



CORPORATE & PARTNERSHIP[†]

Domestic (New York) Corporations

<u>COR-11</u>	Bylaw Provision—Participation in Shareholder Meetings by Means of Electronic Communications Under Section 602(b) of the BCL
<u>COR-12</u>	Waiver of Notice of Organization Meeting
<u>COR-13</u>	Resolutions Adopted by Incorporator
<u>COR-14</u>	Waiver of Notice of First Meeting of Board of Directors
<u>COR-15</u>	Waiver of Notice of First Meeting of Shareholders
<u>COR-16</u>	Waiver of Notice of Annual Meeting of Shareholders
<u>COR-17</u>	Waiver of Notice of Special Meeting of the Board of Directors
<u>COR-18</u>	Minutes of First Meeting of Shareholders
<u>COR-19</u>	Minutes of Annual Meeting of Shareholders
<u>COR-20</u>	Minutes of First Meeting of the Board of Directors
<u>COR-21</u>	Action by Unanimous Written Consent of the Shareholders
<u>COR-22</u>	Action by Unanimous Written Consent of the Board of Directors
<u>COR-23</u>	Unanimous Written Consent of Directors Designating Means by Which Shareholders May Participate in Meetings Using Means of Electronic Communications
<u>COR-24</u>	# Consent of Corporate Board of Directors and Shareholders to Offering of Preferred Stock
<u>COR-25</u>	Shareholders' Agreement – Subchapter S Corporation, Two Shareholders With Equal Ownership
<u>COR-26</u>	# Shareholders' Agreement – Retail Cannabis Dispensary – Common and Preferred Stock—Investors Have Pre-Emptive Rights and Shares May Be Forfeited if a Shareholder Engages in Conduct That Jeopardizes the Corporation's License To Sell Cannabis Products

<u>COR-27</u>	Clause for Stockholders' Agreement – Simple Buy-Sell Provision Requiring Independent Appraisal on a Stockholder's Death or Disability
<u>COR-28</u>	Clause for Stockholders' Agreement – Heirs of Deceased Shareholder May "Put" Shares to Corporation, Purchase Price to Be Determined by Independent Appraisal
<u>COR-29</u>	# Voting Agreement Between Corporation and Its Shareholders Granting Preferred Shareholders Special Voting Rights in Change of Control Transactions
<u>COR-30</u>	# Preferred Stock Purchase Agreement
<u>COR-31</u>	Agreement and Plan of Merger of Two Domestic Corporations Under Section 902 of the BCL
<u>COR-32</u>	Unanimous Written Consent of Directors and Shareholders Authorizing Merger of Two Domestic Corporations Under Section 902 of the BCL
<u>COR-33</u>	Certificate of Merger of Two Domestic Corporations Under Section 904 of the BCL
<u>COR-34</u>	Stock Exchange Agreement Between Two Closely Held Corporations
<u>COR-36</u>	# Amended and Restated Certificate of Incorporation – Conversion of Single Class of Common Stock Into Two Classes of Common and Preferred Stock; Mandatory Payments of Corporation's Excess Cash Flow to Preferred Investors Until They Have Received 100% of Their Initial Investment
<u>COR-40</u>	Sample Petition for Dissolution of Corporation under BCL § 1104-a

Benefit Corporations

<u>COR-46</u>	Clause for Certificate of Incorporation of a Benefit Corporation – Purpose Clause Specifying Both General and Specific Public Benefit
<u>COR-47</u>	Provision for Bylaws of a Benefit Corporation – Discharge of Duties by Corporation's Directors
<u>COR-48</u>	Provision for Bylaws of a Benefit Corporation – Preparation of Annual Benefit Report