

(A) UNLESS OTHERWISE PROVIDED IN THE ARTICLES OF ORGANIZATION OR THE OPERATING AGREEMENT, OR UNLESS THE BUSINESS OR AFFAIRS OF THE LIMITED LIABILITY COMPANY ARE CONTINUED UNDER § 4A-904 OF THIS SUBTITLE, THE REMAINING MEMBERS MAY WIND UP THE AFFAIRS OF THE LIMITED LIABILITY COMPANY.

(B) NOTWITHSTANDING THE PROVISIONS OF SUBSECTION (A) OF THIS SECTION, THE CIRCUIT COURT OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY IS LOCATED, ON CAUSE SHOWN AFTER DISSOLUTION, MAY WIND UP THE LIMITED LIABILITY COMPANY'S AFFAIRS ON APPLICATION OF ANY MEMBER.

4A-907. EFFECT OF DISSOLUTION ON AUTHORITY OF MEMBERS.

(A) FOLLOWING DISSOLUTION, IF THE BUSINESS OR AFFAIRS OF THE LIMITED LIABILITY COMPANY ARE NOT CONTINUED UNDER § 4A-904 OF THIS SUBTITLE, A MEMBER CAN BIND THE LIMITED LIABILITY COMPANY:

(1) BY ANY ACT APPROPRIATE FOR WINDING UP THE AFFAIRS OF THE LIMITED LIABILITY COMPANY OR COMPLETING TRANSACTIONS UNFINISHED AT THE TIME OF DISSOLUTION, UNLESS THE MEMBER PURPORTING TO ACT ON BEHALF OF THE LIMITED LIABILITY COMPANY DOES NOT HAVE THE AUTHORITY TO DO SO AND THE PERSON WITH WHOM THE MEMBER IS DEALING HAS ACTUAL KNOWLEDGE OR ACTUAL NOTICE OF THE ABSENCE OF AUTHORITY; AND

(2) IN ANY TRANSACTION WHICH WOULD HAVE BEEN BINDING ON THE LIMITED LIABILITY COMPANY HAD IT NOT BEEN DISSOLVED; PROVIDED, THAT THE PERSON WITH WHOM THE MEMBER IS DEALING DOES NOT HAVE ACTUAL KNOWLEDGE OR ACTUAL NOTICE OF THE DISSOLUTION.

~~(B) THE FILING OF ARTICLES OF DISSOLUTION PURSUANT TO § 4A-909 OF THIS SUBTITLE SHALL CONSTITUTE NOTICE TO ALL PERSONS WHO HAVE NOT PREVIOUSLY EXTENDED CREDIT TO THE LIMITED LIABILITY COMPANY OF THE MATTERS SET FORTH IN THE ARTICLES OF DISSOLUTION.~~

4A-908. DISTRIBUTION OF ASSETS.

ON THE WINDING UP AND TERMINATION OF A LIMITED LIABILITY COMPANY, THE ASSETS SHALL BE DISTRIBUTED AS FOLLOWS:

(1) TO CREDITORS, INCLUDING MEMBERS WHO ARE CREDITORS, TO THE EXTENT PERMITTED BY LAW, IN SATISFACTION OF THE LIABILITIES OF THE LIMITED LIABILITY COMPANY ~~IN ACCORDANCE WITH SUCH PRIORITIES AS MAY THEN EXIST;~~ AND