

are entitled to vote separately thereon, then by two-thirds of each class.

(4) For each corporation organized under the laws of another state, and for each transferee corporation whether organized under the laws of this or another state, the articles shall be duly advised, authorized and approved in the manner and by the vote required by the charter of the corporation and the laws of the State under which organized.

(5) Articles in substantially the form so approved shall be filed for record with the Commission, and the fees and bonus tax, if any, provided by law shall be paid.

(6) The Commission shall prepare a certificate or certificates of consolidation, merger, or transfer, as the case may be, giving the names of the parties to the articles, the name and the location of the principal office or place of business of the new or the surviving corporation or of the transferee, and the time of the acceptance of the articles for record by the Commission. In addition to other provisions of law with respect to recordation, one of such certificates shall be transmitted by the Commission to the Clerk of Court of each county in this State in which the principal offices of the consolidating, merging or transferor corporations are located and of each county of this State in which the articles show any of said consolidating, merging or transferor corporations, other than the corporation surviving the merger, owns property the title to which could be affected by the recording of an instrument among the land records. Upon receipt of said certificate, the Clerk of Court shall promptly record the same among the charter records, if it relates to the location of a principal office, and among the land records, if it relates to property the title of which could be affected by the recording of an instrument among the land records.

(7) Notwithstanding the foregoing provisions of this section, the proposed consolidation, merger or transfer may be abandoned prior to the effective date of the articles, but not later than thirty days after the last meeting of stockholders of any corporation party to the proposed articles at which the action was approved:

(i) If the articles so provide, by majority vote of the entire board of directors of any corporation of this State party to the articles; or

(ii) Unless the articles otherwise provide, by majority vote of the entire board of directors of every corporation of this State party to the articles.