

NORTH CAROLINA GENERAL ASSEMBLY
1965 SESSION

CHAPTER 762
HOUSE BILL 925

1 AN ACT TO AMEND CHAPTER 55A, THE NON-PROFIT CORPORATION ACT, OF THE
2 GENERAL STATUTES TO PROVIDE THEREIN AUTHORITY TO RESTATE THE
3 CHARTER OF A NON-PROFIT CORPORATION TO WHICH THE PROVISIONS OF
4 CHAPTER 55A ARE APPLICABLE.

5
6 The General Assembly of North Carolina do enact:
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8 **Section 1.** Article 6 of Chapter 55A of the General Statutes is amended by adding
9 therein a new Section to be designated as Section 55A-37.1 to read as follows:

10 "**G.S. 55A-37.1. Restated Charter.** (a) At any time after its charter has been amended, a
11 corporation may by action of its board of directors without necessity of vote of the members,
12 cause to be prepared a document entitled 'Restated Charter', which shall integrate into one
13 document its original articles of incorporation (or articles of consolidation) and all amendments
14 thereto, including those affected by articles of merger or consolidation, except that: in lieu of
15 the address of the initial registered office and the name of the initial registered agent, the
16 restated charter shall state the address of the then registered office and the name of its then
17 registered agent.

18 "(b) The restated charter shall also set forth that it purports merely to restate but not to
19 change the provisions of the original articles of incorporation as supplemented and amended
20 and that there is no discrepancy, other than as expressly permitted by this Section, between the
21 said provisions and the provisions of the restated charter.

22 "(c) The restated charter shall be executed by the corporation and be filed as provided in
23 G.S. 55A-4.

24 "(d) A copy of the restated charter certified by the Secretary of State shall be presumed,
25 until otherwise shown, to be the full and true charter of the corporation as in effect on the date
26 when so certified.

27 "(e) A corporation may also integrate its articles of incorporation and all amendments
28 thereto by the procedure provided in this Chapter for amending the charter."

29 **Sec. 2.** All laws and clauses of laws in conflict with this Act are hereby repealed.

30 **Sec. 3.** This Act shall be in full force and effect from and after its ratification.

31 In the General Assembly read three times and ratified, this the 1st day of June, 1965.