

books of the corporation, (but not afterwards) make upon his corporation a written demand for payment for his stock, and in such event such stockholder shall have all of the rights and remedies conferred upon dissenting stockholders by Section 36; but otherwise and in all other respects any such sale, lease, exchange or transfer of all the property and assets of a corporation as an entirety or substantially as an entirety, including its good will and franchises, may be made pursuant to and in conformity with the authority contained in its charter, and without reference to or compliance with any of the provisions of Section 36.

See footnote to sec. 10.

Capital Stock.

An. Code, 1924, sec. 37. 1912, sec. 33. 1908, ch. 240, sec. 33. 1929, ch. 439.

37. Each stockholder shall be entitled to a certificate which shall be signed by the president or a vice-president and by the secretary or an assistant secretary or the treasurer or an assistant treasurer of the corporation and sealed with its seal, which shall certify the number of shares owned by him in such corporation. A certificate shall be deemed to be so signed and sealed whether the signatures be manual or facsimile signatures and whether the seal be a facsimile seal or any other form of seal; this sentence shall not be construed as implying that in the absence of this sentence the requirements of the preceding sentence could properly be otherwise construed. All certificates for stock which is restricted or limited as to its transferability or voting powers, or which is preferred or limited as to its dividends, or as to its share of the assets upon dissolution, shall have a statement of such restriction, limitation or preference or a summary thereof plainly stated thereon. In case any officer or officers who shall have signed any such certificate or certificates shall cease to be such officer or officers of such corporation, whether because of death, resignation or otherwise, before such certificate or certificates shall have been delivered by such corporation, such certificate or certificates may nevertheless be adopted by such corporation and be issued and delivered as though the person or persons who signed such certificate or certificates had not ceased to be such officer or officers of such corporation.

38.

See notes to secs. 392 and 39.

An. Code, 1924, sec. 39. 1916, ch. 596, sec. 34A. 1920, ch. 545, sec. 34A. 1927, ch. 581, sec. 39. 1929, ch. 226, sec. 39 (1) (p. 719).

39. (1) Any Corporation of this State, heretofore or hereafter incorporated, except a banking, safe deposit, trust or loan corporation, may create one or more classes of stock without any nominal or par value, with such preferences, voting powers, restrictions and qualifications thereof not inconsistent with law as shall be expressed in its charter. Stock without par value of any class may be made subject to redemption at such times and prices as may be determined in such charter. In the case of stock without par value which is preferred as to its distributive share of the