

(c) No meeting of stockholders of either corporations need be called or held, but upon approval of the proposed articles by majority vote of the entire board of directors as aforesaid, [and after notice to all stockholders of such parent corporation (if a corporation of this State) at least thirty days prior to filing,] articles in substantially the form so approved shall be filed for record with the Department, and the fees and bonus tax, if any, provided by law shall be paid.

(d) *If the parent corporation owns less than all of the outstanding stock of the subsidiary corporation, it shall, within ten days after the articles of merger have been accepted for record by the Department, mail to each minority stockholder of record on the date of such acceptance a copy of the articles of merger and a notice stating that such minority stockholder is entitled to demand and receive payment of the fair value of his stock within ~~twenty~~ SIXTY days from the date on which such notice was given (which date shall be specified in the notice). Any such minority stockholder shall have the right to receive such payment by making upon the successor corporation, within such ~~twenty~~ SIXTY-day period, written demand for payment of his stock, stating the number and class of shares for which payment is demanded. In such case, the provisions of subsections (a), (c) (except the first sentence), (d) (e), (f), (g), (h), (i), (j) and (l) of Section 73 shall be applicable, and any stockholder who fails to make such written demand within the ~~twenty~~ SIXTY-day period provided in this subsection shall be bound by the terms of the merger.*

[(d)] (e) For each party to the articles which is a corporation organized under the laws of 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.

[(e)] (f) The articles shall become effective as provided in Section 66.

#### 68. *Articles of Consolidation.*

(a)(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.] *The manner and basis of converting or exchanging issued stock of the consolidated corporations into different stock or other consideration pursuant to Section 65(a), and the manner of dealing with any issued stock of the consolidated corporations not to be so converted or exchanged.*

#### 69. *Articles of Merger.*

(a)(5) As to each of the corporations party to the articles, 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