

# CORPORATIONS

PARTNERSHIPS—AGENCY  
TEACHING MATERIALS

Second Edition

Harry G. Henn

---

*American Casebook Series*



**TEACHING MATERIALS ON THE  
LAWS OF  
CORPORATIONS  
WITH COMPARISONS OF  
GENERAL AND LIMITED  
PARTNERSHIPS  
AND OTHER UNINCORPORATED  
ORGANIZATIONS  
AND  
SYNOPSIS OF AGENCY LAW**

**(With Practice Projects)**

**Second Edition**

**By**

**Harry G. Henn**

*Edward Cornell Professor of Law Emeritus  
The Cornell Law School*

**AMERICAN CASEBOOK SERIES**



**WEST PUBLISHING CO.**  
ST. PAUL, MINN., 1986

COPYRIGHT © 1974 By WEST PUBLISHING CO.

COPYRIGHT © 1986 By HARRY G. HENN

All rights reserved

Printed in the United States of America

**Library of Congress Cataloging in Publication Data**

Henn, Harry G.

Teaching materials on the laws of corporations.

(American casebook series)

Includes index.

1. Corporation law—United States—Cases.

I. Title. II. Series

KF1413.H38 1986 346.73'066 86-15845  
347.30666

**ISBN** 0-314-22191-3

*American Casebook Series*  
*Hornbook Series and Basic Legal Texts*  
*Nutshell Series*

of

**WEST PUBLISHING COMPANY**

P.O. Box 64526

St. Paul, Minnesota 55164-0526

**ACCOUNTING**

- Faris' Accounting and Law in a Nutshell, 377 pages, 1984 (Text)
- Fiflis, Kripke and Foster's Teaching Materials on Accounting for Business Lawyers, 3rd Ed., 838 pages, 1984 (Casebook)
- Siegel and Siegel's Accounting and Financial Disclosure: A Guide to Basic Concepts, 259 pages, 1983 (Text)

**ADMINISTRATIVE LAW**

- Davis' Cases, Text and Problems on Administrative Law, 6th Ed., 683 pages, 1977 (Casebook)
- Davis' Basic Text on Administrative Law, 3rd Ed., 617 pages, 1972 (Text)
- Gellhorn and Boyer's Administrative Law and Process in a Nutshell, 2nd Ed., 445 pages, 1981 (Text)
- Mashaw and Merrill's Cases and Materials on Administrative Law—The American Public Law System, 2nd Ed., 976 pages, 1985 (Casebook)
- Robinson, Gellhorn and Bruff's The Administrative Process, 3rd Ed., 978 pages, 1986 (Casebook)

**ADMIRALTY**

- Healy and Sharpe's Cases and Materials on Admiralty, 2nd Ed., 876 pages, 1986 (Casebook)
- Maraist's Admiralty in a Nutshell, 390 pages, 1983 (Text)
- Sohn and Gustafson's Law of the Sea in a Nutshell, 264 pages, 1984 (Text)

**AGENCY—PARTNERSHIP**

- Fessler's Alternatives to Incorporation for Persons in Quest of Profit, 2nd Ed., 326 pages, 1986 (Casebook)

**AGENCY—PARTNERSHIP—Cont'd**

- Henn's Cases and Materials on Agency, Partnership and Other Unincorporated Business Enterprises, 2nd Ed., 733 pages, 1985 (Casebook)
- Reuschlein and Gregory's Hornbook on the Law of Agency and Partnership, 625 pages, 1979, with 1981 pocket part (Text)
- Seavey, Reuschlein and Hall's Cases on Agency and Partnership, 599 pages, 1962 (Casebook)
- Selected Corporation and Partnership Statutes and Forms, 555 pages, 1985
- Steffen and Kerr's Cases and Materials on Agency-Partnership, 4th Ed., 859 pages, 1980 (Casebook)
- Steffen's Agency-Partnership in a Nutshell, 364 pages, 1977 (Text)

**AGRICULTURAL LAW**

- Meyer, Pedersen, Thorson and Davidson's Agricultural Law: Cases and Materials, 931 pages, 1985 (Casebook)

**ALTERNATIVE DISPUTE RESOLUTION**

- Kanowitz' Cases and Materials on Alternative Dispute Resolution, 1024 pages, 1986 (Casebook)

**AMERICAN INDIAN LAW**

- Canby's American Indian Law in a Nutshell, 288 pages, 1981 (Text)
- Getches and Wilkinson's Cases on Federal Indian Law, 2nd Ed., approximately 870 pages, 1986 (Casebook)

**ANTITRUST LAW**

- Gellhorn's Antitrust Law and Economics in a Nutshell, 3rd Ed., about 425 pages, 1987 (Text)

List current as of July, 1986

## LAW SCHOOL PUBLICATIONS—Continued

### ANTITRUST LAW—Cont'd

- Gifford and Raskind's Cases and Materials on Antitrust, 694 pages, 1983 with 1985 Supplement (Casebook)
- Hovenkamp's Hornbook on Economics and Federal Antitrust Law, Student Ed., 414 pages, 1985 (Text)
- Oppenheim, Weston and McCarthy's Cases and Comments on Federal Antitrust Laws, 4th Ed., 1168 pages, 1981 with 1985 Supplement (Casebook)
- Posner and Easterbrook's Cases and Economic Notes on Antitrust, 2nd Ed., 1077 pages, 1981, with 1984-85 Supplement (Casebook)
- Sullivan's Hornbook of the Law of Antitrust, 886 pages, 1977 (Text)
- See also Regulated Industries, Trade Regulation

### ART LAW

- DuBoff's Art Law in a Nutshell, 335 pages, 1984 (Text)

### BANKING LAW

- Lovett's Banking and Financial Institutions in a Nutshell, 409 pages, 1984 (Text)
- Symons and White's Teaching Materials on Banking Law, 2nd Ed., 993 pages, 1984 (Casebook)

### BUSINESS PLANNING

- Painter's Problems and Materials in Business Planning, 2nd Ed., 1008 pages, 1984 (Casebook)
- Selected Securities and Business Planning Statutes, Rules and Forms, 470 pages, 1985

### CIVIL PROCEDURE

- Casad's Res Judicata in a Nutshell, 310 pages, 1976 (text)
- Cound, Friedenthal, Miller and Sexton's Cases and Materials on Civil Procedure, 4th Ed., 1202 pages, 1985 with 1985 Supplement (Casebook)
- Ehrenzweig, Louisell and Hazard's Jurisdiction in a Nutshell, 4th Ed., 232 pages, 1980 (Text)
- Federal Rules of Civil-Appellate Procedure—West Law School Edition, about 550 pages, 1986
- Friedenthal, Kane and Miller's Hornbook on Civil Procedure, 876 pages, 1985 (Text)
- Kane's Civil Procedure in a Nutshell, 2nd Ed., 306 pages, 1986 (Text)
- Koffler and Reppy's Hornbook on Common Law Pleading, 663 pages, 1969 (Text)
- Marcus and Sherman's Complex Litigation—Cases and Materials on Advanced Civil Procedure, 846 pages, 1985 (Casebook)
- Park's Computer-Aided Exercises on Civil Procedure, 2nd Ed., 167 pages, 1983 (Coursebook)

### CIVIL PROCEDURE—Cont'd

- Siegel's Hornbook on New York Practice, 1011 pages, 1978 with 1985 Pocket Part (Text)
- See also Federal Jurisdiction and Procedure

### CIVIL RIGHTS

- Abernathy's Cases and Materials on Civil Rights, 660 pages, 1980 (Casebook)
- Cohen's Cases on the Law of Deprivation of Liberty: A Study in Social Control, 755 pages, 1980 (Casebook)
- Lockhart, Kamisar, Choper and Shiffrin's Cases on Constitutional Rights and Liberties, 6th Ed., about 1300 pages, 1986 with 1986 Supplement (Casebook)—reprint from Lockhart, et al. Cases on Constitutional Law, 6th Ed., 1986
- Vieira's Civil Rights in a Nutshell, 279 pages, 1978 (Text)

### COMMERCIAL LAW

- Bailey's Secured Transactions in a Nutshell, 2nd Ed., 391 pages, 1981 (Text)
- Epstein and Martin's Basic Uniform Commercial Code Teaching Materials, 2nd Ed., 667 pages, 1983 (Casebook)
- Henson's Hornbook on Secured Transactions Under the U.C.C., 2nd Ed., 504 pages, 1979 with 1979 P.P. (Text)
- Murray's Commercial Law, Problems and Materials, 366 pages, 1975 (Coursebook)
- Nordstrom and Clovis' Problems and Materials on Commercial Paper, 458 pages, 1972 (Casebook)
- Nordstrom, Murray and Clovis' Problems and Materials on Sales, 515 pages, 1982 (Casebook)
- Nordstrom, Murray and Clovis' Problems and Materials on Secured Transactions, about 500 pages, 1987 (Casebook)
- Selected Commercial Statutes, 1389 pages, 1985
- Speidel, Summers and White's Teaching Materials on Commercial and Consumer Law, 3rd Ed., 1490 pages, 1981 (Casebook)
- Stockton's Sales in a Nutshell, 2nd Ed., 370 pages, 1981 (Text)
- Stone's Uniform Commercial Code in a Nutshell, 2nd Ed., 516 pages, 1984 (Text)
- Uniform Commercial Code, Official Text with Comments, 994 pages, 1978
- UCC Article 9, Reprint from 1962 Code, 128 pages, 1976
- UCC Article 9, 1972 Amendments, 304 pages, 1978
- Weber and Speidel's Commercial Paper in a Nutshell, 3rd Ed., 404 pages, 1982 (Text)
- White and Summers' Hornbook on the Uniform Commercial Code, 2nd Ed., 1250 pages, 1980 (Text)

## LAW SCHOOL PUBLICATIONS—Continued

### COMMUNITY PROPERTY

- Mennell's Community Property in a Nutshell, 447 pages, 1982 (Text)  
Verrall and Bird's Cases and Materials on California Community Property, 4th Ed., 549 pages, 1983 (Casebook)

### COMPARATIVE LAW

- Barton, Gibbs, Li and Merryman's Law in Radically Different Cultures, 960 pages, 1983 (Casebook)  
Glendon, Gordon and Osakive's Comparative Legal Traditions: Text, Materials and Cases on the Civil Law, Common Law, and Socialist Law Traditions, 1091 pages, 1985 (Casebook)  
Glendon, Gordon, and Osakwe's Comparative Legal Traditions in a Nutshell, 402 pages, 1982 (Text)  
Langbein's Comparative Criminal Procedure: Germany, 172 pages, 1977 (Casebook)

### COMPUTERS AND LAW

- Maggs and Sprowl's Computer Applications in the Law, about 300 pages, 1986 (Text)  
Mason's An Introduction to the Use of Computers in Law, 223 pages, 1984 (Text)

### CONFLICT OF LAWS

- Cramton, Currie and Kay's Cases-Comments-Questions on Conflict of Laws, 3rd Ed., 1026 pages, 1981 (Casebook)  
Scoles and Hay's Hornbook on Conflict of Laws, Student Ed., 1085 pages, 1982 with 1986 P.P. (Text)  
Scoles and Weintraub's Cases and Materials on Conflict of Laws, 2nd Ed., 966 pages, 1972, with 1978 Supplement (Casebook)  
Siegel's Conflicts in a Nutshell, 469 pages, 1982 (Text)

### CONSTITUTIONAL LAW

- Barron and Dienes' Constitutional Law in a Nutshell, about 400 pages, 1986 (Text)  
Engdahl's Constitutional Power in a Nutshell: Federal and State, 411 pages, 1974 (Text)  
Lockhart, Kamisar, Choper and Shiffrin's Cases-Comments-Questions on Constitutional Law, 6th Ed., 1601 pages, 1986 with 1986 Supplement (Casebook)  
Lockhart, Kamisar, Choper and Shiffrin's Cases-Comments-Questions on the American Constitution, 6th Ed., about 1200 pages, 1986 with 1986 Supplement (Casebook)—abridgment of Lockhart, et al. Cases on Constitutional Law, 6th Ed., 1986  
Manning's The Law of Church-State Relations in a Nutshell, 305 pages, 1981 (Text)  
Miller's Presidential Power in a Nutshell, 328 pages, 1977 (Text)

### CONSTITUTIONAL LAW—Cont'd

- Nowak, Rotunda and Young's Hornbook on Constitutional Law, 3rd Ed., Student Ed., approximately 1100 pages, 1986 (Text)  
Rotunda's Modern Constitutional Law: Cases and Notes, 2nd Ed., 1004 pages, 1985, with 1986 Supplement (Casebook)  
Williams' Constitutional Analysis in a Nutshell, 388 pages, 1979 (Text)  
See also Civil Rights

### CONSUMER LAW

- Epstein and Nickles' Consumer Law in a Nutshell, 2nd Ed., 418 pages, 1981 (Text)  
McCall's Consumer Protection, Cases, Notes and Materials, 594 pages, 1977, with 1977 Statutory Supplement (Casebook)  
Selected Commercial Statutes, 1389 pages, 1985  
Spanogle and Rohner's Cases and Materials on Consumer Law, 693 pages, 1979, with 1982 Supplement (Casebook)  
See also Commercial Law

### CONTRACTS

- Calamari & Perillo's Cases and Problems on Contracts, 1061 pages, 1978 (Casebook)  
Calamari and Perillo's Hornbook on Contracts, 2nd Ed., 878 pages, 1977 (Text)  
Corbin's Text on Contracts, One Volume Student Edition, 1224 pages, 1952 (Text)  
Fessler and Loiseaux's Cases and Materials on Contracts, 837 pages, 1982 (Casebook)  
Friedman's Contract Remedies in a Nutshell, 323 pages, 1981 (Text)  
Fuller and Eisenberg's Cases on Basic Contract Law, 4th Ed., 1203 pages, 1981 (Casebook)  
Hamilton, Rau and Weintraub's Cases and Materials on Contracts, 830 pages, 1984 (Casebook)  
Jackson and Bollinger's Cases on Contract Law in Modern Society, 2nd Ed., 1329 pages, 1980 (Casebook)  
Keyes' Government Contracts in a Nutshell, 423 pages, 1979 (Text)  
Schaber and Rohwer's Contracts in a Nutshell, 2nd Ed., 425 pages, 1984 (Text)

### COPYRIGHT

- See Patent and Copyright Law

### CORPORATIONS

- Hamilton's Cases on Corporations—Including Partnerships and Limited Partnerships, 3rd Ed., 1213 pages, 1986 with 1986 Statutory Supplement (Casebook)  
Hamilton's Law of Corporations in a Nutshell, 379 pages, 1980 (Text)  
Henn's Teaching Materials on Corporations, 2nd Ed., about 1200 pages, 1986 (Casebook)

## LAW SCHOOL PUBLICATIONS—Continued

### CORPORATIONS—Cont'd

- Henn and Alexander's Hornbook on Corporations, 3rd Ed., Student Ed., 1371 pages, 1983 with 1986 P.P. (Text)
- Jennings and Buxbaum's Cases and Materials on Corporations, 5th Ed., 1180 pages, 1979 (Casebook)
- Selected Corporation and Partnership Statutes, Regulations and Forms, 555 pages, 1985
- Solomon, Stevenson and Schwartz' Materials and Problems on Corporations: Law and Policy, 1172 pages, 1982 with 1986 Supplement (Casebook)

### CORPORATE FINANCE

- Hamilton's Cases and Materials on Corporate Finance, 895 pages, 1984 with 1986 Supplement (Casebook)

### CORRECTIONS

- Krantz's Cases and Materials on the Law of Corrections and Prisoners' Rights, 3rd Ed., 855 pages, 1986 (Casebook)
- Krantz's Law of Corrections and Prisoners' Rights in a Nutshell, 2nd Ed., 386 pages, 1983 (Text)
- Popper's Post-Conviction Remedies in a Nutshell, 360 pages, 1978 (Text)
- Robbins' Cases and Materials on Post Conviction Remedies, 506 pages, 1982 (Casebook)

### CREDITOR'S RIGHTS

- Bankruptcy Code, Rules and Forms, Law School and C.L.E. Ed., about 800 pages, 1986
- Epstein's Debtor-Creditor Law in a Nutshell, 3rd Ed., 383 pages, 1986 (Text)
- Epstein and Landers' Debtors and Creditors: Cases and Materials, 2nd Ed., 689 pages, 1982 (Casebook)
- LoPucki's Player's Manual for the Debtor-Creditor Game, 123 pages, 1985 (Coursebook)
- Riesenfeld's Cases and Materials on Creditors' Remedies and Debtors' Protection, 4th Ed., about 800 pages, 1987 (Casebook)
- White's Bankruptcy and Creditor's Rights: Cases and Materials, 812 pages, 1985 (Casebook)

### CRIMINAL LAW AND CRIMINAL PROCEDURE

- Abrams', Federal Criminal Law and its Enforcement, 882 pages, 1986 (Casebook)
- Carlson's Adjudication of Criminal Justice, Problems and References, about 124 pages, 1986 (Casebook)
- Dix and Sharlot's Cases and Materials on Criminal Law, 2nd Ed., 771 pages, 1979 (Casebook)

### CRIMINAL LAW AND CRIMINAL PROCEDURE—Cont'd

- Federal Rules of Criminal Procedure—West Law School Edition, about 465 pages, 1986
- Grano's Problems in Criminal Procedure, 2nd Ed., 176 pages, 1981 (Problem book)
- Israel and LaFave's Criminal Procedure in a Nutshell, 3rd Ed., 438 pages, 1980 (Text)
- Johnson's Cases, Materials and Text on Criminal Law, 3rd Ed., 783 pages, 1985 (Casebook)
- Kamisar, LaFave and Israel's Cases, Comments and Questions on Modern Criminal Procedure, 6th Ed., about 1600 pages, 1986 with 1986 Supplement (Casebook)
- Kamisar, LaFave and Israel's Cases, Comments and Questions on Basic Criminal Procedure, 6th Ed., about 800 pages, 1986 with 1986 Supplement (Casebook)—reprint from Kamisar, et al. Modern Criminal Procedure, 6th ed., 1986
- LaFave's Modern Criminal Law: Cases, Comments and Questions, 789 pages, 1978 (Casebook)
- LaFave and Israel's Hornbook on Criminal Procedure, Student Ed., 1142 pages, 1985 with 1985 P.P. (Text)
- LaFave and Scott's Hornbook on Criminal Law, 2nd Ed., Student Ed., about 800 pages, 1986 (Text)
- Langbein's Comparative Criminal Procedure: Germany, 172 pages, 1977 (Casebook)
- Loewy's Criminal Law in a Nutshell, 302 pages, 1975 (Text)
- Saltzburg's American Criminal Procedure, Cases and Commentary, 2nd Ed., 1193 pages, 1985 with 1986 Supplement (Casebook)
- Uviller's The Processes of Criminal Justice: Investigation and Adjudication, 2nd Ed., 1384 pages, 1979 with 1979 Statutory Supplement and 1986 Update (Casebook)
- Uviller's The Processes of Criminal Justice: Adjudication, 2nd Ed., 730 pages, 1979. Soft-cover reprint from Uviller's The Processes of Criminal Justice: Investigation and Adjudication, 2nd Ed. (Casebook)
- Uviller's The Processes of Criminal Justice: Investigation, 2nd Ed., 655 pages, 1979. Soft-cover reprint from Uviller's The Processes of Criminal Justice: Investigation and Adjudication, 2nd Ed. (Casebook)
- Vorenberg's Cases on Criminal Law and Procedure, 2nd Ed., 1088 pages, 1981 with 1985 Supplement (Casebook)
- See also Corrections, Juvenile Justice

### DECEDENTS ESTATES

- See Trusts and Estates



## LAW SCHOOL PUBLICATIONS—Continued

### DOMESTIC RELATIONS

- Clark's Cases and Problems on Domestic Relations, 3rd Ed., 1153 pages, 1980 (Casebook)  
Clark's Hornbook on Domestic Relations, 754 pages, 1968 (Text)  
Krause's Cases and Materials on Family Law, 2nd Ed., 1221 pages, 1983 with 1986 Supplement (Casebook)  
Krause's Family Law in a Nutshell, 2nd Ed., 444 pages, 1986 (Text)  
Krauskopf's Cases on Property Division at Marriage Dissolution, 250 pages, 1984 (Casebook)

### ECONOMICS, LAW AND

- Goetz' Cases and Materials on Law and Economics, 547 pages, 1984 (Casebook)  
See also Antitrust, Regulated Industries

### EDUCATION LAW

- Alexander and Alexander's The Law of Schools, Students and Teachers in a Nutshell, 409 pages, 1984 (Text)  
Morris' The Constitution and American Education, 2nd Ed., 992 pages, 1980 (Casebook)

### EMPLOYMENT DISCRIMINATION

- Jones, Murphy and Belton's Cases on Discrimination in Employment, about 930 pages, 1986 (Casebook)  
Player's Cases and Materials on Employment Discrimination Law, 2nd Ed., 782 pages, 1984 (Casebook)  
Player's Federal Law of Employment Discrimination in a Nutshell, 2nd Ed., 402 pages, 1981 (Text)  
See also Women and the Law

### ENERGY AND NATURAL RESOURCES LAW

- Laitos' Cases and Materials on Natural Resources Law, 938 pages, 1985 (Casebook)  
Rodgers' Cases and Materials on Energy and Natural Resources Law, 2nd Ed., 877 pages, 1983 (Casebook)  
Selected Environmental Law Statutes, about 850 pages, 1986  
Tomain's Energy Law in a Nutshell, 338 pages, 1981 (Text)  
See also Environmental Law, Oil and Gas, Water Law

### ENVIRONMENTAL LAW

- Bonine and McGarity's Cases and Materials on the Law of Environment and Pollution, 1076 pages, 1984 (Casebook)  
Findley and Farber's Cases and Materials on Environmental Law, 2nd Ed., 813 pages, 1985 (Casebook)  
Findley and Farber's Environmental Law in a Nutshell, 343 pages, 1983 (Text)

### ENVIRONMENTAL LAW—Cont'd

- Rodgers' Hornbook on Environmental Law, 956 pages, 1977 with 1984 pocket part (Text)  
Selected Environmental Law Statutes, about 950 pages, 1986  
See also Energy Law, Natural Resources Law, Water Law

### EQUITY

- See Remedies

### ESTATES

- See Trusts and Estates

### ESTATE PLANNING

- Kurtz' Cases, Materials and Problems on Family Estate Planning, 853 pages, 1983 (Casebook)  
Lynn's Introduction to Estate Planning, in a Nutshell, 3rd Ed., 370 pages, 1983 (Text)  
See also Taxation

### EVIDENCE

- Brown and Meisenholder's Problems in Evidence, 2nd Ed., 304 pages, 1981 (Problem book)  
Cleary and Strong's Cases, Materials and Problems on Evidence, 3rd Ed., 1143 pages, 1981 (Casebook)  
Federal Rules of Evidence for United States Courts and Magistrates, 337 pages, 1984  
Graham's Federal Rules of Evidence in a Nutshell, 429 pages, 1981 (Text)  
Kimball's Programmed Materials on Problems in Evidence, 380 pages, 1978 (Problem book)  
Lempert and Saltzburg's A Modern Approach to Evidence: Text, Problems, Transcripts and Cases, 2nd Ed., 1232 pages, 1983 (Casebook)  
Lilly's Introduction to the Law of Evidence, 490 pages, 1978 (Text)  
McCormick, Elliott and Sutton's Cases and Materials on Evidence, 5th Ed., 1212 pages, 1981 (Casebook)  
McCormick's Hornbook on Evidence, 3rd Ed., Student Ed., 1156 pages, 1984 (Text)  
Rothstein's Evidence, State and Federal Rules in a Nutshell, 2nd Ed., 514 pages, 1981 (Text)  
Saltzburg's Evidence Supplement: Rules, Statutes, Commentary, 245 pages, 1980 (Casebook Supplement)

### FEDERAL JURISDICTION AND PROCEDURE

- Currie's Cases and Materials on Federal Courts, 3rd Ed., 1042 pages, 1982 with 1985 Supplement (Casebook)  
Currie's Federal Jurisdiction in a Nutshell, 2nd Ed., 258 pages, 1981 (Text)



# LAW SCHOOL PUBLICATIONS—Continued

## FEDERAL JURISDICTION AND PROCEDURE—Cont'd

- Federal Rules of Civil-Appellate Procedure—West Law School Edition, about 550 pages, 1986
- Forrester and Moye's Cases and Materials on Federal Jurisdiction and Procedure, 3rd Ed., 917 pages, 1977 with 1985 Supplement (Casebook)
- Redish's Cases, Comments and Questions on Federal Courts, 878 pages, 1983 with 1986 Supplement (Casebook)
- Vetri and Merrill's Federal Courts, Problems and Materials, 2nd Ed., 232 pages, 1984 (Problem Book)
- Wright's Hornbook on Federal Courts, 4th Ed., Student Ed., 870 pages, 1983 (Text)

## FUTURE INTERESTS

See Trusts and Estates

## IMMIGRATION LAW

- Aleinikoff and Martin's Immigration Process and Policy, 1042 pages, 1985 (Casebook)
- Weissbrodt's Immigration Law and Procedure in a Nutshell, 345 pages, 1984 (Text)

## INDIAN LAW

See American Indian Law

## INSURANCE

- Dobbyn's Insurance Law in a Nutshell, 281 pages, 1981 (Text)
- Keeton's Cases on Basic Insurance Law, 2nd Ed., 1086 pages, 1977
- Keeton's Basic Text on Insurance Law, 712 pages, 1971 (Text)
- Keeton's Case Supplement to Keeton's Basic Text on Insurance Law, 334 pages, 1978 (Casebook)
- York and Whelan's Cases, Materials and Problems on Insurance Law, 715 pages, 1982, with 1985 Supplement (Casebook)

## INTERNATIONAL LAW

- Buergenthal and Maier's Public International Law in a Nutshell, 262 pages, 1985 (Text)
- Folsom, Gordon and Spanogle's International Business Transactions—A Problem-Oriented Coursebook, 1160 pages, 1986 (Casebook)
- Henkin, Pugh, Schachter and Smit's Cases and Materials on International Law, 2nd Ed., about 1200 pages, 1987 with Documents Supplement (Casebook)
- Jackson and Davey's Legal Problems of International Economic Relations, 2nd Ed., about 1250 pages, 1986, with Documents Supplement (Casebook)
- Kirgis' International Organizations in Their Legal Setting, 1016 pages, 1977, with 1981 Supplement (Casebook)

## INTERNATIONAL LAW—Cont'd

- Weston, Falk and D'Amato's International Law and World Order—A Problem Oriented Coursebook, 1195 pages, 1980, with Documents Supplement (Casebook)
- Wilson's International Business Transactions in a Nutshell, 2nd Ed., 476 pages, 1984 (Text)

## INTERVIEWING AND COUNSELING

- Binder and Price's Interviewing and Counseling, 232 pages, 1977 (Text)
- Shaffer's Interviewing and Counseling in a Nutshell, 353 pages, 1976 (Text)

## INTRODUCTION TO LAW STUDY

- Dobbyn's So You Want to go to Law School, Revised First Edition, 206 pages, 1976 (Text)
- Hegland's Introduction to the Study and Practice of Law in a Nutshell, 418 pages, 1983 (Text)
- Kinyon's Introduction to Law Study and Law Examinations in a Nutshell, 389 pages, 1971 (Text)
- See also Legal Method and Legal System

## JUDICIAL ADMINISTRATION

- Nelson's Cases and Materials on Judicial Administration and the Administration of Justice, 1032 pages, 1974 (Casebook)

## JURISPRUDENCE

- Christie's Text and Readings on Jurisprudence—The Philosophy of Law, 1056 pages, 1973 (Casebook)

## JUVENILE JUSTICE

- Fox's Cases and Materials on Modern Juvenile Justice, 2nd Ed., 960 pages, 1981 (Casebook)
- Fox's Juvenile Courts in a Nutshell, 3rd Ed., 291 pages, 1984 (Text)

## LABOR LAW

- Gorman's Basic Text on Labor Law—Unionization and Collective Bargaining, 914 pages, 1976 (Text)
- Leslie's Labor Law in a Nutshell, 2nd Ed., 397 pages, 1986 (Text)
- Nolan's Labor Arbitration Law and Practice in a Nutshell, 358 pages, 1979 (Text)
- Oberer, Hanslowe, Andersen and Heinsz' Cases and Materials on Labor Law—Collective Bargaining in a Free Society, 3rd Ed., about 1200 pages, 1986 with Statutory Supplement (Casebook)
- See also Employment Discrimination, Social Legislation

## LAND FINANCE

See Real Estate Transactions

## LAW SCHOOL PUBLICATIONS—Continued

### LAND USE

- Callies and Freilich's Cases and Materials on Land Use, 1233 pages, 1986 (Casebook)
- Hagman's Cases on Public Planning and Control of Urban and Land Development, 2nd Ed., 1301 pages, 1980 (Casebook)
- Hagman and Juergensmeyer's Hornbook on Urban Planning and Land Development Control Law, 2nd Ed., Student Edition, approximately 580 pages, 1986 (Text)
- Wright and Gitelman's Cases and Materials on Land Use, 3rd Ed., 1300 pages, 1982 (Casebook)
- Wright and Wright's Land Use in a Nutshell, 2nd Ed., 356 pages, 1985 (Text)

### LEGAL HISTORY

- Presser and Zainaldin's Cases on Law and American History, 855 pages, 1980 (Casebook)
- See also Legal Method and Legal System

### LEGAL METHOD AND LEGAL SYSTEM

- Aldisert's Readings, Materials and Cases in the Judicial Process, 948 pages, 1976 (Casebook)
- Berch and Berch's Introduction to Legal Method and Process, 550 pages, 1985 (Casebook)
- Bodenheimer, Oakley and Love's Readings and Cases on an Introduction to the Anglo-American Legal System, 161 pages, 1980 (Casebook)
- Davies and Lawry's Institutions and Methods of the Law—Introductory Teaching Materials, 547 pages, 1982 (Casebook)
- Dvorkin, Himmelstein and Lesnick's Becoming a Lawyer: A Humanistic Perspective on Legal Education and Professionalism, 211 pages, 1981 (Text)
- Greenberg's Judicial Process and Social Change, 666 pages, 1977 (Casebook)
- Kelso and Kelso's Studying Law: An Introduction, 587 pages, 1984 (Coursebook)
- Kempin's Historical Introduction to Anglo-American Law in a Nutshell, 2nd Ed., 280 pages, 1973 (Text)
- Kimball's Historical Introduction to the Legal System, 610 pages, 1966 (Casebook)
- Murphy's Cases and Materials on Introduction to Law—Legal Process and Procedure, 772 pages, 1977 (Casebook)
- Reynolds' Judicial Process in a Nutshell, 292 pages, 1980 (Text)
- See also Legal Research and Writing

### LEGAL PROFESSION

- Aronson, Devine and Fisch's Problems, Cases and Materials on Professional Responsibility, 745 pages, 1985 (Casebook)
- Aronson and Weckstein's Professional Responsibility in a Nutshell, 399 pages, 1980 (Text)

### LEGAL PROFESSION—Cont'd

- Mellinkoff's The Conscience of a Lawyer, 304 pages, 1973 (Text)
- Mellinkoff's Lawyers and the System of Justice, 983 pages, 1976 (Casebook)
- Pirsig and Kirwin's Cases and Materials on Professional Responsibility, 4th Ed., 603 pages, 1984 (Casebook)
- Schwartz and Wydick's Problems in Legal Ethics, 285 pages, 1983 (Casebook)
- Selected Statutes, Rules and Standards on the Legal Profession, 276 pages, Revised 1984
- Smith's Preventing Legal Malpractice, 142 pages, 1981 (Text)
- Wolfram's Hornbook on Modern Legal Ethics, Student Edition, 1120 pages, 1986 (Text)

### LEGAL RESEARCH AND WRITING

- Cohen's Legal Research in a Nutshell, 4th Ed., 450 pages, 1985 (Text)
- Cohen and Berring's How to Find the Law, 8th Ed., 790 pages, 1983. Problem book by Foster, Johnson and Kelly available (Casebook)
- Cohen and Berring's Finding the Law, 8th Ed., Abridged Ed., 556 pages, 1984 (Casebook)
- Dickerson's Materials on Legal Drafting, 425 pages, 1981 (Casebook)
- Felsenfeld and Siegel's Writing Contracts in Plain English, 290 pages, 1981 (Text)
- Gopen's Writing From a Legal Perspective, 225 pages, 1981 (Text)
- Mellinkoff's Legal Writing—Sense and Nonsense, 242 pages, 1982 (Text)
- Rombauer's Legal Problem Solving—Analysis, Research and Writing, 4th Ed., 424 pages, 1983 (Coursebook)
- Squires and Rombauer's Legal Writing in a Nutshell, 294 pages, 1982 (Text)
- Statsky's Legal Research, Writing and Analysis, 2nd Ed., 167 pages, 1982 (Coursebook)
- Statsky and Wernet's Case Analysis and Fundamentals of Legal Writing, 2nd Ed., 441 pages, 1984 (Text)
- Teply's Programmed Materials on Legal Research and Citation, 2nd Ed., 358 pages, 1986. Student Library Exercises available (Coursebook)
- Weihsen's Legal Writing Style, 2nd Ed., 332 pages, 1980 (Text)

### LEGISLATION

- Davies' Legislative Law and Process in a Nutshell, 2nd Ed., 346 pages, 1986 (Text)
- Nutting and Dickerson's Cases and Materials on Legislation, 5th Ed., 744 pages, 1978 (Casebook)

## LAW SCHOOL PUBLICATIONS—Continued

### LEGISLATION—Cont'd

Statsky's Legislative Analysis: How to Use Statutes and Regulations, 2nd Ed., 217 pages, 1984 (Text)

### LOCAL GOVERNMENT

McCarthy's Local Government Law in a Nutshell, 2nd Ed., 404 pages, 1983 (Text)  
Reynolds' Hornbook on Local Government Law, 860 pages, 1982 (Text)  
Valente's Cases and Materials on Local Government Law, 2nd Ed., 980 pages, 1980 with 1982 Supplement (Casebook)

### MASS COMMUNICATION LAW

Gillmor and Barron's Cases and Comment on Mass Communication Law, 4th Ed., 1076 pages, 1984 (Casebook)  
Ginsburg's Regulation of Broadcasting: Law and Policy Towards Radio, Television and Cable Communications, 741 pages, 1979, with 1983 Supplement (Casebook)  
Zuckman and Gayne's Mass Communications Law in a Nutshell, 2nd Ed., 473 pages, 1983 (Text)

### MEDICINE, LAW AND

King's The Law of Medical Malpractice in a Nutshell, 2nd Ed., 342 pages, 1986 (Text)  
Shapiro and Spece's Problems, Cases and Materials on Bioethics and Law, 892 pages, 1981 (Casebook)  
Sharpe, Fiscina and Head's Cases on Law and Medicine, 882 pages, 1978 (Casebook)

### MILITARY LAW

Shanor and Terrell's Military Law in a Nutshell, 378 pages, 1980 (Text)

### MORTGAGES

See Real Estate Transactions

### NATURAL RESOURCES LAW

See Energy and Natural Resources Law

### NEGOTIATION

Edwards and White's Problems, Readings and Materials on the Lawyer as a Negotiator, 484 pages, 1977 (Casebook)  
Williams' Legal Negotiation and Settlement, 207 pages, 1983 (Coursebook)

### OFFICE PRACTICE

Hegland's Trial and Practice Skills in a Nutshell, 346 pages, 1978 (Text)  
Strong and Clark's Law Office Management, 424 pages, 1974 (Casebook)  
See also Computers and Law, Interviewing and Counseling, Negotiation

### OIL AND GAS

Hemingway's Hornbook on Oil and Gas, 2nd Ed., Student Ed., 543 pages, 1983 with 1986 P.P. (Text)

### OIL AND GAS—Cont'd

Kuntz, Lowe, Anderson and Smith's Cases and Materials on Oil and Gas Law, 857 pages, 1986 (Casebook)  
Lowe's Oil and Gas Law in a Nutshell, 443 pages, 1983 (Text)  
See also Energy and Natural Resources Law

### PARTNERSHIP

See Agency—Partnership

### PATENT AND COPYRIGHT LAW

Choate and Francis' Cases and Materials on Patent Law, 2nd Ed., 1110 pages, 1981 (Casebook)  
Miller and Davis' Intellectual Property—Patents, Trademarks and Copyright in a Nutshell, 428 pages, 1983 (Text)  
Nimmer's Cases on Copyright and Other Aspects of Entertainment Litigation, 3rd Ed., 1025 pages, 1985 (Casebook)

### PRODUCTS LIABILITY

Noel and Phillips' Cases on Products Liability, 2nd Ed., 821 pages, 1982 (Casebook)  
Noel and Phillips' Products Liability in a Nutshell, 2nd Ed., 341 pages, 1981 (Text)

### PROPERTY

Bernhardt's Real Property in a Nutshell, 2nd Ed., 448 pages, 1981 (Text)  
Boyer's Survey of the Law of Property, 766 pages, 1981 (Text)  
Browder, Cunningham and Smith's Cases on Basic Property Law, 4th Ed., 1431 pages, 1984 (Casebook)  
Bruce, Ely and Bostick's Cases and Materials on Modern Property Law, 1004 pages, 1984 (Casebook)  
Burke's Personal Property in a Nutshell, 322 pages, 1983 (Text)  
Cunningham, Stoebeuck and Whitman's Hornbook on the Law of Property, Student Ed., 916 pages, 1984 (Text)  
Donahue, Kauper and Martin's Cases on Property, 2nd Ed., 1362 pages, 1983 (Casebook)  
Hill's Landlord and Tenant Law in a Nutshell, 2nd Ed., 311 pages, 1986 (Text)  
Moynihan's Introduction to Real Property, 254 pages, 1962 (Text)  
Uniform Land Transactions Act, Uniform Simplification of Land Transfers Act, Uniform Condominium Act, 1977 Official Text with Comments, 462 pages, 1978  
See also Real Estate Transactions, Land Use

### PSYCHIATRY, LAW AND

Reisner's Law and the Mental Health System, Civil and Criminal Aspects, 696 pages, 1985 (Casebooks)

## LAW SCHOOL PUBLICATIONS—Continued

### REAL ESTATE TRANSACTIONS

- Bruce's Real Estate Finance in a Nutshell, 2nd Ed., 262 pages, 1985 (Text)  
Maxwell, Riesenfeld, Hetland and Warren's Cases on California Security Transactions in Land, 3rd Ed., 728 pages, 1984 (Casebook)  
Nelson and Whitman's Cases on Real Estate Transfer, Finance and Development, 2nd Ed., 1114 pages, 1981, with 1986 Supplement (Casebook)  
Nelson and Whitman's Hornbook on Real Estate Finance Law, 2nd Ed., Student Ed., 941 pages, 1985 (Text)  
Osborne's Cases and Materials on Secured Transactions, 559 pages, 1967 (Casebook)

### REGULATED INDUSTRIES

- Gellhorn and Pierce's Regulated Industries in a Nutshell, 394 pages, 1982 (Text)  
Morgan, Harrison and Verkuil's Cases and Materials on Economic Regulation of Business, 2nd Ed., 666 pages, 1985 (Casebook)  
See also Mass Communication Law, Banking Law

### REMEDIES

- Dobbs' Hornbook on Remedies, 1067 pages, 1973 (Text)  
Dobbs' Problems in Remedies, 137 pages, 1974 (Problem book)  
Dobbyn's Injunctions in a Nutshell, 264 pages, 1974 (Text)  
Friedman's Contract Remedies in a Nutshell, 323 pages, 1981 (Text)  
Leavell, Love and Nelson's Cases and Materials on Equitable Remedies and Restitution, 4th Ed., 1111 pages, 1986 (Casebook)  
McCormick's Hornbook on Damages, 811 pages, 1935 (Text)  
O'Connell's Remedies in a Nutshell, 2nd Ed., 320 pages, 1985 (Text)  
York, Bauman and Rendleman's Cases and Materials on Remedies, 4th Ed., 1029 pages, 1985 (Casebook)

### REVIEW MATERIALS

- Ballantine's Problems  
Black Letter Series  
Smith's Review Series  
West's Review Covering Multistate Subjects

### SECURITIES REGULATION

- Hazen's Hornbook on The Law of Securities Regulation, Student Ed., 739 pages, 1985 (Text)  
Ratner's Securities Regulation: Materials for a Basic Course, 3rd Ed., 1000 pages, 1986 (Casebook)  
Ratner's Securities Regulation in a Nutshell, 2nd Ed., 322 pages, 1982 (Text)

### SECURITIES REGULATION—Cont'd

- Selected Securities and Business Planning Statutes, Rules and Forms, 470 pages, 1985

### SOCIAL LEGISLATION

- Hood and Hardy's Workers' Compensation and Employee Protection Laws in a Nutshell, 274 pages, 1984 (Text)  
LaFrance's Welfare Law: Structure and Entitlement in a Nutshell, 455 pages, 1979 (Text)  
Malone, Plant and Little's Cases on Workers' Compensation and Employment Rights, 2nd Ed., 951 pages, 1980 (Casebook)

### SPORTS LAW

- Schubert, Smith and Trentadue's Sports Law, 395 pages, 1986 (Text)

### TAXATION

- Dodge's Cases and Materials on Federal Income Taxation, 820 pages, 1985 (Casebook)  
Dodge's Federal Taxation of Estates, Trusts and Gifts: Principles and Planning, 771 pages, 1981 with 1982 Supplement (Casebook)  
Garbis and Struntz' Cases and Materials on Tax Procedure and Tax Fraud, 829 pages, 1982 with 1984 Supplement (Casebook)  
Gelfand and Salsich's State and Local Taxation and Finance in a Nutshell, 309 pages, 1986 (Text)  
Gunn's Cases and Materials on Federal Income Taxation of Individuals, 785 pages, 1981 with 1985 Supplement (Casebook)  
Hellerstein and Hellerstein's Cases on State and Local Taxation, 4th Ed., 1041 pages, 1978 with 1982 Supplement (Casebook)  
Kahn and Gann's Corporate Taxation and Taxation of Partnerships and Partners, 2nd Ed., 1204 pages, 1985 (Casebook)  
Kragen and McNulty's Cases and Materials on Federal Income Taxation: Individuals, Corporations, Partnerships, 4th Ed., 1287 pages, 1985 (Casebook)  
McNulty's Federal Estate and Gift Taxation in a Nutshell, 3rd Ed., 509 pages, 1983 (Text)  
McNulty's Federal Income Taxation of Individuals in a Nutshell, 3rd Ed., 487 pages, 1983 (Text)  
Posin's Hornbook on Federal Income Taxation of Individuals, Student Ed., 491 pages, 1983 with 1985 pocket part (Text)  
Selected Federal Taxation Statutes and Regulations, about 1400 pages, 1986  
Solomon and Hesch's Cases on Federal Income Taxation of Individuals, about 800 pages, 1987 (Casebook)

## LAW SCHOOL PUBLICATIONS—Continued

### TAXATION—Cont'd

Sobeloff and Weidenbruch's Federal Income Taxation of Corporations and Stockholders in a Nutshell, 362 pages, 1981 (Text)

### TORTS

Christie's Cases and Materials on the Law of Torts, 1264 pages, 1983 (Casebook)

Dobbs' Torts and Compensation—Personal Accountability and Social Responsibility for Injury, 955 pages, 1985 (Casebook)

Green, Pedrick, Rahl, Thode, Hawkins, Smith and Treece's Cases and Materials on Torts, 2nd Ed., 1360 pages, 1977 (Casebook)

Green, Pedrick, Rahl, Thode, Hawkins, Smith, and Treece's Advanced Torts: Injuries to Business, Political and Family Interests, 2nd Ed., 544 pages, 1977 (Casebook)—reprint from Green, et al. Cases and Materials on Torts, 2nd Ed., 1977

Keeton, Keeton, Sargentich and Steiner's Cases and Materials on Torts, and Accident Law, 1360 pages, 1983 (Casebook)

Kionka's Torts in a Nutshell: Injuries to Persons and Property, 434 pages, 1977 (Text)

Malone's Torts in a Nutshell: Injuries to Family, Social and Trade Relations, 358 pages, 1979 (Text)

Prosser and Keeton's Hornbook on Torts, 5th Ed., Student Ed., 1286 pages, 1984 (Text)

Shapo's Cases on Tort and Compensation Law, 1244 pages, 1976 (Casebook)

See also Products Liability

### TRADE REGULATION

McManis' Unfair Trade Practices in a Nutshell, 444 pages, 1982 (Text)

Oppenheim, Weston, Maggs and Schechter's Cases and Materials on Unfair Trade Practices and Consumer Protection, 4th Ed., 1038 pages, 1983 with 1986 Supplement (Casebook)

See also Antitrust, Regulated Industries

### TRIAL AND APPELLATE ADVOCACY

Appellate Advocacy, Handbook of, 2nd Ed., 182 pages, 1986 (Text)

Bergman's Trial Advocacy in a Nutshell, 402 pages, 1979 (Text)

Binder and Bergman's Fact Investigation: From Hypothesis to Proof, 354 pages, 1984 (Coursebook)

Goldberg's The First Trial (Where Do I Sit?, What Do I Say?) in a Nutshell, 396 pages, 1982 (Text)

Haydock, Herr and Stempel's, Fundamentals of Pre-Trial Litigation, 768 pages, 1985 (Casebook)

Hegland's Trial and Practice Skills in a Nutshell, 346 pages, 1978 (Text)

Hornstein's Appellate Advocacy in a Nutshell, 325 pages, 1984 (Text)

### TRIAL AND APPELLATE ADVOCACY—Cont'd

Jeans' Handbook on Trial Advocacy, Student Ed., 473 pages, 1975 (Text)

Martineau's Cases and Materials on Appellate Practice and Procedure, about 550 pages, 1987 (Casebook)

McElhaney's Effective Litigation, 457 pages, 1974 (Casebook)

Nolan's Cases and Materials on Trial Practice, 518 pages, 1981 (Casebook)

Parnell and Shellhaas' Cases, Exercises and Problems for Trial Advocacy, 171 pages, 1982 (Coursebook)

Sonsteng, Haydock and Boyd's The Trialbook: A Total System for Preparation and Presentation of a Case, Student Ed., 404 pages, 1984 (Coursebook)

### TRUSTS AND ESTATES

Atkinson's Hornbook on Wills, 2nd Ed., 975 pages, 1953 (Text)

Averill's Uniform Probate Code in a Nutshell, 425 pages, 1978 (Text)

Bogert's Hornbook on Trusts, 5th Ed., 726 pages, 1973 (Text)

Clark, Lusky and Murphy's Cases and Materials on Gratuitous Transfers, 3rd Ed., 970 pages, 1985 (Casebook)

Gulliver's Cases and Materials on Future Interests, 624 pages, 1959 (Casebook)

Gulliver's Introduction to the Law of Future Interests, 87 pages, 1959 (Casebook)—reprint from Gulliver's Cases and Materials on Future Interests, 1959

McGovern's Cases and Materials on Wills, Trusts and Future Interests: An Introduction to Estate Planning, 750 pages, 1983 (Casebook)

Mennell's Cases and Materials on California Decedent's Estates, 566 pages, 1973 (Casebook)

Mennell's Wills and Trusts in a Nutshell, 392 pages, 1979 (Text)

Powell's The Law of Future Interests in California, 91 pages, 1980 (Text)

Simes' Hornbook on Future Interests, 2nd Ed., 355 pages, 1966 (Text)

Turano and Radigan's Hornbook on New York Estate Administration, approximately 575 pages, 1986 (Text)

Uniform Probate Code, 5th Ed., Official Text With Comments, 384 pages, 1977

Waggoner's Future Interests in a Nutshell, 361 pages, 1981 (Text)

Waterbury's Materials on Trusts and Estates, 1039 pages, 1986 (Casebook)

### WATER LAW

Getches' Water Law in a Nutshell, 439 pages, 1984 (Text)

## LAW SCHOOL PUBLICATIONS—Continued

### WATER LAW—Cont'd

Sax and Abram's Cases and Materials on Legal Control of Water Resources in the United States, 941 pages, 1986 (Casebook)

Trelease and Gould's Cases and Materials on Water Law, 4th Ed., 816 pages, 1986 (Casebook)

See also Energy and Natural Resources Law, Environmental Law

### WOMEN AND THE LAW

Kay's Text, Cases and Materials on Sex-Based Discrimination, 2nd Ed., 1045 pages, 1981, with 1986 Supplement (Casebook)

Thomas' Sex Discrimination in a Nutshell, 399 pages, 1982 (Text)

See also Employment Discrimination

### WILLS

See Trusts and Estates

### WORKERS' COMPENSATION

See Social Legislation

**ADVISORY BOARD**  
**AMERICAN CASEBOOK SERIES**  
**HORNBOOK SERIES AND BASIC LEGAL TEXTS**  
**NUTSHELL SERIES AND BLACK LETTER SERIES**

---

**JOHN A. BAUMAN**

Professor of Law  
University of California, Los Angeles

**CURTIS J. BERGER**

Professor of Law  
Columbia University School of Law

**JESSE H. CHOPER**

Dean and Professor of Law  
University of California, Berkeley

**DAVID P. CURRIE**

Professor of Law  
University of Chicago

**DAVID G. EPSTEIN**

Dean and Professor of Law  
Emory University

**YALE KAMISAR**

Professor of Law  
University of Michigan

**MARY KAY KANE**

Professor of Law  
University of California,  
Hastings College of the Law

**WAYNE R. LaFAVE**

Professor of Law  
University of Illinois

**RICHARD C. MAXWELL**

Professor of Law  
Duke University

**ARTHUR R. MILLER**

Professor of Law  
Harvard University

**JAMES J. WHITE**

Professor of Law  
University of Michigan

**CHARLES ALAN WRIGHT**

Professor of Law  
University of Texas



*Dedicated  
to  
Mary D. Mignano*

\*

## Preface

---

These Teaching Materials try to consolidate in a single volume the currently-acceptable methods, to the extent that they merit consideration, of instructing law students for successful careers in representing corporations and their widening constituencies. These time-tested materials allow for coverage of more concepts in the limited amount of time available to business association teachers.

Combined are more detailed outlines, bold-face or black-type summaries (although in regular type), Hornbook syntheses, and, as in the earlier edition, diagrams and professionally-oriented practice projects for clinical training. Such consideration permits emphasis on current and landmark cases and analysis of them in depth.

For the statutory background of corporation law, the most recent revision of the American Bar Association Model Business Corporation Act, various versions of which are reflected in many state corporate statutes, is excerpted. However, the innovative or different formulations in important non-Model Act jurisdictions, such as Delaware, New York and California, are not slighted. The statutes, articles of incorporation, bylaws, "shareholder agreements", and forms are integrated into the materials themselves, and not relegated to an appendix or supplement. And all, excluding the pages of corporate statutes and forms, in some 1000 pages.

Emphasis is on the laws of corporations, primarily the basic corporate statutes and cases. Also treated are such cognate subjects as corporate finance legal accounting, securities regulation, bankruptcy reorganization, and federal taxation. Coverage has been expanded to include concise but adequate outlines of general and limited partnerships, a synopsis of agency law, and diagrammatic analyses of the principal forms of nonprofit organizations, including nonprofit corporations.

These Teaching Materials, although the second edition by the same author, actually are the fifth in a series of more traditional casebooks, by Robert S. Stevens and Arthur Larson in 1947, a second edition by Stevens and Larson in 1955, by Stevens and the current author in 1965, and by the current author in 1974 (with 1980 Supplement).

If one wants to supplement these compact "all-in-one" Teaching Materials, there is the text, *Laws of Corporations and Other Business Enterprises* by H. Henn and J. Alexander (1983) (1986 Supp. with WESTLAW References). The Hornbook's approach, with its 1986 Supplement is at four levels: (1) Bold-face summaries of each of the 389 sections; (2) Concise textual treatment of each aspect of the laws; (3)