

sion] *Department* and the fees and bonus tax, if any, provided by law shall be paid.

68. Articles of Consolidation.

(a) (8) If the new corporation to be formed by the consolidation is to be a corporation organized under the laws of another state, the location of its principal office in said other state, and the name and post office address of a resident agent of the new corporation in this State, service of process upon whom shall bind such corporation in any action, suit or proceeding pending or thereafter instituted or filed against it under the provisions of this subtitle until the appointment of a substitute resident agent is duly certified to the [Commission] *Department*.

(b) The articles shall be signed and acknowledged in the name and on behalf of each corporation party to the articles by its president or a vice-president, the corporate seal shall be affixed and attested by the secretary or an assistant secretary, and the matters and facts set forth in said articles with respect to authorization and approval shall be verified under oath by the chairman or the secretary of the meeting at which the articles were approved, *or by the president, a vice-president, the secretary or an assistant secretary of the corporation, if a corporation of this State, or by the president [or], a vice-president, the secretary or an assistant secretary of the corporation if a corporation of another state.*

69. Articles of Merger.

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

(a) (8) If the surviving corporation is a corporation organized under the laws of another state, the location of its principal office in said other state, and the name and post office address of a resident agent of the surviving corporation in this State, service of process upon whom shall bind such corporation in any action, suit or proceeding pending or thereafter instituted or filed against it under the provisions of this subtitle until the appointment of a substitute resident agent is duly certified to the [Commission] *Department*.

(b) The articles shall be signed and acknowledged in the name and on behalf of each corporation party to the articles by its president or a vice-president, the corporate seal shall be affixed and attested by the secretary or an assistant secretary, and the matters and facts set forth in said articles with respect to authorization and approval shall be verified under oath by the chairman or the secretary of the meeting at which the articles were approved, *or by the president, a vice-president, the secretary or an assistant secretary of the corporation, if a corporation of this State, or by the president [or], a vice-president, the secretary or an assistant secretary of the corporation if a corporation of another state.*