its articles of incorporation, an association shall cause a copy of such amendments adopted to be filed with the State Tax Commission, who shall record and transmit a copy in all respects as provided in Secs. 10-12 of this article for other corporations.

The Articles of Incorporation of any association may be amended in accordance with Secs. 10-13 of this Article; provided, however, that

- (i) No amendment which alters the contract or property rights of any outstanding stock or of any member shall be valid unless the same has been approved by the affirmative vote, in person or by mail, of two-thirds of the stockholders or members, or of each class of stockholders or members whose rights would be so altered;
- (ii) Section 42(c) of this Article shall not apply to the requirement for such vote where such rights are altered; and
- (iii) Any objecting stockholder or member whose contract or property rights are substantially adversely affected by such amendment, upon compliance with the provisions of Sec. 73 of this Article shall be entitled to the same rights with repect to his contract and property rights as an objecting stockholder has with respect to his stock in the case of a consolidation or merger.

## 354. Recording Fees.

The recording fees for filing articles of incorporation [s] or amendments thereto shall be the same and paid and accounted for in the same way, as provided in this article for other corporations.

## 355. Dissolution, Merger, Consolidation or Sale of Assets.

Any association [organized under this subtitle] may dissolve, merge, or consolidate or may sell, lease, exchange or otherwise transfer all or substantially all of its property and assets, in the same manner as is provided for [other] stock corporations in Sections 65-83, inclusive, of this Article; for the purposes of this section, objecting stockholders or members shall be entitled to the same rights with respect to their contract and property rights as an objecting stockholder has with respect to his stock in the case of a consolidation or merger, as provided in Section 73 of this Article.

## 356. Powers in General.

Each [bona fide] cooperative [marketing] association now or hereafter incorporated under this subtitle shall have the following powers:

(a) To engage in any activity in connection with producing, marketing, selling, preserving, drying, catching, taking, harvesting, cultivating, propagating, processing, canning, packing, handling, storing, purchasing, or utilization of any agricultural or fishery products of its members or goods incidentally and customarily purchased or marketed in conjunction therewith; or the manufacturing or marketing of the by-products thereof; or in connection with the purchase, hiring or use by its members of supplies, machinery, equipment, or services or in the financing of such activities, or in any one or more of the activities specified in this subsection and to transport the products of its members, even though in so doing it may compete with licensed common carriers;