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Statutory  
Supplement to

THE LAW  
OF BUSINESS  
ORGANIZATIONS

CASES, MATERIALS,  
AND PROBLEMS

Twelfth Edition

Robert W. Hamilton  
Jonathan R. Macey  
Douglas K. Moll

**STATUTORY SUPPLEMENT TO  
THE LAW OF BUSINESS  
ORGANIZATIONS  
CASES, MATERIALS, AND PROBLEMS  
Twelfth Edition**



by

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# PREFACE

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This statutory supplement is designed for use in law school courses covering agency, partnerships, corporations, and other limited liability entities. In particular, the supplement compiles the statutes, regulations, and uniform or model acts needed for the use of our casebook, *THE LAW OF BUSINESS ORGANIZATIONS: CASES, MATERIALS, AND PROBLEMS* (12th ed. 2014).

The materials included in this supplement are generally presented in one of three manners. First, for state and federal statutes and regulations that have no accompanying comments, the statutory text is reprinted in its entirety. Examples of such materials include the Delaware General Corporation Law, the Delaware Limited Liability Company Act, and selected sections of the New York Business Corporation Law. Second, for some uniform or model acts, the statutory text and comments are reprinted in their entirety. Such materials include the Revised Uniform Partnership Act (1997), the Revised Uniform Limited Partnership Act (1976 with 1985 amendments), the Uniform Limited Partnership Act (2001), the Uniform Limited Liability Company Act (1996), and the Revised Uniform Limited Liability Company Act (2006). Third, for Restatements and some uniform or model acts, the statutory text is reprinted in its entirety, but only selected comments (if any) are included. Examples of such materials include the Restatement (Second) of Agency (1958), the Restatement (Third) of Agency (2006), the Uniform Partnership Act (1914), and the Model Business Corporation Act.

We very much welcome your feedback on this supplement. Please call or e-mail us with any comments, suggestions, or insights. If you notice errors or omissions, please bring them to our attention as well. We'll incorporate as much as we can into the next edition.

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May 20, 2014

**STATUTORY SUPPLEMENT TO**  
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