

incorporated under this article; *provided*, the directors, managers, or trustees thereof, give notice to the stockholders thereof, by the seventy-first section of this article, containing the particulars therein set forth in the manner therein provided; and, *provided*, at the meeting called in pursuance of such notice, or at any adjourned meeting, there be present stockholders representing, in person or by proxy, not less than two-thirds of all the shares of the stock of the said corporation, and the meeting be organized in the manner prescribed in the seventy-second section of this article

77. The notice for the assembling of a meeting of the stockholders of any corporation, formed under the general laws of this State, or under any special act, for any purpose for which a corporation may be formed under this article, which is required to be given by section seventy-sixth of this article, in case where it is proposed that such corporation shall be incorporated under this article, shall be deemed and taken to have been and to be a corporate act, and a sufficient compliance with all the requirements of said seventy-sixth section, relating to said notice, in all cases where the said notice has been or may be signed by the persons who were or may be directors, managers, or trustees of such corporation, at the time of signing such notice, or by a majority of them; *provided*, the said notice contained or shall contain the particulars directed by said seventy-sixth section to be specified in said notice, and shall have been or shall be published and communicated to the stockholders of the said corporation in the manner directed by the said seventy-sixth section.

78. If at such meeting, or any adjourned meeting of said stockholders, a sufficient number of votes as aforesaid shall be given in favor of causing said corporation to be incorporated under this article, then the said meeting, or any adjourned meeting, representing, as aforesaid, two-thirds of all the shares of the said stock, shall determine the number of shares into which the capital stock of the new company shall be divided, and the rule of the apportionment thereof, and the persons who shall be entitled to hold the same, and also the name by which said new corporation shall be known, and a certificate shall be made out and signed by the president of said meeting, showing the compliance by said corporation, and by the said meeting of stockholders, with the requirements of this article in that behalf, and the said certificate shall also show the proposed name of the new corporation, which shall always include the name of the county or city in which it may be formed, the former name of said corporation, the objects or purposes for which the new corporation is sought, the term of its existence not to exceed forty years, and the articles, conditions, and provisions under which the incorporation is formed, the place or places of business where the occupations of the corporations are to be carried on, and the place in this State in which the principal office of the corporation will be located, the amount of the capital stock of the corporation, the

Proviso
Notice.

Proviso.

1878, c 79
What sufficient
notice.

What to con-
tain

1868, c 47, s 75
To determine
the number of
shares of capi-
tal stock.

Name of new
corporation
Certificate of
incorporation.

What to con-
tain