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Assessable stock

Generally, **26:17, 26A:17**

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No new class, **27:17**

Three classes of stock, **30:17**

Two classes of stock, **29:17**

Authorized issuance

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New class

Generally, **28:19 et seq.**

Valid authorization, **28:72**

No new class, **27:19 et seq.**

Three classes of stock

Generally, **30:19 et seq.**

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Two classes of stock

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Underwriters' purchase options

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Availability of funds

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Availability of funds—Cont'd

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Two classes of stock, **29:123**

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New class, **28:39, 28:85, 28:100**

No new class, **27:116**

Three classes of stock, **30:60, 30:106, 30:116**

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Cancelled shares

Generally, **26:45**

No new class, **27:45**

Three classes of stock, **30:45**

Two classes of stock, **29:45**

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New class, **28:48 et seq.**

No new class, **27:69 et seq.**

Three classes of stock, **30:69 et seq.**

Two classes of stock, **29:69 et seq.**

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New class, **28:22**

No new class, **27:26**

Three classes of stock, **30:26, 30:28**

Two classes of stock, **29:26 et seq.**

Charter requirements

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New class, **28:20, 28:38, 28:84**

No new class, **27:23**

Three classes of stock, **30:23 et seq., 30:59, 30:105**

Two classes of stock, **29:23 et seq., 29:59, 29:105**

Compliance with merger agreements

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Two classes of stock, **29:18**

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New class, **28:77, 28:92**

No new class, **27:98, 27:113**

Three classes of stock, **30:98, 30:113**

Two classes of stock, **29:98, 29:113**

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New class, **28:52 et seq.**

No new class, **27:73 et seq.**

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- Generally, **26:121, 26:132, 26A:106**
- New class, **28:105**
- No new class, **27:122, 27:133**
- Three classes of stock
 - Generally, **30:122**
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- Generally, **26:35**
- New class
 - Generally, **28:41, 28:101**
 - Organization, **28:47**
- No new class, **27:35, 27:117**
- Three classes of stock
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- Generally, **26:11, 26A:11**
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- No new class, **27:11**
- Three classes of warrants, **30:11**
- Two classes of warrants, **29:11**

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- Generally, **26:118**
- No new class, **27:119**
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- Generally, **26:95 et seq., 26A:75 et seq.**
- New class, **28:75 et seq.**
- No new class, **27:96 et seq.**
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- Underwriters' purchase options
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- Generally, **26:10, 26A:10**
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- No new class, **27:10**
- Three classes of warrants, **30:10**
- Two classes of warrants, **29:10**

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- Generally, **26:14, 26A:14**
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- No new class, **27:14**
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- Two classes of warrants, **29:14**

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- Generally, **26:121, 26:132, 26A:106**
- New class, **28:105**
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- No new class, **27:61**
- Three classes of stock, **30:61**
- Two classes of stock, **29:61**

Local counsel

- Generally, **26:57, 26:92, 26:111, 26A:36, 26A:71, 26A:92**
- New class, **28:3, 28:36, 28:71, 28:91**
- No new class, **27:3, 27:57, 27:92, 27:112**
- Three classes of stock, **30:57, 30:92, 30:112**
- Three classes of warrants, **30:3**
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- Generally, **26:9, 26:46, 26:123 et seq., 26A:9, 26A:25, 26A:94 et seq.**
- New class, **28:9, 28:25, 28:93 et seq.**
- No new class, **27:9, 27:46, 27:124 et seq.**
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New class

Generally, **28:75 et seq.**

Nonassessability laws, **28:83**

No new class, **27:96 et seq.**

Three classes of stock

Generally, **30:96 et seq.**

Nonassessability laws, **30:104**

Two classes of stock

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Underwriters' purchase options, **33:95 et seq.**

No new class

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Officer representations

Generally, **26:51 et seq., 26:86 et seq., 26:108 et seq., 26A:30 et seq., 26A:65 et seq., 26A:89 et seq.**

New class, **28:30 et seq., 28:65 et seq., 28:88 et seq.**

No new class, **27:51 et seq., 27:86 et seq., 27:109 et seq.**

Three classes of stock, **30:51 et seq., 30:86 et seq., 30:109 et seq.**

Two classes of stock, **29:51 et seq., 29:86 et seq., 29:109 et seq.**

Officer's certificates

Generally, **26:6, 26:113 et seq., 26A:6, 26A:94 et seq.**

New class, **28:6, 28:93 et seq.**

No new class, **27:6, 27:114 et seq.**

Three classes of stock, **30:114 et seq.**

Three classes of warrants, **30:6**

Two classes of stock, **29:114 et seq.**

Two classes of warrants, **29:6**

Underwriters' purchase options

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Multiple warrant units, **33:113 et seq.**

Single warrant units, **32:114 et seq.**

Old certificates and back-up opinions

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New class, **28:15**

No new class, **27:15**

Three classes of warrants, **30:15**

Two classes of warrants, **29:15**

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Omnibus qualification

Generally, **26:8, 26A:8**

New class, **28:8**

No new class, **27:8**

Three classes of warrants, **30:8**

Two classes of warrants, **29:8**

Parent bylaws

Generally, **26:50, 26:85, 26A:29, 26A:64**

New class, **28:29, 28:64, 28:97**

No new class, **27:50, 27:85, 27:128**

Three classes of stock, **30:50, 30:85, 30:128**

Two classes of stock, **29:50, 29:85**

Parent charters

Generally, **26:49, 26:84, 26A:28, 26A:63**

New class, **28:28, 28:63**

No new class, **27:49, 27:84**

Three classes of stock, **30:49, 30:84**

Two classes of stock, **29:49, 29:84**

Parent officer representations

Generally, **26:54 et seq., 26:89 et seq., 26A:33 et seq., 26A:68 et seq.**

New class, **28:33 et seq., 28:68 et seq.**

No new class, **27:54 et seq., 27:89 et seq.**

Three classes of stock, **30:54 et seq., 30:89 et seq.**

Two classes of stock, **29:54 et seq., 29:89 et seq.**

Permissible consideration

Generally, **26:112, 26A:93**

New class, **28:92**

No new class, **27:113**

Three classes of stock, **30:113**

Two classes of stock, **29:113**

Pertinent jurisdictions

Generally, **26:64, 26:100, 26A:43, 26A:81**

New class, **28:43, 28:80**

No new class, **27:64, 27:101**

Three classes of stock, **30:64, 30:101**

Two classes of stock, **29:64, 29:101**

Preemptive rights

Generally, **26:77 et seq., 26A:56 et seq.**

New class, **28:56**

No new class, **27:77 et seq.**

Three classes of stock, **30:77 et seq.**

Two classes of stock, **29:77 et seq.**

Prior jurisdictions

Generally, **26:37**

No new class, **27:37**

Three classes of stock, **30:37**

Two classes of stock, **29:37**

Procedures for exercise

Generally, **26:76, 26A:55**

New class, **28:55**

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Exercise—Cont'd

Procedures for exercise—Cont'd

- No new class, **27:76**
- Three classes of stock, **30:76**
- Two classes of stock, **29:76**
- Underwriters' purchase options
 - Generally, **31:76**
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 - Single warrant units, **32:76**

Public officials

- New class, **28:4**
- No new class, **27:4**
- Three classes of warrants, **30:4**
- Two classes of warrants, **29:4**

Purchased shares

- Generally, **26:30 et seq.**
- No new class, **27:30 et seq.**
- Three classes of stock, **30:30 et seq., 30:115**
- Two classes of stock, **29:30 et seq.**

Qualifications

- Generally, **26:3 et seq., 26A:3 et seq.**
- New class, **28:3 et seq.**
- No new class, **27:3 et seq.**
- Three classes of warrants, **30:3 et seq.**
- Two classes of warrants, **29:3 et seq.**
- Underwriters' purchase options, **33:3 et seq.**

Registration provisions

- New class, **28:73**
- No new class, **27:94**
- Three classes of stock, **30:94**
- Two classes of stock, **29:94**

Related agreements

- New class, **28:61**
- Three classes of stock, **30:108**
- Two classes of stock, **29:82, 29:108**

Representation in merger agreements

- New class, **28:5**
- No new class, **27:5**

Representation in warrant agreements

- Generally, **26:5, 26A:5**
- Three classes of warrants, **30:5**
- Two classes of warrants, **29:5**

Scope of business

- Generally, **26:119, 26:130, 26A:104**
- New class, **28:103**
- No new class, **27:120, 27:131**
- Three classes of stock, **30:120, 30:131**
- Two classes of stock, **29:120, 29:131**

Seals

- Generally, **26:72, 26A:51**
- New class, **28:51**
- No new class, **27:72**
- Three classes of stock, **30:72**
- Two classes of stock, **29:72**

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SEC no-action letters

- Generally, **26:16, 26A:16**
- New class, **28:16**
- No new class, **27:16**
- Three classes of warrants, **30:16**
- Two classes of warrants, **29:16**

Secretaries' certificates

- Generally, **26:48, 26A:27**
- New class, **28:27**
- No new class, **27:48**
- Three classes of stock, **30:48**
- Two classes of stock, **29:48**

Special counsel

- Generally, **26:13, 26A:13**
- New class, **28:13**
- No new class, **27:13**
- Three classes of warrants, **30:13**
- Two classes of warrants, **29:13**

Special laws

- Generally, **26:39, 26:66, 26:102, 26A:45, 26A:83**
- New class, **28:24, 28:45, 28:82**
- No new class, **27:39, 27:66, 27:103**
- Three classes of stock, **30:39, 30:66, 30:103**
- Two classes of stock, **29:39, 29:66, 29:103**

Stockholders' resolutions

- Generally, **26:36**
- New class, **28:42, 28:102**
- No new class, **27:36, 27:118**
- Three classes of stock, **30:36, 30:63, 30:118**
- Two classes of stock, **29:36, 29:63, 29:118**

Stock transfer books

- Generally, **26:21**
- No new class, **27:21**
- Three classes of stock, **30:21**
- Two classes of stock, **29:21**

Supermajority votes

- Generally, **26:12, 26A:12**
- New class, **28:12**
- No new class, **27:12**
- Three classes of warrants, **30:12**
- Two classes of warrants, **29:12**

Terms of merger agreements

- New class, **28:60, 28:86**
- No new class, **27:81, 27:107**

Terms of warrants and warrant agreements

- Generally, **26:106, 26A:87**
- New class, **28:60, 28:86**
- No new class, **27:81, 27:107**
- Three classes of stock, **30:107**
- Two classes of stock, **29:81, 29:96, 29:107**
- Three classes of stock, **30:122, 30:133**

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Three classes of warrants

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Authorized issuance

Generally, **30:19 et seq.**

Valid authorization, **30:93**

Definitions, **30:2**

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Generally, **30:96 et seq.**

Nonassessability laws, **30:104**

Officer's certificates, **30:114 et seq.**

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Valid issuance, **30:58 et seq.**

Transfer agents' certificates

Generally, **26:20, 26:124, 26A:95**

New class, **28:94**

No new class, **27:20, 27:125**

Three classes of stock, **30:20, 30:125**

Two classes of stock, **29:20, 29:125 et seq.**

Treasurers' certificates

Generally, **26:19, 26:31, 26:43, 26:125, 26A:96**

New class, **28:95**

No new class, **27:19, 27:31, 27:43, 27:126**

Three classes of stock, **30:19, 30:43, 30:126**

Two classes of stock, **29:19, 29:31, 29:43, 29:93, 29:126**

Two classes of stock

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Authorized issuance

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Nonassessability

Generally, **29:96 et seq.**

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Officer's certificates, **29:114 et seq.**

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Two classes of warrants

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Type of business

Generally, **26:38, 26:65, 26:101, 26A:44, 26A:82**

New class, **28:44, 28:81**

No new class, **27:38, 27:65, 27:102**

Three classes of stock, **30:38, 30:65, 30:102**

Two classes of stock, **29:38, 29:65, 29:102**

Types of shares

Generally, **26:47, 26A:26**

New class, **28:26**

No new class, **27:47**

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Types of shares—Cont'd

Three classes of stock, **30:47**

Two classes of stock, **29:47**

Types of warrants and warrant agreements, **26:81, 26A:60**

Underwriters' purchase options

Generally, **31:1 et seq.**

Agreements, **31:41**

Assessable stock

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Multiple warrant units, **33:17**

Single warrant units, **32:17**

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Multiple warrant units, **33:19 et seq.**

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Bylaw requirements

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Multiple warrant units, **33:34, 33:60, 33:105**

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Cancelled shares

Generally, **31:45**

Multiple warrant units, **33:45, 33:113**

Single warrant units, **32:45, 32:114**

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Multiple warrant units, **33:69 et seq.**

Single warrant units, **32:69 et seq.**

Charter amendments

Generally, **31:26**

Multiple warrant units, **33:26**

Single warrant units, **32:26**

Charter requirements

Generally, **31:23, 31:33, 31:59, 31:105**

Multiple warrant units, **33:23, 33:33, 33:59, 33:104**

Single warrant units, **32:23, 32:33, 32:59, 32:105**

Compliance with agreements

Generally, **31:18**

Multiple warrant units, **33:18**

Single warrant units, **32:18**

Consideration

Generally, **31:98, 31:113**

Multiple warrant units, **33:97**

Single warrant units, **32:98**

Countersignatures

Generally, **31:73 et seq.**

Multiple warrant units, **33:73 et seq.**

Single warrant units, **32:73 et seq.**

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Exercise—Cont'd

Underwriters' purchase options—Cont'd

Description of business

Generally, **31:122, 31:133**

Multiple warrant units, **33:121, 33:132**

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Multiple warrant units, **33:35, 33:62**

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Elections of officers, 31:51

Expertise

Generally, **31:11**

Multiple warrant units, **33:11**

Single warrant units, **32:11**

Foreign qualification

Generally, **31:119**

Multiple warrant units, **33:118**

Single warrant units, **32:119**

Fully paid status

Generally, **31:96 et seq.**

Multiple warrant units, **33:95 et seq.**

Single warrant units, **32:96 et seq.**

Funds availability

Generally, **31:123**

Multiple warrant units, **33:122**

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Genuineness

Generally, **31:10**

Multiple warrant units, **33:10**

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Single warrant units, **32:61**

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1933 Act, multiple warrant units, **33:94**

Nonassessability

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Assessable stock, **31:17**

Multiple warrant units, **33:95 et seq.**

Nonassessability laws

Generally, **31:104**

Multiple warrant units, **33:103**

Single warrant units, **32:104**

No-par shares consideration, 31:99

Officer representations

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Multiple warrant units, **33:51 et seq.,**
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Single warrant units, **32:51 et seq., 32:86**
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Officer's certificates

Generally, **31:6, 31:114 et seq.**

Multiple warrant units, **33:6, 33:113 et**
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Single warrant units, **32:6, 32:114 et seq.**

Old certificates and back-up opinions

Generally, **31:15**

Multiple warrant units, **33:15**

Single warrant units, **32:15**

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Generally, **31:8**

Multiple warrant units, **33:8**

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Parent charters

Generally, **31:49, 31:84**

Multiple warrant units, **33:49, 33:84**

Single warrant units, **32:49, 32:84**

Parent officer representations

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Multiple warrant units, **33:54 et seq.,**
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 - Parent officer representations—Cont'd
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 - Single warrant units, **32:77 et seq.**
- Prior jurisdictions
 - Generally, **31:37**
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- SEC no-action letters
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