

**273.287 Articles of merger or consolidation.**

Upon such approval, articles of merger or articles of consolidation shall be delivered to the Secretary of State for filing and shall set forth:

- (1) The plan of merger or the plan of consolidation;
- (2) If the members of any merging or consolidating corporation are entitled to vote thereon, then as to each such corporation:
  - (a) A statement setting forth the date of the meeting of members at which the plan was adopted, that a quorum was present at such meeting, and that such plan received at least two-thirds (2/3) of the votes which members present at such meeting or represented by proxy were entitled to cast; or
  - (b) A statement that such amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto; and
  - (c) If any merging or consolidating corporation has no members, or no members entitled to vote thereon, then as to each such corporation a statement of such fact, the date of the meeting of the board of directors at which the plan was adopted and a statement of the fact that such plan received the vote of a majority of the directors in office.

**Effective:** January 1, 1989

**History:** Amended 1988 Ky. Acts ch. 23, sec. 204, effective January 1, 1989. -- Amended 1978 Ky. Acts ch. 384, sec. 452, effective June 17, 1978. -- Amended 1976 Ky. Acts ch. 27, sec. 11. -- Created 1968 Ky. Acts ch. 165, sec. 40.