

# **Corporations and Other Business Organizations**



# Corporations and Other Business Organizations

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Cases and Materials

TENTH EDITION

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# Preface

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The book is designed to be used in a three- or four-semester-hour corporation law or business associations course. Chapters 1 and 2 deal with unincorporated business organizations. The remaining chapters focus on corporations. Some of the securities related materials have been included simply to give students a first acquaintance with a few of the more common securities law questions likely to arise in a corporate practice.

Teachers who wish to deal only selectively with these questions, or to save them for another course, will find no difficulty in doing so. An introduction to the reading of financial statements is included in an appendix. The materials on reading financial statements were designed to be understandable to students with little or no help.

Citations of authority and references of various sorts have been omitted, as have footnotes, except where inclusion or partial inclusion has served a specific purpose. These deletions generally have not been indicated. Other deletions and revisions usually have been, except for the correction of typographical errors and the deletion of paragraphs and longer portions of text appearing before or after excerpts from non-case materials, and except for a few miscellaneous deletions and revisions of a minor nature. Where footnotes have been retained, the original footnote numbers have been indicated with brackets.

I want to honor my late co-editors who created the earliest editions of this book decades ago and maintained them over many years: Larry D. Soderquist and A.A. Sommer, Jr., two towering figures in corporate legal history.

I am also grateful to my other co-editors on more recent editions, including especially Linda Smiddy, who added so much to the book but has now retired. Many others helped in the preparation of the book, including Benjamin Field, George Washington University Law School class of 2017, and two of its adopters, Professors Anna Han and Jennifer Taub, who offered insightful comments on previous versions. Thanks to my thousands of students who have read this book over the years and shared their feedback to make it better.

LAWRENCE A. CUNNINGHAM

