

**303.10 OFFICE AND AGENT.**

Subdivision 1. **Maintenance.** Each foreign corporation authorized to transact business in this state shall have and continuously maintain in this state:

(1) A registered office which may, but need not be the same as its place of business in this state;

(2) A registered agent, which agent may be either an individual, resident in this state, whose business office is identical with such registered office, or a corporation having a business office identical with such registered office.

Subd. 2. **Change of location and address; revocation of agent's appointment; new agent.** A foreign corporation may, from time to time, change the location and address of its registered office. It may revoke the appointment of a registered agent, provided it shall at the same time file an appointment of a new registered agent. It shall appoint a new registered agent in case of vacancy in the office, whether by death, resignation, or otherwise, or because of the disqualification or incapacity of its registered agent. Such changes may be made by filing in the Office of the Secretary of State a statement setting forth:

(1) the name of the corporation;

(2) if the address of its registered office is to be changed, the address to which the registered office is to be changed;

(3) if its registered agent is to be changed, the name of its successor registered agent; and

(4) that such change was authorized by resolution duly adopted by its board of directors.

Such statement shall be executed by its president, vice-president, secretary, or assistant secretary.

Subd. 3. **Resignation of agent.** A registered agent of a foreign corporation may resign by filing with the secretary of state a signed written notice of resignation, including a statement that a signed copy of the notice has been given or mailed to the corporation at its principal office in the state or country under the laws of which it is organized. The appointment of the agent terminates 30 days after the notice is filed with the secretary of state.

**History:** (7495-9, 7495-10) 1935 c 200 s 9,10; 1953 c 221 s 1; 1986 c 331 s 1; 1988 c 682 s 14; 1989 c 236 s 7