

National University of Ireland, Maynooth

From the Selected Works of Seth Barrett Tillman

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Corporate Law Citation List

Seth Barrett Tillman, *None*



Available at: https://works.bepress.com/seth_barrett_tillman/185/

**CITATIONS IN JUDICIAL OPINIONS & LEGAL BRIEFS TO MY CORPORATE LAW
PUBLICATIONS**

- [1] *OptimisCorp v. Waite*, Civ. A. No. 8773-VCP, slip op. at 191 n.589, 2015 WL 5086342, at *74 n.589, 2015 Del. Ch. LEXIS 222, at *254 n.589 (Del. Ch., Aug. 26, 2015) (Parsons, V.C.), available at http://works.bepress.com/seth_barrett_tillman/567/, also available at <http://courts.delaware.gov/opinions/download.aspx?ID=228750>.
- [2] *Finnegan v. Baker*, Civ. A. No. SUCV2009-03772-BLS1, slip op. at 55 n.4, 2012 WL 6629636, at *24 n.4, 2012 Mass. Super. LEXIS 306, at *68 n.4 (Mass. Super. Ct., Oct. 18, 2012) (Lauriat, J.) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)), appeal filed, available at http://works.bepress.com/seth_barrett_tillman/354/.
- [3] Appellees' Corrected Answering Brief, *Klaassen v. Allegro Development Corporation*, Case No. 583-2013 (Del., Dec. 5, 2013) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Potter Anderson & Corroon LLP et al.), Filing ID 54656293, 2013 WL 6709992, at *22, 2013 DE S. Ct. Briefs 583, at *22, available at http://works.bepress.com/seth_barrett_tillman/435/, also available at <http://courts.delaware.gov/supreme/oralarguments/download.aspx?id=190>.
- [4] Appellant's Brief, *Mains v. Citibank, NA as Trustee for Wamu Series 2007-HE2 Trust*, Case No. 10A04-1309-MF-450 (Ind. Ct. App., Dec. 23, 2013) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Smith Carpenter Fondrisi, & Cummins, LLC), 2013 WL 7389869, at *1, *22-*23, available at http://works.bepress.com/seth_barrett_tillman/461/.

- [5] Plaintiffs' Response to Defendants' Separate Statement of Facts in Support of Their Motion for Summary Judgment, *Avent v. Paragon Gaming, LLC*, No. CV2010017742 (Ariz. Super. Ct., Sept. 28, 2012) (Anderson, J.) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)), 2012 WL 8170810, ¶¶ 51 & 112, 2012 AZ Sup. Ct. Motions LEXIS 10, available at http://works.bepress.com/seth_barrett_tillman/399/.
- [6] Plaintiffs' Motion for Partial Summary Judgment, *Avent v. Paragon Gaming, LLC*, No. CV2010017742 (Ariz. Super. Ct., Aug. 29, 2012) (Anderson, J.) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)), 2012 WL 8170773, § III[A], 2012 AZ Sup. Ct. Motions LEXIS 1, available at http://works.bepress.com/seth_barrett_tillman/398/.
- [7] Plaintiffs' Reply Brief in Support of Their Motion for Partial Summary Judgment, *Kevin Shahbazi v. TD Security, LLC*, No. 5628-VCL (Del. Ch. Jan. 26, 2011) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Prickett, Jones & Elliott, P.A.), Dkt. No. 126, 2011 WL 283258, at *35, 2011 DE Ch. Ct. Motions LEXIS 2, at *64, available at http://works.bepress.com/seth_barrett_tillman/215/.
- [8] Defendant McAfee's Opposition Brief to Plaintiffs' Motion for Partial Summary Judgment at 26, 28, *Kevin Shahbazi v. TD Security, LLC*, No. 5628-VCL (Del. Ch. Jan. 7, 2011) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Morris, Nichols, Arsht & Tunnell LLP) (formerly under seal), Dkt. No. 90, 2011 WL 590871, 2011 DE Ch. Ct. Motions LEXIS 3, at *44, *48, available at http://works.bepress.com/seth_barrett_tillman/216/.
- [9] Defendants' Joint Answering Post-Trial Brief at 12 n.6, *Blades v. Wisheart*, No. 5317-VCS (Del. Ch. July 1, 2010) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Pinckney, Harris & Weidinger, LLC), Dkt. No. 226, 2010 WL 2678652, 2010 DE Ch. Ct. Briefs LEXIS 10, at *21 n.6, available at http://works.bepress.com/seth_barrett_tillman/169/.

- [10] Plaintiffs' Reply in Support of their Motion for Default Judgment, Motion for Judgment on the Pleadings and Motion for Attorneys' Fees and Costs at 12, *Noe v. Kropf* (Del. Ch. Dec. 9, 2008) (No. 4050-CC) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Greenberg Traurig, LLP), 2008 WL 5202998, 2008 DE Ch. Ct. Motions LEXIS 36, at *18, available at http://works.bepress.com/seth_barrett_tillman/107/.
- [11] Intervenor Turnaround Advisors LLC's (1) Opposition to Plaintiffs' Motion for Default Judgment, Motion for Judgment in the Pleadings and Motion for Attorneys' Fees and Costs; and (2) Opening Brief in Support of its Motion for Attorneys' Fees and Costs at 14 nn.42, 45 & 47, 16 n.55, 18 nn.65 & 67, 19 nn.69-72, *Noe v. Kropf* (Del. Ch. Dec. 4, 2008) (No. 4050-CC) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Fish & Richardson P.C.), 2008 WL 5196082, 2008 DE Ch. Ct. Motions LEXIS 35 *passim*, available at http://works.bepress.com/seth_barrett_tillman/106/.
- [12] Plaintiffs' Motion for Default Judgment, Motion for Judgment on the Pleadings, and Motion for Attorneys' Fees and Costs at 14, *Noe v. Kropf* (Del. Ch. Nov. 12, 2008) (No. 4050-CC) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Greenberg Traurig, LLP), 2008 WL 4903893, 2008 DE Ch. Ct. Motions LEXIS 34, at *22, available at http://works.bepress.com/seth_barrett_tillman/97/.
- [12] Turnaround Advisors, LLC's Reply Brief in Support of its Combined Motion to Intervene and to Vacate Order to Expedite Proceedings *passim*, *Noe v. Kropf*, 2008 WL 4603577, 2008 Del. Ch. LEXIS 148 (Del. Ch. Oct. 3, 2008) (No. 4050-CC) (citing C. Stephen Bigler & Seth Barrett Tillman, *Void or Voidable? -- Curing Defects in Stock Issuances Under Delaware Law*, 63 BUS. LAW. 1109 (2008)) (filed by Fish & Richardson P.C.), 2008 WL 4532882, 2008 DE Ch. Ct. Motions LEXIS 30 *passim*, available at http://works.bepress.com/seth_barrett_tillman/90/.

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- [1] 1 R. FRANKLIN BALOTTI & JESSE A. FINKELSTEIN, DELAWARE LAW OF CORPORATIONS AND BUSINESS ORGANIZATIONS § 10.2 – “*All or Substantially All*” *the Asserts Under Section 271*, at n.15 (2011).
- [2] 11 JENNIFER L. BERGER ET AL., FLETCHER CYCLOPEDIA OF THE LAW OF CORPORATIONS §§ 5123 n.2, 5123.50 n.5, 5124 n.19, 5145 nn.3, 7, 5146 n.2, 5286 n.5, 5287 nn.6, 14 (perm. ed., 2003 rev. vol. Cum. Supp. 2009).
- [3] RICHARD A. BOOTH, FINANCING THE CORPORATION § 3:18 n.3 -- *Formalities of stock issuance* (Supp. 2012), *available at* http://works.bepress.com/seth_barrett_tillman/339/.
- [4] 11 JOY MARLENE BRYAN & SIMON M LORNE, ACQUISITIONS AND MERGERS: NEGOTIATED AND CONTESTED TRANSACTIONS § 3:64.76, at 3-364.2 to 3-364.2.42 (2010) (available on Westlaw).
- [5] WILLIAM J. CARNEY, MERGERS AND ACQUISITIONS: THE ESSENTIALS 281 n.146 (2009) (citing *Future developments in Delaware Law*).
- [6] William J. Carney et al., *Delaware Corporate Law: Failing Law, Failing Markets*, in THE LAW AND ECONOMICS OF CORPORATE GOVERNANCE: CHANGING PERSPECTIVES 23, 39 n.67 (Alessio M. Paces ed., Cheltenham, Edward Elgar Publishing Ltd. 2010) (citing *Future developments in Delaware Law*), *also available at* <http://tinyurl.com/ck8d27> (research paper).
- [7] JAMES D. COX & THOMAS LEE HAZEN, BUSINESS ORGANIZATIONS LAW § 16.10, at 506 n.3 (3d ed. 2011).
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- [9] 1 ARTHUR N. FIELD & JEFFREY M. SMITH, LEGAL OPINIONS IN BUSINESS TRANSACTIONS § 9:4:3 n.63, at 240 n.63 (3d ed. 2014), *available at* http://works.bepress.com/seth_barrett_tillman/270/.
- [10] DONALD W. GLAZER ET AL., GLAZER AND FITZGIBBON ON LEGAL OPINIONS § 10.6.4.1 & n.17 (3d ed. Cum. Supp. 2014), *available at* <http://tinyurl.com/obzucn4>, *also available at* http://works.bepress.com/seth_barrett_tillman/480/ (published by Wolters Kluwer).
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- [11] MACIEJ GUTOWSKI, WZRUSZALNOSC CZYNNOSCI PRAWNEJ, at XIII (Warsaw, Wydawnictwo C.H. Beck 2010), *available at* http://works.bepress.com/seth_barrett_tillman/330/.
- [12] 28 EGON GUTTMAN, MODERN SECURITIES TRANSFERS § 11:2 - *Issue of the security- Lack of genuineness as defense of issuer against purchaser of a certificated security*, at 11-8 n.7 (4th ed. Supp. 2011), *available at* http://works.bepress.com/seth_barrett_tillman/262/.
- [13] 8 LARY LAWRENCE, LAWRENCE'S ANDERSON ON THE UNIFORM COMMERCIAL CODE § 8-101:4 [Rev] (3d ed. Supp. June 2011).
- [14] MODEL BUS. CORP. ACT ANN. § 6.21, at 6-110 (4th ed. rev. 2013), *available at* http://works.bepress.com/seth_barrett_tillman/264/.
- [15] JOSEPH M. PERILLO, PERILLO'S CONTRACTS § 1.8(b) n.8 (7th ed. 2014), *available at* http://works.bepress.com/seth_barrett_tillman/361/, *also available at* <http://tinyurl.com/ojttl2a>.
- [16] LEE R. PETILLON & ROBERT JOE HULL, REPRESENTING START-UP COMPANIES § 2:39 (Supp. Oct. 2012), *available at* http://works.bepress.com/seth_barrett_tillman/412/.
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- [18] RICHARD W. SOUTHGATE & DONALD W. GLAZER, MASSACHUSETTS CORPORATION LAW & PRACTICE § 5.5 n.104a, at 5-35 (2d ed. Cum. Supp. 2015), *available at* http://works.bepress.com/seth_barrett_tillman/482/ (posted on Westlaw).
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- [21] Byron F. Egan, *Fiduciary Duties of Corporate Directors and Officers in Texas*, 43 TEX. J. BUS. L. 45, 321 n.918 (2009) (peer reviewed for article selection).
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- [22] D. Richard McDonald & Jeanne M. Moloney, *Correcting Incomplete Corporate Records*, MICH. BUS. L.J., Fall 2009, at 31 n.2, 34 nn.36, 41 (2009) (practitioners' journal), *available at* http://works.bepress.com/seth_barrett_tillman/209/, *also available at* <http://ssrn.com/abstract=2202476>.
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- [25] BNA CORPORATE PRACTICE SERIES No. 82-1, *Third-Party Legal Opinions* (2010).
- [26] DELAWARE CODE ANNOTATED, 6 Del. C. §§ 8-202, 8-210, 8 Del. C. §§ 102, 151, 161 (West 2009).

- [27] Roland E. Brandel *et al.*, *Developing and Delivering Substantive Law Content*, 2011 BUSINESS BAR LEADERS CONFERENCE (ABA Business Law Section, Chicago, IL), May 10-11, 2011, at 49-51, available at http://works.bepress.com/seth_barrett_tillman/276/, also available at <http://tinyurl.com/3nuslo8>.
- [28] James F. Fotenos, *Notes From the Listserve*, LEGAL OPINION NEWSLETTER (ABA Section of Business Law, Chicago, IL), Spring 2011, at 10-12, available at http://works.bepress.com/seth_barrett_tillman/239/.
- [29] Donald W. Glazer, *Recent Developments, Opinions on DGCL Section 204 Stock: A Rose is a Rose is a Rose*, IN OUR OPINION: THE NEWSLETTER OF THE LEGAL OPINIONS COMMITTEE (ABA Business Law Section, Chicago, IL), Spring 2014, at 10, available at <http://tinyurl.com/kknflgf>, also available at http://works.bepress.com/seth_barrett_tillman/476/.
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My publications and their abstracts are generally available on <http://ssrn.com/author=345891> and on http://works.bepress.com/seth_barrett_tillman/.

A citation list to my publications is available at:
http://works.bepress.com/seth_barrett_tillman/18/.