

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.

(4) The articles shall become effective as provided in Section 62.

64. (Articles of Consolidation.) (a) In every case of a consolidation, the articles of consolidation shall set forth the terms and conditions of the consolidation and the mode of carrying the same into effect, including:

(1) A statement that the consolidating corporations agree to consolidate and thereby form a new corporation.

(2) The state under the laws of which the new corporation is formed.

(3) The name and state of incorporation of each of the consolidating corporations, and as to each of the consolidating corporations organized under the laws of another state, the date of incorporation, whether incorporated under general or by special law, giving chapter number and year of passage, if incorporated by special law, and, if the corporation is qualified or registered to do business in this State, the date of its qualification or registration.

(4) All matters and facts required to be stated in articles of incorporation other than provisions with respect to incorporators.

(5) As to each of the consolidating corporations, the total number of shares of stock of all classes which the corporation has authority to issue, and the number and par value of the shares of each class or a statement that such shares are without par value, and, in the case of shares having par value, the aggregate par value of all such shares of all classes.

(6) The number of shares of stock, if any, of each class of the new corporation to be issued for shares of stock of each class of each of the consolidating corporations, which number may be greater or less than the number of shares of the consolidating corporations of any or all classes then outstanding; the manner of converting the stock of each of the consolidating corporations into stock of the new corporation; and the nature and amount of any other consideration to be paid, transferred or issued by the new corporation for shares of stock of each class of each of the consolidating corporations.

(7) The counties of this State in which are located the principal offices of each of the consolidating corporations, and the counties of this State in which any of the consolidating