CHAPTER 5

Office and Agent

**SECTION 33‑5‑101.** Registered office and registered agent.

 Each corporation must continuously maintain in this State:

 (1) a registered office that may be the same as any of its places of business; and

 (2) a registered agent, who may be:

 (i) an individual who resides in this State and whose business office is identical with the registered office;

 (ii) a domestic corporation or not‑for‑profit domestic corporation whose business office is identical with the registered office; or

 (iii) a foreign corporation or not‑for‑profit foreign corporation authorized to transact business in this state whose business office is identical with the registered office.

HISTORY: Derived from 1976 Code Section 33‑5‑40 [1962 Code Section 12‑13.4; 1962 (52) 1996; 1963 (53) 327; 1981 Act No. 146, Section 2; Repealed, 1988 Act No. 444, Section 2]; 1988 Act No. 444, Section 2.

**SECTION 33‑5‑102.** Change of registered office or registered agent.

 (a) A corporation may change its registered office or registered agent by delivering to the Secretary of State for filing a statement of change that sets forth:

 (1) the name of the corporation;

 (2) the street address of its 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 its 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 the statement or attached to it) to the appointment; and

 (6) that after the change or changes are made, the street addresses of its registered office and the business office of its registered agent will be identical.

 (b) If a registered agent changes the street address of his business office, he may change the street address of the registered office of any corporation for which he is the registered agent by notifying the corporation in writing of the change and signing (either manually or in facsimile) and delivering to the Secretary of State for filing a statement that complies with the requirements of subsection (a) and recites that the corporation has been notified of the change.

HISTORY: Derived from 1976 Code Section 33‑5‑50 [1962 Code Section 12‑13.5; 1962 (52) 1996; 1963 (53) 327; 1981 Act No. 146, Section 2; Repealed, 1988 Act No. 444, Section 2]; 1988 Act No. 444, Section 2.

**SECTION 33‑5‑103.** Resignation of registered agent.

 (a) A registered agent may resign his agency appointment by signing and delivering to the Secretary of State for filing the signed original and two exact or conformed copies of 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 copy to the registered office (if not discontinued) and the other copy to the corporation at its principal office.

 (c) The agency appointment is terminated, and the registered office discontinued if so provided, on the thirty‑first day after the date on which the statement was filed.

HISTORY: Derived from 1976 Code Section 33‑5‑50 [1962 Code Section 12‑13.5; 1962 (52) 1996; 1963 (53) 327; 1981 Act No. 146, Section 2; Repealed, 1988 Act No. 444, Section 2]; 1988 Act No. 444, Section 2.

**SECTION 33‑5‑104.** Service on corporation.

 Service of process on a corporation must be in accord with the applicable provisions of Title 15.

HISTORY: Derived from 1976 Code Section 33‑5‑60 [1962 Code Section 12‑13.6; 1962 (52) 1996; 1981 Act No. 146, Section 2; Repealed, 1988 Act No. 444, Section 2]; 1988 Act No. 444, Section 2.