

12-604.

ARTICLES OF MERGER OR CONSOLIDATION SHALL:

- (1) BE EXECUTED FOR EACH PARTY TO THE ARTICLES IN THE MANNER REQUIRED BY TITLE 1 OF THIS ARTICLE;
- (2) BE FILED FOR THE RECORD WITH THE DEPARTMENT; AND
- (3) INCLUDE THE PROVISIONS REQUIRED UNDER § 12-605 OF THIS SUBTITLE.

12-605.

ARTICLES OF MERGER OR CONSOLIDATION SHALL STATE:

- (1) THE NAME AND JURISDICTION OF FORMATION OR ORGANIZATION OF EACH OF THE BUSINESS TRUSTS OR OTHER BUSINESS ENTITIES WHICH IS TO MERGE OR CONSOLIDATE AND AS TO EACH FOREIGN ENTITY, THE DATE OF ITS FORMATION, AND WHETHER IT IS REGISTERED OR QUALIFIED TO DO BUSINESS IN THE STATE;
- (2) EACH COUNTY IN THE STATE WHERE EACH ENTITY PARTY TO THE ARTICLES OF MERGER HAS ITS PRINCIPAL OFFICE AND ANY OF THE PARTIES OTHER THAN THE SUCCESSOR OWNS AN INTEREST IN LAND;
- (3) IF THE ~~SURVIVING OR RESULTING ENTITY~~ SUCCESSOR IS A FOREIGN BUSINESS TRUST OR OTHER BUSINESS ENTITY, THE LOCATION OF ITS PRINCIPAL OFFICE IN THE JURISDICTION IN WHICH IT IS ORGANIZED AND THE NAME AND ADDRESS OF ITS RESIDENT AGENT IN THE STATE;
- (4) THAT AN AGREEMENT OF MERGER OR CONSOLIDATION HAS BEEN APPROVED AND EXECUTED BY EACH OF THE BUSINESS TRUSTS OR OTHER BUSINESS ENTITIES WHICH IS TO MERGE OR CONSOLIDATE IN THIS MANNER REQUIRED BY ITS GOVERNING INSTRUMENT OR ~~CHARTER~~ CERTIFICATE OF TRUST AND BY THE LAWS OF THE PLACE WHERE IT IS ORGANIZED;
- (5) THE NAME OF THE ~~SURVIVING OR RESULTING BUSINESS~~ SUCCESSOR TRUST OR OTHER BUSINESS ENTITY;
- (6) ANY AMENDMENT TO THE CHARTER, CERTIFICATE OF LIMITED PARTNERSHIP, ARTICLES OF ORGANIZATION OF A LIMITED LIABILITY COMPANY, OR GOVERNING INSTRUMENT OF THE SUCCESSOR TO BE EFFECTED AS PART OF THE MERGER OR CONSOLIDATION;
- (7) AS TO EACH CORPORATION PARTY TO THE ARTICLES:
 - (I) THE TOTAL NUMBER OF SHARES OF STOCK OF ALL CLASSES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE;
 - (II) THE NUMBER OF SHARES OF STOCK OF EACH CLASS;
 - (III) THE PAR VALUE OF THE SHARES OF STOCK OF EACH CLASS OR A STATEMENT THAT THE SHARES ARE WITHOUT PAR VALUE; AND