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says that he would be neglecting and failing to perform his duty as Manager if he did not endeavor to make Contracts within the Scope of his authority as such Manager and in every manner possible forward the interests of said Corporation, and he therefore avverts that he was endeavoring to make Contracts or do or perform other acts and business for the benefit of said Corporation.

As to the allegation that under the laws of said State the officers of said Corporation are liable to arrest and imprisonment in said State for proceeding further with the business affairs of said Corporation after said forfeiture has been declared. This defendant says that if it be true that the officers of this Corporation have permitted its Charter to lapse through their default and neglect of duty they should be punished in a suitable and proper manner and they should not be heard to complain against this defendant because of their own derelection and neglect of duty.

8. In answer to paragraph 8 of said Bill this defendant says that as far as known to the allegations in said paragraph are correct except as to the value of the property in Frederick County, Maryland, concerning which he has no knowledge.

9. This defendant is informed and believes and therefore avers that paragraph 9 of said Bill does not affect him and he therefore is not required to answer the same but calls for strict proof thereof if it be material.

10. This defendant says that the matters and things alleged in paragraph 10 of said Bill of Complaint are immaterial and do not relate to or concern this suit or the Builders' Supply Company, as the said paragraph refers only to what may be done when a Corporation is dissolved and does not relate to a Corporation which has not been dissolved.

This defendant further answering said paragraph 10 expressly denies the right, power, or jurisdiction of this Court or of the Supreme Court of the District of Columbia to pass an order or decree, or by other means to dissolve or wind up and settle the affairs of the Corporation known as Builders' Supply Company, as said Company is a creature of the State of Delaware of which State it is a Citizen.

This defendant further says that under the laws of the State of Delaware the only manner except by consent of all the stockholders in which a solvent Corporation can be dissolved is by vote of the Board of Directors to dissolve at