

WHICH THE ELECTION TO BE A CLOSE CORPORATION IS MADE;

(2) IN EACH SUBSEQUENT CHARTER DOCUMENT OF THE CORPORATION; AND

(3) ON EACH CERTIFICATE REPRESENTING OUTSTANDING STOCK OF THE CORPORATION.

(B) ABSENCE OF REFERENCE.

THE STATUS OF A CORPORATION AS A CLOSE CORPORATION IS NOT AFFECTED BY THE FAILURE OF ANY CHARTER DOCUMENT OR STOCK CERTIFICATE TO CONTAIN THE REFERENCE REQUIRED BY THIS SECTION.

REVISOR'S NOTE: This section presently appears as Art. 23, §100(c).

The word "prominently" has been transferred to the introductory language of subsection (a) of this section so as to conform the requirements of each of items (1) through (3) of the subsection.

In subsection (a) (3) of this section, the reference to "issued" stock is deleted as unnecessary since, if the stock is "outstanding," it must have been issued.

In subsection (b) of this section, the word "status" is substituted for the word "qualification" to avoid the erroneous inference that a corporation must actively qualify with some person or agency to become a close corporation.

The only other changes are in style.

4-203. REMOVAL OF STATEMENT FROM CHARTER.

THE CHARTER OF A CLOSE CORPORATION MAY BE AMENDED TO REMOVE THE STATEMENT OF ELECTION TO BE A CLOSE CORPORATION, BUT ONLY BY THE AFFIRMATIVE VOTE OF EVERY STOCKHOLDER AND EVERY SUBSCRIBER FOR STOCK OF THE CORPORATION.

REVISOR'S NOTE: This section presently appears as Art. 23, §100(b).

The only changes are in style.

SUBTITLE 3. BOARD OF DIRECTORS.

4-301. AT LEAST ONE DIRECTOR REQUIRED INITIALLY.