

authorized but unissued capital stock by reducing the number of shares thereof; the changing of the number and/or par value of the shares of the capital stock, or any class thereof, provided that the total amount of outstanding stock is not thereby increased, and provided further, that the relative voting powers of shares of stock of different classes outstanding at the time of such change are not thereby affected; the classification or reclassification of any unissued part of the authorized capital stock; the changing of the corporate business; the changing of the corporate name; the changing of the location of the principal office; and the making of any other amendment of the charter that may be desired; provided that such amendment shall contain only such provisions as it would be lawful or proper to insert in an original certificate of incorporation made at the time of making such amendment.

25. 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 15 of this Article. If two-thirds of all of 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,