

PROPOSED AMENDMENTS TO ENGROSSED SENATE BILL NO. 2423

Page 1, line 2, after the second semicolon insert "to amend and reenact subdivision a of subsection 1 of section 10-19.1-63 of the North Dakota Century Code, relating to consideration for issuance of shares of stock;"

Page 3, after line 4, insert:

"SECTION 4. AMENDMENT. Subdivision a of subsection 1 of section 10-19.1-63 of the North Dakota Century Code as amended in section 9 of House Bill No. 1362, as approved by the fifty-eighth legislative assembly, is amended and reenacted as follows:

- a. ~~Shares may be issued for any consideration, including, without limitation:~~
 - (1) ~~Money or other tangible or intangible property received by the corporation or to be received by the corporation under a written agreement, or services rendered to the corporation or to be rendered to the corporation, as authorized by resolution approved by the affirmative vote of the directors required by section 10-19.1-46; or~~
 - (2) ~~If provided for in the articles, approved by the affirmative vote of the shareholders required by section 10-19.1-74, establishing a price in money or other consideration, or a minimum price, or a general formula or method by which the price will be determined.~~

The consideration for the issuance of shares may be paid, in whole or in part, in money; in other property, tangible or intangible; or in labor or services actually performed for the corporation. When payment of the consideration for which shares are to be issued is received by the corporation, the shares are considered fully paid and nonassessable. Neither promissory notes nor future services constitute payment or part payment for shares of a corporation."

Re-number accordingly