

**16-6a-1105 Merger with foreign nonprofit corporation.**

- (1) One or more domestic nonprofit corporations may merge with one or more foreign nonprofit corporations if:
  - (a) the merger is permitted by the law of the state or country under whose law each foreign nonprofit corporation is incorporated;
  - (b) each foreign nonprofit corporation complies with the provisions of the law described in Subsection (1)(a) in effecting the merger;
  - (c) if the foreign nonprofit corporation is the surviving nonprofit corporation of the merger, the foreign nonprofit corporation:
    - (i) complies with Section 16-6a-1103; and
    - (ii) in addition to the information required by Section 16-6a-1103, provides the address of its principal office; and
  - (d) each domestic nonprofit corporation complies with:
    - (i) the applicable provisions of Sections 16-6a-1101 and 16-6a-1102; and
    - (ii) if it is the surviving nonprofit corporation of the merger, with Section 16-6a-1103.
- (2) Upon the merger taking effect, a surviving foreign nonprofit corporation of a merger may be served with process in any proceeding brought against it as provided in Section 16-17-301.
- (3) Service effected pursuant to Subsection (2) is perfected at the earliest of:
  - (a) the date the foreign nonprofit corporation receives the process, notice, or demand;
  - (b) the date shown on the return receipt, if signed on behalf of the foreign nonprofit corporation; or
  - (c) five days after mailing.
- (4) Subsection (2) does not prescribe the only means, or necessarily the required means, of serving a surviving foreign nonprofit corporation of a merger.

Amended by Chapter 364, 2008 General Session