

nothing in said sections contained shall be construed to affect the existence of any then existing corporation or to impair the validity of any corporate act done and performed in accordance with the pre-existing law; and provided (second), that in the event of any inconsistency between any of the provisions of said sections and the rights conferred by any special act or any legally authorized agreement of consolidation passed, or filed prior to said first day of June, in the year nineteen hundred and eight (1908), the provisions of said special act or agreement of consolidation shall prevail to the extent of such inconsistency; and provided (third), that in the event of any inconsistency between any of the provisions of said sections and the provisions made for particular classes of corporations by the subsequent sections of this article, the latter shall prevail to the extent of such inconsistency; and provided (finally), that unless therein otherwise stated, the said sections shall be available to all corporations of this State as alternative to and not in substitution for any inconsistent provisions contained in any such special act or agreement of consolidation or in the provisions made for particular classes of corporations by the subsequent sections of this article.

(2) The words "Clerk of the Circuit or Superior Court" used herein, shall be taken to mean the clerk of the circuit court for a county, or the clerk of the superior court of Baltimore city, as the case may be.

(3) The word "directors" shall include trustees, managers and the members of the governing body of the corporation, by whatever name they may be called.

(4) The words "stockholders" and "shareholders" shall include, members in the case of corporations having no capital stock, and vice versa, unless such construction would be inconsistent with the context.

(5) The location of the principal office of a corporation shall be the place named as such in the charter, certificate of incorporation or amendment thereof; and where the location of the principal office is not so named, it shall be deemed to be the place where the main office of such corporation in this State for the transaction of business is actually situated.

In the light of section 417 of the code of 1904, section 66 of said code (see section 19 of this code), was held not to repeal a conflicting provision in the charter of a corporation created by special act. *Webb v. Ridgely*, 38 Md. 371.

Section 417 of the code of 1904 (making article 23 applicable to corporations already formed), applied. *Williamsport, etc., Turnpike Co. v. Startzman*, 86 Md. 365; *State v. Consolidation Coal Co.*, 46 Md. 9.

Section 417 of the code of 1904, cited but not construed in *Erb v. Grimes*, 94 Md. 105; *Goodman v. Jedidjah Lodge*, 67 Md. 125.

Provisions for the Formation of Corporations.

1904, art. 23, sec. 14. 1888, art. 23, sec. 14. 1868, ch. 471, sec. 14.
1908, ch. 240, sec. 2.

2. Corporations may be formed under the provisions of this article for any one or more lawful purposes, except such as are excluded from the operation of a general law by the constitution of this State. And