DATE THE ARTICLES OF CONSOLIDATION OR MERGER WERE FILED. HOWEVER, THE FAILURE TO FILE THIS CERTIFICATE DOES NOT INVALIDATE THE CONSOLIDATION OR MERGER.

REVISOR'S NOTE: This section presently appears as Art. 23, §66(i). The section is organized to clarify the different procedures where the successor is a Maryland or foreign corporation.

The only other changes are in style.

3-114. EFFECT OF CONSOLIDATION OR MERGER.

(A) GENERAL RULE.

CONSUMMATION OF A CONSOLIDATION OR MERGER HAS THE EFFECTS PROVIDED IN THIS SECTION.

(B) CESSATION OF SEPARATE EXISTENCE.

THE SEPARATE EXISTENCE OF EACH CORPORATION PARTY TO THE ARTICLES, EXCEPT THE SUCCESSOR, CEASES.

(C) POWERS OF NEW CORPORATION.

IN ADDITION TO ANY OTHER PURPOSES AND POWERS SET FORTH IN THE ARTICLES, IF THE ARTICLES PROVIDE, THE SUCCESSOR HAS THE PURPOSES AND POWERS OF EACH CORPORATION PARTY TO THE ARTICLES.

(D) TRANSFER OF PROPERTY, RIGHTS, PRIVILEGES, AND FRANCHISES.

(1) THE ASSETS OF EACH CORPORATION PARTY TO THE ARTICLES, INCLUDING ANY LEGACIES WHICH IT WOULD HAVE BEEN CAPABLE OF TAKING, TRANSFER TO, VEST IN, AND DEVOLVE ON THE SUCCESSOR WITHOUT FURTHER ACT OR DEED.

(2) CONFIRMATORY DEEDS, ASSIGNMENTS, OR SIMILAR INSTRUMENTS TO EVIDENCE THE TRANSFER MAY BE EXECUTED AND DELIVERED AT ANY TIME IN THE NAME OF THE TRANSFERRING CORPORATION:

(I) BY ITS LAST ACTING OFFICERS; OR

(II) BY THE APPROPRIATE OFFICERS OF THE SUCCESSOR.

(E) SUCCESSOR LIABLE FOR DEBTS AND OBLIGATIONS.

(1) THE SUCCESSOR IS LIABLE FOR ALL THE DEBTS AND OBLIGATIONS OF EACH NON-SURVIVING CORPORATION. AN EXISTING CLAIM, ACTION, OR PROCEEDING PENDING BY OR