

Volume and 1969 Cumulative Supplement), title "Corporations," subtitle "III. Particular Classes of Corporations," subheading "Professional Service Corporation Act," be and they are hereby repealed and re-enacted, with amendments, to read as follows:

431.

As used in this subtitle the following words shall have the meaning indicated:

(1) "Professional service" means any type of personal service to the public which requires as a condition precedent to the rendering of such service the obtaining of a license or other legal authorization or which prior to the passage of this subtitle and by reason of law could not be performed by a corporation.

(2) "Professional corporation" means a corporation which is organized under this subtitle for the sole and specific purpose of rendering professional service and which has as its shareholders only individuals who are duly licensed or otherwise legally authorized within this State to render the same or a related professional service as the corporation.

433.

An individual or group of individuals duly licensed or otherwise legally authorized to render the same or related professional services within this State may organize and become a shareholder or shareholders of a professional corporation [for pecuniary profit] under the provisions of this subtitle for the sole and specific purpose of rendering the same and specific or related professional service.

434.

No corporation organized and incorporated under this subtitle may render professional services except through its [officers,] employees and agents who are duly licensed or otherwise legally authorized to render such professional services within this State; provided, however, this provision shall not be interpreted to include in the term "employee," as used herein, clerks, secretaries, bookkeepers, technicians and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required; and provided further, that nothing contained in this subtitle shall be interpreted to require that the right of an individual to be a shareholder of a corporation organized under this subtitle, or to organize such a corporation, is dependent upon the present or future existence of an employment relationship between him and such corporation, or his present or future active participation in any capacity in the production of the income of such corporation or in the performance of the services rendered by such corporation. *In any corporation organized under this subtitle, the number of directors may, but need not, be less than three, and the offices may, but need not be, limited to president, treasurer, and secretary, which offices may be combined in one or more persons; in any such instance, the corporation need not be a "close corporation" as defined in Section 100 of this Article.*