kslegislature.org/li/statute/017_000_0000_chapter/017_078_0000_article/017_078_0401_section/017_078_0401_k/</a>
<b>Kentucky</b>	
<b>Louisiana</b>	Louisiana allows a domestic entity to domesticate to another jurisdiction.  Please see <a href="http://www.legis.state.la.us/lss/lss.asp?doc=76374">http://www.legis.state.la.us/lss/lss.asp?doc=76374</a> and <a href="http://www.legis.state.la.us/lss/lss.asp?doc=76441">http://www.legis.state.la.us/lss/lss.asp?doc=76441</a>
<b>Maine</b>	
<b>Maryland</b>	
<b>Massachusetts</b>	
<b>Michigan</b>	
<b>Minnesota</b>	
<b>Mississippi</b>	

Jurisdiction	Question(s)
	Does your jurisdiction have statute that allows for a corporation to transfer/domesticate to another jurisdiction? If so, can you send your statute?
<b>Missouri</b>	
<b>Montana</b>	Montana does not allow for a corporation to transfer/domesticate to another jurisdiction.
<b>Nebraska</b>	
<b>Nevada</b>	Nevada allows conversions and domestications under NRS Chapter 92A. See full text below.
<b>New Hampshire</b>	
<b>New Jersey</b>	
<b>New Mexico</b>	
<b>New York</b>	
<b>North Carolina</b>	The link to NCGS Chapter 55-11A-01 Conversions, <a href="http://www.ncleg.net/gascripts/Statutes/StatutesTOC.pl?Chapter=0055">http://www.ncleg.net/gascripts/Statutes/StatutesTOC.pl?Chapter=0055</a>
<b>North Dakota</b>	
<b>Ohio</b>	Ohio does not have a statute to permit this action.
<b>Oklahoma</b>	
<b>Oregon</b>	Oregon just passed a law, effective January 2012, that allows for domestications. We've had conversion statutes for some time that allow a domestic to become a foreign entity of the same or different type. The new law is Chapter 147 of Oregon Laws 2011 <a href="http://www.leg.state.or.us/11orlaws/sess0100.dir/0147.pdf">http://www.leg.state.or.us/11orlaws/sess0100.dir/0147.pdf</a> See <a href="#">Section 1</a> .
<b>Pennsylvania</b>	
<b>Rhode Island</b>	
<b>South Carolina</b>	
<b>South Dakota</b>	
<b>Tennessee</b>	

Jurisdiction	Question(s)
	Does your jurisdiction have statute that allows for a corporation to transfer/domesticate to another jurisdiction? If so, can you send your statute?
<b>Texas</b>	Yes. A Texas entity can convert to a foreign entity of the same or different type. See definition of conversion in <a href="#">§ 1.002(10)</a> of the TBOC. Conversion mechanics included in <a href="#">chapter 10</a> of the TBOC.
<b>Utah</b>	
<b>Vermont</b>	
<b>Virginia</b>	See Va. Code Sections <a href="#">13.1-722.2</a> through 13.1-722.7.
<b>Washington</b>	Washington does not have domestication laws at this time, but we are working on them for nonprofits, limited liability companies for legislation in 2013, and we just started talking about it with corporations.
<b>West Virginia</b>	
<b>Wisconsin</b>	
<b>Wyoming</b>	

**Additional comments:**

**Nevada Responses:**

Nevada allows conversions and domestications under NRS Chapter 92A. The basic statutes are:

**NRS 92A.205 Filing requirements for conversions.**

1. After a plan of conversion is approved as required by this chapter, if the resulting entity is a domestic entity, the constituent entity shall deliver to the Secretary of State for filing:
  - (a) Articles of conversion setting forth:
    - (1) The name and jurisdiction of organization of the constituent entity and the resulting entity; and
    - (2) That a plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.
  - (b) The charter document of the domestic resulting entity required by the applicable provisions of [chapter 78](#), [78A](#), [82](#), [86](#), [87A](#), [88](#), [88A](#) or [89](#) of NRS.
  - (c) The information required pursuant to [NRS 77.310](#).
2. After a plan of conversion is approved as required by this chapter, if the resulting entity is a foreign entity, the constituent entity shall deliver to the Secretary of State for filing articles of conversion setting forth:

- (a) The name and jurisdiction of organization of the constituent entity and the resulting entity;
- (b) That a plan of conversion has been adopted by the constituent entity in compliance with the laws of this State; and
- (c) The address of the resulting entity where copies of process may be sent by the Secretary of State.

3. If the entire plan of conversion is not set forth in the articles of conversion, the filing party must include in the articles of conversion a statement that the complete signed plan of conversion is on file at the registered office or principal place of business of the resulting entity or, if the resulting entity is a domestic limited partnership, the office described in paragraph (a) of subsection 1 of [NRS 87A.215](#) or paragraph (a) of subsection 1 of [NRS 88.330](#).

4. If the conversion takes effect on a later date specified in the articles of conversion pursuant to [NRS 92A.240](#), the charter document to be filed with the Secretary of State pursuant to paragraph (b) of subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date.

5. Any records filed with the Secretary of State pursuant to this section must be accompanied by the fees required pursuant to this title for filing the charter document.

(Added to NRS by [2001, 1404](#); A [2001, 3199](#); [2003, 3185](#); [2003, 20th Special Session, 127](#); [2007, 484](#), [1343](#), [2702](#); [2009, 1718](#))

#### **NRS 92A.270 Domestication of undomesticated organization.**

1. Any undomesticated organization may become domesticated in this State as a domestic entity by:

- (a) Paying to the Secretary of State the fees required pursuant to this title for filing the charter document; and
- (b) Filing with the Secretary of State:

(1) Articles of domestication which must be signed by an authorized representative of the undomesticated organization approved in compliance with subsection 6;

(2) The appropriate charter document for the type of domestic entity;

(3) The information required pursuant to [NRS 77.310](#);

(4) A certified copy of the charter document of the undomesticated organization; and

(5) A certificate of good standing, or the equivalent, from the jurisdiction where the undomesticated organization was chartered immediately before filing the articles of domestication pursuant to subparagraph (1).

2. The articles of domestication must set forth the:

(a) Date when and the jurisdiction where the undomesticated organization was first formed, incorporated, organized or otherwise created and, if applicable, any date when and jurisdiction where the undomesticated organization was chartered after its formation;

(b) Name of the undomesticated organization immediately before filing the articles of domestication;

(c) Name and type of domestic entity as set forth in its charter document pursuant to subsection 1; and

(d) Jurisdiction that constituted the principal place of business or central administration of the undomesticated organization, or any other equivalent thereto pursuant to applicable law, immediately before filing the articles of domestication.

3. Upon filing the articles of domestication and the charter document with the Secretary of State, and the payment of the requisite fee for filing the charter document of the domestic entity, the undomesticated organization is domesticated in this State as the domestic entity described in the charter document filed pursuant to subsection 1. The existence of the domestic entity begins on the date the undomesticated organization began its existence in the jurisdiction in which the undomesticated organization was first formed, incorporated, organized or otherwise created.

4. The domestication of any undomesticated organization does not affect any obligations or liabilities of the undomesticated organization incurred before its domestication.

5. The filing of the charter document of the domestic entity pursuant to subsection 1 does not affect the choice of law applicable to the undomesticated organization. From the date the charter document of the domestic entity is filed, the law of this State applies to the domestic entity to the same extent as if the undomesticated organization was organized and created as a domestic entity on that date.

6. Before filing articles of domestication, the domestication must be approved in the manner required by:

(a) The document, instrument, agreement or other writing governing the internal affairs of the undomesticated organization and the conduct of its business; and

(b) Applicable foreign law.

7. When a domestication becomes effective, all rights, privileges and powers of the undomesticated organization, all property owned by the undomesticated organization, all debts due to the undomesticated organization, and all causes of action belonging to the undomesticated organization are vested in the domestic entity and become the property of the domestic entity to the same extent as vested in the undomesticated organization immediately before domestication. The title to any real property vested by deed or otherwise in the undomesticated organization is not reverted or impaired by the domestication. All rights of creditors and all liens upon any property of the undomesticated organization are preserved unimpaired and all debts, liabilities and duties of an undomesticated organization that has been domesticated attach to the domestic entity resulting from the domestication and may be enforced against it to the same extent as if the debts, liability and duties had been incurred or contracted by the domestic entity.

8. When an undomesticated organization is domesticated, the domestic entity resulting from the domestication is for all purposes deemed to be the same entity as the undomesticated organization. Unless otherwise agreed by the owners of the undomesticated organization or as required pursuant to applicable foreign law, the domestic entity resulting from the domestication is not required to wind up its affairs, pay its liabilities or distribute its assets. The domestication of an undomesticated organization does not constitute the dissolution of the undomesticated organization. The domestication constitutes a continuation of the existence of the undomesticated organization in the form of a domestic entity. If, following domestication, an undomesticated organization that has become domesticated pursuant to this section continues its existence in the foreign country or foreign jurisdiction in which it was existing immediately before the domestication, the domestic entity and the undomesticated organization are for all purposes a single entity formed, incorporated, organized or otherwise created and existing pursuant to the laws of this State and the laws of the foreign country or other foreign jurisdiction.

9. The owner liability of an undomesticated organization that is domesticated in this State:

(a) Is not discharged, pursuant to the laws of the previous jurisdiction of the organization, to the extent the owner liability arose before the effective date of the articles of domestication;

(b) Does not attach, pursuant to the laws of the previous jurisdiction of the organization, to any debt, obligation or liability of the organization that arises after the effective date of the articles of domestication;

(c) Is governed by the law of the previous jurisdiction of the organization, as if the domestication has not occurred, for the collection or discharge of owner liability not discharged pursuant to paragraph (a);

(d) Is subject to the right of contribution from any other shareholder, member, trustee, partner, limited partner or other owner of the undomesticated organization pursuant to the laws of the previous jurisdiction of the organization, as if the domestication has not occurred, for the collection or discharge of owner liability not discharged pursuant to paragraph (a); and

(e) Applies only to the debts, obligations or liabilities of the organization that arise after the effective date of the articles of domestication if the owner becomes subject to owner liability or some or all of the debts, obligations or liabilities of the undomesticated entity as a result of its domestication in this State.

10. As used in this section:

(a) "Owner liability" means the liability of a shareholder, member, trustee, partner, limited partner or other owner of an organization for debts of the organization, including the responsibility to make additional capital contributions to cover such debts.

(b) “Undomesticated organization” means any incorporated organization, private law corporation, whether or not organized for business purposes, public law corporation, limited-liability company, general partnership, registered limited-liability partnership, limited partnership or registered limited-liability limited partnership, proprietorship, joint venture, foundation, business trust, real estate investment trust, common-law trust or any other unincorporated business formed, organized, created or the internal affairs of which are governed by the laws of any foreign country or jurisdiction other than this State.

## **Colorado’s Response:**

### **7-90-201. Conversion of an entity**

(1) Pursuant to a plan of conversion approved in accordance with [section 7-90-201.4](#):

(a) A domestic entity of one form may be converted into any other form of domestic entity.

(b) A domestic entity may be converted into any form of foreign entity recognized in the jurisdiction under the law of which the entity will be considered to have been formed after the conversion.

(2) A foreign entity may be converted into a domestic entity if the conversion is not prohibited by the constituent documents or organic statutes and if the foreign entity complies with all of the requirements, if any, of its constituent documents and organic statutes in effecting the conversion.

### **7-90-201.3. Plan of conversion**

(1) A plan of conversion shall state:

(a) The entity name or, for an entity that has no entity name, the true name, the jurisdiction under the law of which the entity is formed, and the form of entity of the converting entity;

(b) The entity name or, for an entity that has no entity name, the true name, the jurisdiction under the law of which the entity is formed, and the form of the resulting entity;

(c) The terms and conditions of the conversion, including the manner and basis of changing the owners' interests of each converting entity into owners' interests or obligations of the resulting entity or into money or other property in whole or in part.

### **7-90-201.4. Approval of plan of conversion**

(1) In the case of domestic entities described in this subsection (1), the plan of conversion shall be approved:

(a) In the case of a corporation, as provided in [section 7-111-101.5](#);

(b) In the case of a nonprofit corporation, as provided in [section 7-131-101.5](#);

(c) In the case of a cooperative formed under, or subject to, article 56 of this title, as provided in [section 7-56-602](#); and

(d) In the case of a cooperative formed under article 55 of this title, as provided in [section 7-55-112](#).

(2) In the case of a domestic entity other than an entity described in subsection (1) of this section, the plan of conversion shall be approved as follows:

(a) If the organic statutes or primary constituent documents expressly provide for the approval of the conversion, the terms and conditions of the conversion shall be approved in accordance with those provisions.

(b) If neither the primary constituent documents nor the organic statutes expressly provide for the approval of the plan of conversion, the plan of conversion shall be approved in accordance with the provisions of the primary constituent documents that contain the most stringent terms for approval of a merger.

(c) If the primary constituent documents do not expressly provide for the approval of a merger, the plan of conversion shall be approved in accordance with the provisions of the entity's organic statutes that contain the most stringent terms for the approval of a merger.

(d) If neither the primary constituent documents nor the entity's organic statutes expressly provide for the approval of a merger, the plan of conversion shall be approved in accordance with the provisions for amendment of the primary constituent documents set forth in the organic statutes and the primary constituent documents.

(e) If neither the primary constituent documents nor the organic statutes expressly provide for the approval of a plan of conversion, for the approval of a merger, or for the approval of an amendment to the primary constituent documents, the plan of conversion shall be approved by all of the owners of the converting entity.

(3) For purposes of this section, the provisions of the organic statutes and constituent documents applicable to approval include provisions relating to any preliminary approval by managers for submission to the owners, notices, quorum, voting, and consent by owners or third parties. References in this section to the most stringent provisions of the primary constituent documents or organic statutes are references to those provisions of such documents or statutes that establish the highest voting requirements for approval of a merger. Nothing in this section shall be deemed to permit any primary constituent document to contain merger provisions that are proscribed by the entity's organic statutes.

**7-90-201.7. Statement of conversion - when conversion effective**

(1) After the conversion of an entity is approved in accordance with [section 7-90-201.4](#), the converting entity shall cause a statement of conversion to be delivered to the secretary of state, for filing pursuant to part 3 of this article, if the converting entity has a constituent filed document or a statement of foreign entity authority filed in the records of the secretary of state and the resulting entity will not be an entity for which a constituent filed document will be filed in the records of the secretary of state. The statement of conversion shall state:

- (a) The entity name of the converting entity, its principal office address, the jurisdiction under the law of which it is formed, and its form of entity;
- (b) The true name of the resulting entity, its principal address, the jurisdiction under the law of which it is formed, and its form of entity;
- (c) A statement that the converting entity has been converted into the resulting entity pursuant to this section; and
- (d) Any other matters relating to the conversion that the converting entity determines to include therein.

(2) After the conversion of an entity is approved in accordance with [section 7-90-201](#), if neither the resulting entity nor the converting entity is or will be an entity that will have a constituent filed document filed in the records of the secretary of state, either the resulting entity or the converting entity may deliver to the secretary of state, for filing pursuant to part 3 of this article, a statement of conversion stating:

- (a) The true name of the converting entity, its principal address, the jurisdiction under the law of which it is formed, and its form of entity;
- (b) The true name of the resulting entity, its principal address, the jurisdiction under the law of which it is formed, and its form of entity;
- (c) That the converting entity has been converted into the resulting entity pursuant to this section; and
- (d) Any other matters relating to the conversion that the entity filing the statement of conversion determines to include therein.

(3) (a) After the conversion of an entity is approved in accordance with [section 7-90-201](#), if the resulting entity will be an entity for which a constituent filed document is to be filed in the records of the secretary of state, the converting entity shall deliver to the secretary of state, for filing pursuant to part 3 of this article, a combined statement of conversion and the constituent filed document that complies with the requirements of the organic statutes. In addition to complying with the requirements of the organic statutes for the constituent filed document, a combined statement of conversion and constituent filed document shall state:

- (l) The entity name or, for an entity that has no entity name, the true name of the converting entity, its principal address, the jurisdiction under the law of which it is formed, and its form of entity;

(II) The entity name of the resulting entity;

(III) That the converting entity has been converted into the resulting entity pursuant to this section; and

(IV) Any other matters relating to the conversion that the entity filing the statement of conversion determines to include therein.

(b) Notwithstanding the requirement in paragraph (a) of this subsection (3), a combined statement of conversion and constituent filed document, once accepted for filing by the secretary of state, shall for all purposes be deemed to be two separate documents: The statement of conversion and the constituent filed document.

(4) The conversion shall become effective as specified by the organic statutes. If the organic statutes do not specify an effective date, the conversion shall become effective when the statement of conversion, if any, becomes effective as determined pursuant to [section 7-90-304](#), or, if no statement of conversion is filed, the conversion shall become effective at the time and on the date determined by the owners of the converting entity.

**7-90-202. Effect of conversion - entity unchanged**

(1) At the time the conversion becomes effective, the converting entity shall be converted into the resulting entity, and the resulting entity shall thereafter be subject to all of the provisions of the organic statutes.

(2) Unless otherwise agreed, the conversion of any converting entity into a resulting entity shall not be deemed to affect any obligations of the converting entity incurred prior to the conversion to the resulting entity or the personal liability of any person incurred prior to such conversion.

(3) Unless otherwise agreed or otherwise provided by the organic statutes, other than this article, the converting entity shall not be required to wind up the entity's affairs or pay obligations and distribute the entity's assets, and the conversion shall not be deemed to constitute a dissolution of the converting entity and shall constitute a continuation of the existence of the converting entity in the form of the resulting entity.

(4) The resulting entity is the same entity as the converting entity.

**Hawaii's Response:**

Hawaii does not have re-domestication statutes but we do allow conversions.

Part X. Conversions

414-271 Conversion into and from corporations

414-272 Articles of conversion

414-273 Repealed  
414-274 Effect of conversion

## PART X. CONVERSIONS

**§414-271 Conversion into and from corporations.** (a) A domestic corporation may adopt a plan of conversion and convert to a foreign corporation or any other entity if:

(1) The board of directors and shareholders of the domestic corporation approve a plan of conversion in the manner prescribed by section 414-313 and the conversion is treated as a merger to which the converting entity is a party and not the surviving entity;

(2) The conversion is permitted by, and complies with the laws of the state or country in which the converted entity is to be incorporated, formed, or organized; and the incorporation, formation, or organization of the converted entity complies with those laws;

(3) At the time the conversion becomes effective, each shareholder of the domestic corporation, unless otherwise agreed to by that shareholder, owns an equity interest or other ownership interest in, and is a shareholder, partner, member, owner, or other security holder of, the converted entity;

(4) The shareholders of the domestic corporation, as a result of the conversion, shall not become personally liable, without the shareholders' consent, for the liabilities or obligations of the converted entity; and

(5) The converted entity is incorporated, formed, or organized as part of or pursuant to the plan of conversion.

(b) Any foreign corporation or other entity may adopt a plan of conversion and convert to a domestic corporation if the conversion is permitted by and complies with the laws of the state or country in which the foreign corporation or other entity is incorporated, formed, or organized.

(c) A plan of conversion shall set forth:

(1) The name of the converting entity and the converted entity;

(2) A statement that the converting entity is continuing its existence in the organizational form of the converted entity;

(3) A statement describing the organizational form of the converted entity and the state or country under the laws of which the converted entity is to be incorporated, formed, or organized; and

(4) The manner and basis of converting the shares or other forms of ownership of the converting entity into shares or other forms of ownership of the converted entity, or any combination thereof.

(d) A plan of conversion may set forth any other provisions relating to the conversion that are not prohibited by law, including without limitation the initial bylaws and officers of the converted entity.

(e) After a conversion of a domestic or foreign corporation is approved, and at any time before the conversion becomes effective, the plan of conversion may be abandoned by the converting entity without shareholder action and in accordance with the procedures set forth in the plan of conversion or, if these procedures are not provided in the plan, in the manner determined by the board of directors. If articles of conversion have been filed with the department director but the conversion has not become effective, the conversion may be abandoned if a statement, executed on behalf of the converting entity by an officer or other duly authorized representative and stating that the plan of conversion has been abandoned in accordance with applicable law, is filed with the department director prior to the effective date of the conversion. If the department director finds the statement satisfies the requirements provided by law, the department director, after all fees have been paid shall:

- (1) Stamp the statement and include the date of the filing;
- (2) File the document in the department director's office; and
- (3) Issue a certificate of abandonment to the converting entity or its authorized representatives.

(f) Once the statement provided in subsection (e) is filed with the department director, the conversion shall be deemed abandoned and shall not be effective. [L 2000, c 244, pt of §1; am L 2001, c 129, §§27, 28]

**Full text of email:**

Does your jurisdiction have statute that allows for a corporation to transfer/domesticate to another jurisdiction? If so, can you send your statute?

thanks  
Kathy

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