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CASES AND MATERIALS ON
CORPORATIONS
INCLUDING
PARTNERSHIPS
AND
LIMITED LIABILITY
COMPANIES

Eleventh Edition



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

WEST

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COMPANIES**

Eleventh Edition

■ ■ ■

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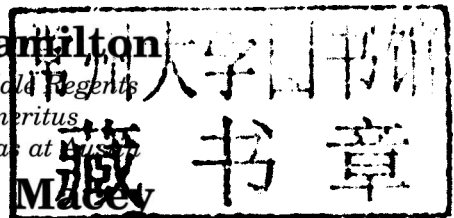
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PREFACE

This book is designed for introductory courses in the law of business associations. It may also be used for more focused courses on corporations or unincorporated business associations. With a minimum of adjustment, it may be used in courses covering from two to six credit hours.

We are strongly of the view that the modern law of business associations can be most effectively taught only in the context of a specific set of statutes. The accompanying statutory supplement contains all of the statutes that students will need when using this book as well as portions of the official commentary.

In the preparation of this book, a number of stylistic conventions have been used. Ellipses (“* * *”) indicate textual omissions in cases and materials. Citations and footnotes, however, are usually omitted without specification. Any footnotes that remain in cases and materials retain their original numbers. Footnotes added by the undersigned authors are designated by letters (a-z in each Chapter, followed if needed by aa-zz, then aaa-zzz).

Finally, we would like to thank Judy Dodson, Professor Hamilton’s patient secretary, who prepared the original text of this book. We also want to acknowledge the assistance of Allison Harlow, Cornell Law School class of 2001; Jeff Hanson and Rudy Koch, Cornell Law School class of 2003; Christine Harlow, Cornell Law School class of 2004; Eric Rosenstock, Yale Law School class of 2005; Mark Cho, Sabrina Glaser, and Robin Preussell, Yale Law School class of 2006; Stephanie Biederman and Johanna Spellman, Yale Law School class of 2007; Zoë Klugman, University of Pennsylvania Law School class of 2009; Andrew Geiring, Yale Law School class of 2011; Robin Lowe Clarkson, University of Houston Law Center class of 2010; and Andrea Marks and Robert Slater, University of Houston Law Center class of 2011. These students performed able research, recorded innumerable changes, ensured consistency of form throughout, and checked galleys and page proofs.

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