

(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 TO IT BY THE DEPARTMENT.

SUBTITLE 8. DERIVATIVE ACTIONS

4A-801. RIGHT OF ACTION.

(A) A MEMBER MAY BRING A DERIVATIVE ACTION TO ENFORCE A RIGHT OF A LIMITED LIABILITY COMPANY TO RECOVER A JUDGMENT IN ITS FAVOR TO THE SAME EXTENT THAT A STOCKHOLDER MAY BRING AN ACTION FOR A DERIVATIVE SUIT UNDER THE CORPORATION LAW OF MARYLAND.

(B) AN ACTION UNDER THIS SUBTITLE MAY BE BROUGHT IF MEMBERS WITH AUTHORITY TO BRING THE ACTION HAVE REFUSED TO BRING THE ACTION OR IF AN EFFORT TO CAUSE THOSE MEMBERS TO BRING THE ACTION IS NOT LIKELY TO SUCCEED.

(C) IF IT APPEARS THAT THE PLAINTIFF DOES NOT FAIRLY AND ADEQUATELY REPRESENT THE INTERESTS OF THE MEMBERS IN ENFORCING THE RIGHT OF THE LIMITED LIABILITY COMPANY, THE DERIVATIVE ACTION MAY NOT BE MAINTAINED.

4A-802. PROPER PLAINTIFF.

THE PLAINTIFF IN A DERIVATIVE ACTION SHALL:

(1) BE A MEMBER AT THE TIME THE ACTION IS BROUGHT; AND

(2) (I) HAVE BEEN A MEMBER AT THE TIME OF THE TRANSACTION OF WHICH ~~HE~~ THE PLAINTIFF COMPLAINS; OR

(II) HAD MEMBERSHIP STATUS DEVOLVE UPON THE ~~MEMBER~~ PLAINTIFF BY OPERATION OF LAW FROM A PERSON WHO WAS A MEMBER AT THE TIME OF THE TRANSACTION.

4A-803. PLEADING.

IN A DERIVATIVE ACTION, THE COMPLAINT SHALL SET FORTH WITH PARTICULARITY THE ATTEMPTS, IF ANY, OF THE PLAINTIFF TO SECURE INITIATION OF THE ACTION THE PLAINTIFF DESIRES BY THE LIMITED LIABILITY COMPANY OR THE REASONS FOR NOT MAKING THE EFFORT.

4A-804. EXPENSES.