

[(4)](5) A majority vote of the entire board of trustees of a business trust party to the articles.

(b) If the articles of merger have been filed with the Department, notice of the abandonment shall be given promptly to the Department.

(c) (1) If the proposed merger is abandoned as provided in this section, no legal liability arises under the articles of merger.

(2) An abandonment does not prejudice the rights of any person under any other contract made by a limited liability company, PARTNERSHIP, limited partnership, corporation or business trust party to the proposed articles of merger in connection with the proposed merger.

4A-706.

(a) The Department shall prepare certificates of merger that specify:

(1) The name of each party to the articles of merger;

(2) The name of the successor and the location of its principal office in the State or, if it has none, its principal place of business; and

(3) The time the articles of merger are accepted for record by the Department.

(b) In addition to any other provision of law with respect to recording, the Department shall send one certificate each to the clerk of the circuit court for each county where the articles of merger show that a merging limited liability company, PARTNERSHIP, limited partnership, corporation, or business trust other than the successor owns an interest in land.

(c) On receipt of the certificate of merger, the clerk promptly shall record it with the land records.

4A-707.

(a) The Department shall require a limited liability company, limited partnership, PARTNERSHIP, corporation, or business trust to submit with the articles of merger a property certificate for each county where a merging limited liability company, PARTNERSHIP, limited partnership, corporation, or business trust other than the successor owns an interest in land.

(b) The property certificate is not required with respect to any property in which the only interest owned by the merging limited liability company, PARTNERSHIP, limited partnership, corporation, or business trust is a security interest.

(c) The property certificate:

(1) Shall be in the form and number of copies that the Department requires; and

(2) May include the certificate of the Department required by § 4A-706 of this subtitle.