

## IC 23-17-6

### Chapter 6. Offices and Agents

#### IC 23-17-6-1

##### **Maintenance of registered office and registered agent; agent's consent; communications contact information; resignation**

Sec. 1. (a) A corporation must continuously maintain the following in Indiana:

- (1) A registered office.
- (2) A registered agent, who must be one (1) of the following:
  - (A) An individual who resides in Indiana and whose business office is identical with the registered office.
  - (B) A domestic limited liability company, domestic corporation, or nonprofit domestic corporation whose business office is identical with the registered office.
  - (C) A foreign limited liability company, foreign corporation, or nonprofit foreign corporation authorized to transact business in Indiana whose business office is identical with the registered office.

(b) Each corporation incorporated after June 30, 2014, under the laws of Indiana shall file with the secretary of state:

- (1) the registered agent's written consent; or
- (2) a representation that the registered agent has consented.

(c) Each corporation formed under the laws of Indiana shall provide to the corporation's registered agent, and update from time to time as necessary, the name, business address, and business telephone number of a natural person who is:

- (1) an officer, a director, an employee, or a designated agent of the corporation; and
- (2) authorized to receive communications from the registered agent.

The natural person is considered to be the communications contact for the corporation.

(d) A registered agent shall retain, in paper or electronic form, the information provided by a corporation under subsection (c).

(e) If a corporation fails to provide the registered agent with the information required under subsection (c), the registered agent may resign, as provided in section 3 of this chapter, as the registered agent for the corporation.

*As added by P.L.179-1991, SEC.1. Amended by P.L.63-2014, SEC.20.*

#### IC 23-17-6-2

##### **Statement of change; contents; notice**

Sec. 2. (a) A corporation may change the corporation's registered office or registered agent by delivering to the secretary of state for filing a statement of change that sets forth the following:

- (1) The name of the corporation.

(2) The street address of the corporation's current registered office.

(3) If the current registered office is to be changed, the street address of the new registered office.

(4) The name of the corporation's current registered agent.

(5) If the current registered agent is to be changed, the name of the new registered agent and the new agent's written consent (either on or attached to the statement) to the appointment.

(b) After a change is made, the street addresses of the corporation's registered office and the business office of the corporation's registered agent will be identical.

(c) If a registered agent changes the street address of the registered agent's business office, the registered agent may change the street address of the registered office of a corporation that the registered agent serves by notifying the corporation in writing of the change and by signing, either manually or in facsimile, and delivering to the secretary of state for filing a statement that does the following:

(1) Complies with the requirements of subsection (a).

(2) Recites that the corporation has been notified of the change.

*As added by P.L.179-1991, SEC.1.*

### **IC 23-17-6-3**

#### **Resignation of agency appointment; statement; contents; filing; effective date**

Sec. 3. (a) A registered agent may resign the agency appointment by signing and delivering to the secretary of state for filing as described in IC 23-17-29 a statement of resignation. The statement may include a statement that the registered office is also discontinued.

(b) After filing the statement, the secretary of state shall mail one (1) copy to the corporation at the corporation's principal office, if known, and one (1) copy to the registered office, if not discontinued.

(c) The agency appointment is terminated, and the registered office discontinued if so provided, thirty-one (31) days after the date on which the statement is filed.

*As added by P.L.179-1991, SEC.1. Amended by P.L.228-1995, SEC.20.*

### **IC 23-17-6-4**

#### **Service of process; registered agent; service on corporation in absence of registered agent**

Sec. 4. (a) A corporation's registered agent is the corporation's agent for service of process, notice, or demand required or permitted by law to be served on the corporation.

(b) If a corporation does not have a registered agent or the agent cannot with reasonable diligence be served, the corporation may be served by registered or certified mail, return receipt requested,

addressed to the secretary of the corporation or other executive officer under Trial Rule 4.6(a)(1) at the corporation's principal office. Service is perfected under this subsection on the earliest of the following:

- (1) The date the corporation receives the mail.
- (2) The date shown on the return receipt if signed on behalf of the corporation.
- (3) Five (5) days after the service is deposited with the United States Postal Service, if mailed postpaid and correctly addressed.

(c) This section does not prescribe the only means of serving a corporation.

*As added by P.L.179-1991, SEC.1.*