

CHAPTER 12

CORPORATIONS AND ASSOCIATIONS

HOUSE BILL 12-1010

BY REPRESENTATIVE(S) Baumgardner, Sonnenberg, Swerdfeger, Vigil, Wilson, Barker, Becker, Brown, DelGrosso, Fischer, Gardner B., Hamner, Holbert, Jones, Kerr J., Massey, Nikkel, Pace, Ramirez, Scott, Young;
also SENATOR(S) Giron, Brophy, Hodge, Roberts, Schwartz.

AN ACT

CONCERNING THE REISSUANCE OF A LOST SHARE CERTIFICATE OF A MUTUAL DITCH COMPANY.

Be it enacted by the General Assembly of the State of Colorado:

SECTION 1. In Colorado Revised Statutes, **amend** 7-42-113 as follows:

7-42-113. Duplicate certificate issued - when. Any owner of capital stock, as shown by the records of a corporation formed under the law of this state, entitling the stockholder to the services of a ditch or to the use of water subject to the payment of assessments, ~~or~~ the legal representative or assignee of any such stockholder, OR ANY LIENHOLDER NAMED IN THE BOOKS OF THE CORPORATION AS A LIENHOLDER ON THE LOST CERTIFICATE, whose stock certificate has been lost, mislaid, or destroyed, may have a duplicate certificate issued in accordance with sections 7-42-114 to 7-42-117.

SECTION 2. In Colorado Revised Statutes, **amend** 7-42-114 as follows:

7-42-114. Statement of loss. ~~If more than three years have elapsed since a stockholder, legal representative, or assignee has notified the corporation that a certificate of capital stock has been lost, mislaid, or destroyed, and the stockholder, legal representative, or assignee has paid all assessments levied by the corporation against the stock, since the notification,~~ the stockholder, ~~or~~ the stockholder's legal representative or assignee, AND ANY LIENHOLDER NAMED IN THE BOOKS OF THE CORPORATION AS A LIENHOLDER ON THE LOST CERTIFICATE may file with the secretary of the corporation a statement under oath that the certificate of stock has been lost, mislaid, or destroyed and that the certificate is the property of the person making the statement and has not been transferred or hypothecated by the stockholder, and demand the issuance of a duplicate certificate in accordance with

Capital letters indicate new material added to existing statutes; dashes through words indicate deletions from existing statutes and such material not part of act.

this section and sections 7-42-115 to 7-42-117.

SECTION 3. In Colorado Revised Statutes, **amend** 7-42-115 as follows:

7-42-115. Publication of notice of demand. Upon receipt of a demand pursuant to section 7-42-114, the corporation shall publish, at the expense of the person making the demand, at least once a week for five successive weeks, the fifth publication being on the twenty-eighth day after the first publication, in a newspaper of general circulation in the county in which the principal office of the corporation is located or, if there is no newspaper in such county, then in such a newspaper of an adjoining county, a notice that such a demand has been filed with the corporation in accordance with ~~the terms of~~ sections 7-42-114 to 7-42-117, stating the demand in full and stating that the corporation will issue, on or after a date therein stated, following the last publication of the notice by at least thirty days, a duplicate certificate to the registered owner, ~~or~~ the registered owner's legal representative or assignee, ~~OR ANY LIENHOLDER NAMED IN THE BOOKS OF THE CORPORATION AS A LIENHOLDER ON THE LOST CERTIFICATE~~ unless a contrary claim is filed with the corporation prior to the date stated in the notice.

SECTION 4. In Colorado Revised Statutes, **amend** 7-42-116 as follows:

7-42-116. Duplicate conclusive against original. If no claim of interest or ownership other than that made by the person filing a notice pursuant to section 7-42-114 or such person's legal representative or assignee is on file in the records of the secretary of the corporation prior to the date stated in the notice, the corporation shall issue, on or after said date, a duplicate certificate to the person, ~~or~~ the person's legal representative or assignee, ~~and~~ ~~OR ANY LIENHOLDER NAMED IN THE BOOKS OF THE CORPORATION AS A LIENHOLDER ON THE LOST CERTIFICATE~~. All rights under the original certificate shall immediately cease ~~and determine~~ and no person shall at any time thereafter assert any claim or demand against the corporation or any other person on account of the original certificate.

SECTION 5. In Colorado Revised Statutes, **amend** 7-42-117 as follows:

7-42-117. Proof of right to certificate. The corporation may require any legal representative or assignee of a stockholder of record to prove the stockholder's legal right to such certificate as a legal representative or assignee of the stockholder of record. ~~THE CORPORATION MAY REQUIRE ANY LIENHOLDER NAMED IN THE BOOKS OF THE CORPORATION AS A LIENHOLDER ON THE LOST CERTIFICATE TO PROVE THE LIENHOLDER'S LEGAL RIGHT TO SUCH CERTIFICATE.~~

SECTION 6. Act subject to petition - effective date - applicability. (1) This act shall take effect at 12:01 a.m. on the day following the expiration of the ninety-day period after final adjournment of the general assembly (August 8, 2012, if adjournment sine die is on May 9, 2012); except that, if a referendum petition is filed pursuant to section 1 (3) of article V of the state constitution against this act or an item, section, or part of this act within such period, then the act, item, section, or part shall not take effect unless approved by the people at the general election to be held in November 2012 and shall take effect on the date of the official declaration of the vote thereon by the governor.

(2) The provisions of this act shall apply to requests for duplicate stock certificates filed on or after the applicable effective date of this act.

Approved: March 15, 2012