

2. ON MOTION OF THE SUCCESSOR OR ANY PARTY, THE SUCCESSOR MAY BE SUBSTITUTED AS A PARTY, AND THE JUDGMENT AGAINST THE NONSURVIVING PARTY TO THE ARTICLES OF MERGER SHALL CONSTITUTE A JUDGMENT AGAINST THE SUCCESSOR.

(2) A MERGER DOES NOT IMPAIR THE RIGHTS OF CREDITORS OR A LIEN ON THE PROPERTY OF ANY PARTNERSHIP, LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, CORPORATION, OR BUSINESS TRUST PARTY TO THE ARTICLES OF MERGER.

(3) SUBJECT TO SUBTITLES 7 AND 8 OF THIS TITLE, A PARTNER OF A NONSURVIVING PARTNERSHIP REMAINS LIABLE FOR ALL THE DEBTS AND OBLIGATIONS OF THE NONSURVIVING PARTNERSHIP PARTY TO THE ARTICLES OF MERGER.

(G) A PARTNER OF THE SURVIVING PARTNERSHIP IS LIABLE FOR:

(1) ALL OBLIGATIONS OF A PARTY TO THE MERGER FOR WHICH THE PARTNER WAS PERSONALLY LIABLE BEFORE THE MERGER;

(2) ALL OTHER OBLIGATIONS OF THE SURVIVING PARTNERSHIP INCURRED BEFORE THE MERGER BY A PARTY TO THE MERGER, BUT THOSE OBLIGATIONS MAY BE SATISFIED ONLY OUT OF PROPERTY OF THE SURVIVING PARTNERSHIP; AND

(3) EXCEPT AS PROVIDED IN § 9-306(C) OF THIS TITLE, ALL OBLIGATIONS OF THE SURVIVING PARTNERSHIP INCURRED AFTER THE MERGER TAKES EFFECT.

9-910. SERVICE OF PROCESS.

FOLLOWING A MERGER INVOLVING ONE OR MORE PARTNERSHIPS, IF THE SUCCESSOR PARTNERSHIP IS NOT A PARTNERSHIP ORGANIZED UNDER THIS SUBTITLE, THERE SHALL BE INCLUDED IN THE ARTICLES OF MERGER FILED UNDER § 9-903 OF THIS SUBTITLE FOR EACH PARTNERSHIP ORGANIZED UNDER THIS SUBTITLE A STATEMENT THAT:

(1) THE SUCCESSOR PARTNERSHIP AGREES THAT IT MAY BE SERVED WITH PROCESS IN THIS STATE IN ANY ACTION, SUIT, OR PROCEEDING FOR THE ENFORCEMENT OF ANY OBLIGATION OF THE NONSURVIVING PARTNERSHIP THAT AROSE BEFORE THE MERGER;

(2) IRREVOCABLY APPOINTS THE DEPARTMENT AS ITS AGENT TO ACCEPT SERVICE OF PROCESS IN ANY SUCH ACTION, SUIT, OR PROCEEDING DESCRIBED UNDER ITEM (1) OF THIS SECTION; AND

(3) SPECIFIES THE ADDRESS TO WHICH A COPY OF THE PROCESS SHALL BE MAILED BY THE DEPARTMENT.