

come effective under the Federal Securities Act of 1933, as now or hereafter amended, shall be an acceptable summary for the purposes of this section. *In lieu of such full statement or summary, there may be set forth upon the face or back of the certificate a statement that the corporation will furnish to any stockholder upon request and without charge, a full statement of such information.*

Every certificate representing shares which are restricted or limited as to transferability by the corporation issuing such shares shall either (i) set forth upon the face or back of the certificate a full statement of such restriction or limitation or (ii) state that the corporation will furnish such a statement upon request and without charge to any holder of such shares. Nothing in this paragraph shall be deemed to affect the provisions of Section 8-204 of Article 95B.

30. Stockholders' Pre-emptive Rights.

(b) (7) Shares issued and sold (*including treasury shares*) to the corporation's officers or other employees or to the officers or other employees of any subsidiary corporation upon such terms and conditions as are approved by the affirmative vote of two-thirds of all the votes of stockholders entitled to be cast with respect thereto.

32. Acquisition, Retention and Disposition of Own Stock.

(a) (3) Acquire shares of its own stock upon authorization of the board of directors (i) to eliminate fractional shares, (ii) to collect or compromise in good faith a debt due to or a claim of *or against* the corporation, or (iii) to satisfy or compromise claims of objecting stockholders entitled to payment for their stock pursuant to this Article;

34. Reduction of Stated Capital.

(c) If the reduction is to be effected without amending the charter, the corporation shall file for record with the [Commission] Department articles of reduction, accompanied by the fees provided by law. If the charter is to be amended, the corporation shall file for record with the [Commission] Department articles of amendment and reduction, accompanied by the fees provided by law.

35. Articles of Reduction

(c) The articles of reduction, or articles of reduction and amendment, shall be signed and acknowledged in the name and on behalf of the corporation by the president or a vice-president, the corporate seal shall be affixed and attested by the secretary or assistant secretary, and the matters and facts set forth in said articles with respect to authorization or approval shall be verified under oath by the chairman or the secretary of the meeting at which the action was finally authorized or approved, *or by the president, a vice-president, the secretary or an assistant secretary of the corporation.*

38. Meetings of Stockholders.

(a) All meetings of stockholders shall be held in this State or at such other place within the United States as may be provided in, *or fixed by the board of directors pursuant to, the by-laws.*