

(IV) IF THERE ARE ANY SHARES OF STOCK WITH PAR VALUE, THE AGGREGATE PAR VALUE OF ALL THE SHARES OF ALL CLASSES;

(2) A STATEMENT THAT THE CORPORATION IS REGISTERED AS AN OPEN-END COMPANY UNDER THE INVESTMENT COMPANY ACT OF 1940; AND

(3) A STATEMENT THAT THE TOTAL NUMBER OF SHARES OF CAPITAL STOCK THAT THE CORPORATION HAS AUTHORITY TO ISSUE HAS BEEN INCREASED OR DECREASED BY THE BOARD OF DIRECTORS IN ACCORDANCE WITH § 2-105(B) OF THIS SUBTITLE.

(C) ARTICLES SUPPLEMENTARY SHALL BE EXECUTED IN THE MANNER REQUIRED BY TITLE 1 OF THIS ARTICLE.

2-501.

(a) Each corporation shall hold an annual meeting of its stockholders to elect directors and transact any other business within its powers.

(B) IF THE CHARTER OR BYLAWS OF A CORPORATION REGISTERED UNDER THE INVESTMENT COMPANY ACT OF 1940 PROVIDES, THE CORPORATION MAY NOT BE REQUIRED TO HOLD AN ANNUAL MEETING IN ANY YEAR IN WHICH NONE OF THE FOLLOWING IS REQUIRED TO BE ACTED ON BY STOCKHOLDERS UNDER THE INVESTMENT COMPANY ACT OF 1940:

(1) ELECTION OF DIRECTORS;

(2) APPROVAL OF THE INVESTMENT ADVISORY AGREEMENT;

(3) RATIFICATION OF THE SELECTION OF INDEPENDENT PUBLIC ACCOUNTANTS; AND

(4) APPROVAL OF A DISTRIBUTION AGREEMENT.

[(b)] (C) The meeting shall be held:

(1) At the time provided in the bylaws; or

(2) If the bylaws specify a period not exceeding 31 days during which the meeting may be held, at a time within that period set by the board of directors.

[(c)] (D) Except as this article provides otherwise, any business may be considered at an annual meeting without the purpose of the meeting having been specified in the notice.

[(d)] (E) The failure to hold an annual meeting does not invalidate the corporation's existence or affect any otherwise valid corporate act.