

ARTICLE 23.

CORPORATIONS.¹

1. When secs. 1 to 49, 74 to 76 and 77 to 135 are operative; provisos; particular classes of corporations; explanation of terms; principal office.
2. Existing corporations and rights and obligations, saved.

Provisions for Formation—Powers.

3. For what purposes corporations may be formed.
4. Incorporators; certificate of incorporation.
5. Provisions of charters or by-laws as to vote of shareholders; when legal and binding.
6. Record of charter; recording fees; bonus tax.
7. When corporation is formed; evidence thereof and of payment of fees, etc.
8. How charter may be amended before stock subscribed.
9. General powers of corporations.

Officers, Directors and By-Laws.

10. Directors; quorum.
11. Resident agent; either such agent or director must be resident of Maryland; principal office.
12. Officers.
13. Directors; executive committee.
14. Directors—classes.
- 15-16. By-laws; evidence thereof.

Meetings.

17. Annual meetings—notice.
18. Corporations with no members other than governing body.

19. Extraordinary meeting; calls; notice.
20. Meetings upon request; notice. Removal of director.
21. Where held; quorum.
22. When only corporation's own stock may be voted; stock in other corporations.
23. Voting; proxies.
24. Minority representation—cumulative voting.
25. Failure to elect—corporation not dissolved; subsequent election; acts, valid.
26. Fiduciaries and pledgors.
27. Notice, how dispensed with or waived.

Amendments After Organization.

28. Scope of.
29. Procedure; bonus tax.
30. Increase of stock.
- 31-32. Reduction of stock.
33. Consolidation, procedure; bonus tax; fees.
34. Consolidation, when effective; evidence thereof.
35. Dissenting stockholders.
36. Sale, lease or exchange of assets; dissenting stockholders; provisos.

Capital Stock.

37. Certificates.
38. Classes of stock; dividends.
39. Stock without par value; taxes.
40. Classes of stock convertible; exception
- 41-45. Definitions; convertible stock and securities; stock issued for services or property; classes of stock.

¹ As to banks and trust companies, see art. 11.

As to corrupt practices by corporations *re.* elections, see art. 33, sec. 186.

As to arbitration between corporations and their employees, see art. 7.

As to monopolies, see art. 41 of the Declaration of Rights.

As to charters for banking purposes, see art. 3, sec. 39, of the Md. Constitution.

And see art. 3, sec. 48, of the Md. Constitution.