

### **IC 23-1-17.3**

#### **Chapter 17.3. Transitional Provisions**

##### **IC 23-1-17.3-1**

###### **"Repealed statute"**

Sec. 1. As used in this chapter, "repealed statute" refers to any of the following repealed by P.L.149-1986:

- (1) IC 23-1-1.
- (2) IC 23-1-2.
- (3) IC 23-1-3.
- (4) IC 23-1-4.
- (5) IC 23-1-5.
- (6) IC 23-1-6.
- (7) IC 23-1-7.
- (8) IC 23-1-8.
- (9) IC 23-1-9.
- (10) IC 23-1-10.
- (11) IC 23-1-11.
- (12) IC 23-1-12.
- (13) IC 23-3.

*As added by P.L.220-2011, SEC.378.*

##### **IC 23-1-17.3-2**

###### **Effect of repeal of repealed statute**

Sec. 2. Except as provided in section 3 of this chapter, the repeal of a repealed statute does not affect any of the following:

- (1) The operation of the repealed statute or any action taken under it before its repeal, including (without limitation) the continuing validity of a corporation's articles of incorporation and bylaws, indemnification provisions for directors, officers, employees, and agents, resolutions of the board of directors and shareholders, and corporate name, all as adopted by any domestic corporation before August 1, 1987, or the date specified in a resolution of the board of directors adopted under IC 23-1-17-3(b), as added by P.L.149-1986, to the same extent that any of these would have been valid had the repealed statute not been repealed.
- (2) Any ratification, right, remedy, privilege, obligation, or liability acquired, accrued, or incurred under the repealed statute before its repeal.
- (3) Any violation of the repealed statute, or any penalty, forfeiture, or punishment incurred because of the violation, before its repeal.
- (4) Any proceeding, reorganization, or dissolution commenced under the repealed statute before its repeal, and the proceeding, reorganization, or dissolution may be completed in accordance with the repealed statute as if it had not been repealed.

*As added by P.L.220-2011, SEC.378.*

**IC 23-1-17.3-3****Effect of reduction by P.L.149-1986 of penalty or punishment**

Sec. 3. If a penalty or punishment imposed for violation of a repealed statute is reduced by P.L.149-1986, the penalty or punishment if not already imposed shall be imposed in accordance with P.L.149-1986.

*As added by P.L.220-2011, SEC.378.*

**IC 23-1-17.3-4****Status of resident agent and resident agent address under P.L.149-1986**

Sec. 4. Effective August 1, 1987, each resident agent and resident agent's address existing on that date shall be considered the registered agent and registered office, respectively, required by P.L.149-1986.

*As added by P.L.220-2011, SEC.378.*

**IC 23-1-17.3-5****Status of rights and preferences of shares under P.L.149-1986**

Sec. 5. Effective August 1, 1987, or the date specified in a resolution of the board of directors adopted under IC 23-1-17-3(b), as added by P.L.149-1986, any existing certificate of resolution of a board of directors designating and stating rights and preferences of shares shall be considered a part of the corporation's articles of incorporation for purposes of P.L.149-1986.

*As added by P.L.220-2011, SEC.378.*