

(1) By the chairman or vice chairman of the board of directors, the CHIEF EXECUTIVE OFFICER, CHIEF OPERATING OFFICER, president, or any vice president and witnessed or attested by the secretary or any assistant secretary, or by any other officer or agent of the corporation who is authorized by the bylaws or resolution of the board of directors to perform the duties usually performed by the secretary and the instrument so states;

(2) If it appears from the instrument that there are no such officers, by a majority of the directors or by such directors as may be designated by the board and the instrument so states; or

(3) If it appears from the instrument that there are no officers or directors, by the holders of a majority of outstanding stock.

2-104.

(a) The articles of incorporation shall include:

(3) The purposes for which the corporation is formed OR A STATEMENT THAT THE CORPORATION MAY ENGAGE IN ANY LAWFUL BUSINESS OR OTHER ACTIVITY;

2-110.

(D) (1) IN THIS SUBSECTION, "FACTS ASCERTAINABLE OUTSIDE THE BYLAWS" INCLUDE:

(I) AN ACTION OR DETERMINATION BY ANY PERSON, INCLUDING THE CORPORATION, ITS BOARD OF DIRECTORS, AN OFFICER OR AGENT OF THE CORPORATION, AND ANY OTHER PERSON AFFILIATED WITH THE CORPORATION;

(II) ANY AGREEMENT OR OTHER DOCUMENT; OR

(III) ANY OTHER EVENT.

(2) ANY PROVISION OF THE BYLAWS PERMITTED UNDER SUBSECTION (A) OF THIS SECTION MAY BE MADE DEPENDENT UPON FACTS ASCERTAINABLE OUTSIDE THE BYLAWS.

2-201.

(c) (1) The board of directors of a corporation may, in its sole discretion:

(i) Set the terms and conditions of rights, options, or warrants under a stockholder rights plan; and

(ii) Issue rights, options, or warrants under a stockholder rights plan to designated persons or classes of persons.

(2) The rights, options, or warrants under paragraph (1) of this subsection may, in the sole discretion of the board of directors, include any limitation, restriction, or condition that: