

LEGISLATURE OF NEBRASKA

ONE HUNDRED SECOND LEGISLATURE

SECOND SESSION

**LEGISLATIVE BILL 852**

Introduced by McCoy, 39.

Read first time January 06, 2012

Committee: Banking, Commerce and Insurance

A BILL

1 FOR AN ACT relating to corporations; to amend section 21-2202,  
2 Reissue Revised Statutes of Nebraska, and section  
3 21-2024, Revised Statutes Supplement, 2011; to change  
4 provisions relating to corporate purposes under the  
5 Business Corporation Act and to redefine a term under the  
6 Nebraska Professional Corporation Act; and to repeal the  
7 original sections.  
8 Be it enacted by the people of the State of Nebraska,

1           Section 1. Section 21-2024, Revised Statutes Supplement,  
2   2011, is amended to read:

3           21-2024 (1) Every corporation incorporated under the  
4   Business Corporation Act shall have the purpose of engaging in any  
5   lawful business unless a more limited purpose shall be set forth in  
6   the articles of incorporation.

7           (2) A corporation engaging in a business subject to  
8   regulation under another law of this state may incorporate under the  
9   act only if permitted by, and subject to all limitations of, such  
10  other law.

11          (3) Corporations shall not be organized under the act to  
12  perform any ~~personal~~professional services as specified in section  
13  21-2202 except for ~~personal~~professional services rendered by a  
14  designated broker as defined in section 81-885.01.

15          (4) A designated broker as defined in section 81-885.01  
16  may be organized as a corporation under the Business Corporation Act.

17          Sec. 2. Section 21-2202, Reissue Revised Statutes of  
18  Nebraska, is amended to read:

19          21-2202 For purposes of the Nebraska Professional  
20  Corporation Act, unless the context otherwise requires:

21          (1) Certificate of registration or registration  
22  certificate from or by the regulating board means either a document  
23  prepared and issued by the regulating board or the electronic  
24  accessing of the regulating board's licensing records by the  
25  Secretary of State;

1           (2) Professional corporation means a corporation which is  
2 organized under the act for the specific purpose of rendering  
3 professional service and which has as its shareholders only  
4 individuals who themselves are duly licensed or otherwise legally  
5 authorized within this state to render the same professional service  
6 as the corporation;

7           (3) Professional service means any ~~type of personal~~  
8 ~~service to the public which requires as a condition precedent to the~~  
9 ~~rendering of such service the obtaining of a license or other legal~~  
10 ~~authorization and which, except for the services of a real estate~~  
11 ~~broker, prior to the passage of the act and by reason of law could~~  
12 ~~not be performed by a corporation, including, but not limited to,~~  
13 personal services rendered by an attorney at law, a certified public  
14 accountant, a public accountant, a dentist, an osteopathic physician,  
15 a physician and surgeon, veterinarian, a real estate broker, an  
16 associate real estate broker, a real estate salesperson, or attorney  
17 at law. a veterinarian. For purposes of the act, those professions  
18 pertaining to the diagnosis, care, and treatment of humans shall be  
19 considered to be of the same profession; and

20           (4) Regulating board means a board which is charged with  
21 the licensing and regulating of the practice or profession which the  
22 professional corporation is organized to render.

23           Sec. 3. Original section 21-2202, Reissue Revised  
24 Statutes of Nebraska, and section 21-2024, Revised Statutes  
25 Supplement, 2011, are repealed.