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Darlynne Cassaday

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17. McLaughlin v. McLaughlin, 48 Nev. at 164, 228 P. at 305.

CIVIL PROCEDURE; SERVICE OF PROCESS ON DISSOLVED CORPORATIONS

Amends NRS 78.750

SB 362 (Committee on Judiciary); STATS 1979, Ch 344

Chapter 344 amends NRS 78.750 to provide a method for service of process on dissolved corporations. Under NRS 78.585, dissolved corporations are continued as bodies corporate for the purposes of defending and prosecuting lawsuits and winding up their affairs.¹ Prior to Chapter 344 Nevada law did not specifically provide for serving defunct corporations. NRS 78.750 and NRCP 4(d)(1) applied to serving process upon all corporations.

Under Chapter 344, service may be accomplished by mailing copies of the process and any associated documents to (a) the Secretary of State, (b) the resident agent of the corporation, if there is one and (c) each officer and director of the corporation as named in the list last filed with the Secretary of State.² It is possible that these directors or officers terminated prior to dissolution; however, adequate notice may still be afforded to the corporation by the additional requirements of mailing notice to the Secretary of State and posting notice at the county recorder's office.³

Under NRCP 4(d)(1) a corporation is properly served by personal service upon the corporation's president, secretary, cashier, managing agent or resident agent, or if none of the above is amenable to service, upon the Secretary of State with copies posted at the county clerk's office and mailed to out-of-state officers of the corporation. As a result of the further amendment referred to in the next paragraph, these two provisions may still apply to service of process upon defunct corporations.⁴

Chapter 344 additionally amends NRS 78.750 to provide that service of process upon any corporation may be made as provided by law and rule of court.⁵ The word "may" has been substituted for the word "shall" apparently to accommodate the new procedure for serving process upon defunct corporation.

Darlyne Cassaday

FOOTNOTES

1. See Seavy v. IXL Laundry Co., 60 Nev. 324, 330, 108 P.2d 853, 855, (1941) holding that the filing of a certificate of dissolution does not completely dissolve the corporation and, under the winding-up statute (then NCL §1664, now NRS 78.585), the corporation may still be sued.
2. 1979 Nev. Stats. ch. 344 (hereinafter "Ch. 344") §1 (adding NRS 78.750(2)).
3. See Mitchell v. Second Judicial District court, 82 Nev. 377, 381, 418 P.2d 994, 997 (1966) (holding service by registered mail to nonresident motorist and to department of motor vehicles was adequate although mail to motorist was returned undelivered); National Grocery Co. v. Kotzebue Fur & Trading Co., 100 P.2d 408, 412 (Wash. Sup. Ct. 1940) (under statute, service upon Secretary of State is valid where corporation fails to maintain list of officers with the Secretary of State).
4. Ch. 344 §1 (amending NRS 78.750) ("service of process ... may be made ..." (emphasis added)).
5. Ch. 344 §1 (amending and renumbering NRS 78.750(1)).

CIVIL PROCEDURE; SERVICE AND PARTIES IN SUITS AGAINST POLITICAL SUBDIVISIONS

Adds to NRS Chapter 12

SB 114 (Committee on Judiciary); STATS 1979, Ch 279

(Effective July 1, 1979)

Chapter 279 adds a section to NRS Chapter 12 on parties to permit suit against a political subdivision, public corporation, special district, or other state or local government agency in the name of the entity alone, without naming individual members of the entity's governing body.¹ Chapter 279 also allows service of process on the clerk or secretary of the entity in addition to any other method already provided by statute or rule of court.²

The latter provision of Chapter 279 purporting to provide an alternative method for service of process is in conflict with NRCP 4(d)(5) requiring service of