

An. Code, sec. 25. 1904, sec. 55. 1888, sec. 47. 1868, ch. 471, sec. 42. 1890, ch. 339.
1892, ch. 39. 1894, ch. 557. 1908, ch. 240, sec. 25. 1916, ch. 596, sec. 25.
1920, ch. 327, sec. 25.

29. Such amendment or amendments shall be made in the manner following: (1) The board of directors shall pass a resolution declaring that such amendment or amendments is or are advisable and calling a meeting of stockholders or members to take action thereon. The meeting of the stockholders or members shall be duly warned in the manner provided in Section 19 of this Article. If two-thirds of all the shares (or, if two or more classes of shares have been issued, two-thirds of each class), outstanding and entitled to vote, or two-thirds of the members vote in favor of such amendment or amendments, articles of amendment setting forth such amendment or amendments and stating that the same has or have been duly advised by the board of directors and adopted by the stockholders or members shall be signed and acknowledged in the name and on behalf of the corporation by the president or a vice-president with the corporate seal attached, attested by the secretary or an assistant secretary, and the matters and facts set forth in said articles of amendment shall be verified under oath by the chairman or the secretary of the meeting of the members or stockholders at which such amendment or amendments was or were adopted. Such articles of amendment, together with a copy thereof, shall be delivered to the State Tax Commission which, upon the payment, and not before, of the recording fees for which provision is hereinafter made, and, if the amount of the authorized capital stock be increased thereby, upon the payment and not before, of the bonus tax prescribed by law, if any payable, as in the case of a certificate of incorporation, shall receive the same for record and endorse thereon the date and time of such receipt and promptly record the same as in the case of a certificate of incorporation. After such recording the State Tax Commission shall transmit the copy of such articles of amendment, duly certified by it, to the Clerk of the Circuit or Superior Court (according to the location of the principal office of the corporation prior to such amendment) by whom the same shall again be recorded. At the time of receiving such articles of amendment for record, the State Tax Commission shall collect the same recording fees, to be computed in the same manner as is the case of a certificate of incorporation, and the same to be divided, accounted for and paid over by the Commission as in the case of a certificate of incorporation.

(2) When such articles of amendment have been delivered to the State Tax Commission with the recording fees, for which provision is hereinbefore made, and the bonus tax, if any payable, the amendment or amendments made thereby shall take effect, and not before. A duly certified copy of such articles of amendment from the records of the Secretary of State, the State Tax Commission or the Circuit or Superior Court shall be evidence of the amendment or amendments made thereby. The recording by the State Tax Commission of the articles of amendment shall be conclusive