

18.

(b) In case the board of directors, pursuant to a power contained in the charter, classifies or reclassifies any unissued shares by fixing or altering the preferences, rights, voting powers, restrictions or qualifications of, the dividends on, the times or prices of redemption of, or the conversion rights of, any unissued shares, the board of directors, before any such stock is issued, shall file with the Department articles supplementary to the charter, containing a description of the stock with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends and qualifications as fixed or altered by the board of directors and stating that the shares have been duly classified or reclassified by the board of directors pursuant to authority contained in the charter. The articles shall be signed and acknowledged in the name and on behalf of the corporation by the president or a vice-president, [the corporate seal shall be affixed and] *witnessed or attested* by the secretary or an assistant secretary and the matters and facts set forth in said articles with respect to the action by the board of directors shall be verified under oath by the chairman or secretary of the meeting at which such classification or reclassification was adopted, or by the president, a vice-president, the secretary or an assistant secretary of the corporation.

27.

(b) Each certificate shall be signed by the president, CHAIRMAN OF THE BOARD, or a vice-president and countersigned by the secretary or an assistant secretary or the treasurer or an assistant treasurer and [shall] *may* be sealed with the corporate seal. The signatures may be either manual or facsimile signatures and the seal may be either facsimile or any other form of seal. In case any officer who has signed any certificate ceases to be an officer of the corporation before the certificate is issued, the certificate may nevertheless be issued by the corporation with the same effect as if the officer had not ceased to be such officer as of the date of its issue.

35.

(c) The articles of reduction, or articles of reduction and amendment, shall be signed and acknowledged in the name and on behalf of the corporation by the president or a vice-president, [the corporate seal shall be affixed and] *witnessed or attested* by the secretary or assistant secretary, and the matters and facts set forth in said articles with respect to authorization or approval shall be verified under oath by the chairman or the secretary of the meeting at which the action was finally authorized or approved, or by the president, a vice-president, the secretary or an assistant secretary of the corporation.

SEC. 4. *And be it further enacted*, That Section 48 of said title and subtitle of said Code, subheading "Bylaws, Books, Accounts, Records and Stockholders' Rights of Inspection and to Information," be and it is hereby repealed and re-enacted, with amendments, to read as follows:

48.

After the organization meeting of the board of directors, the power to make, alter and repeal the bylaws of the corporation shall