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January 11, 2012

Clerk of the Court of Appeals  
P O Box 11629  
COLUMBIA SC 29211

RECEIVED  
JAN 15 2013  
SC Court of Appeals

RE: Looney v. GrassRoots of SC, Inc. Appeals Court Case Number: 2011 192973

**Appellant's letter to the Court Furnishing Supplemental Authority  
under SCACR Rule 2.08(b)(7).**

Dear Clerk:

I would ask that you forward this letter to the Judges who heard oral arguments on our case on January 9, 2013. The case was heard at 10:00am in Courtroom 2.

Appellants, by and through their undersigned attorney, hereby transmit this letter to the Court. The purpose of the letter is to furnish supplemental authority under SCRAAR 2.08(b)(7).

During oral arguments, the Court, *sua sponte*, made substantial inquiry into the question of the effective date of the vote to amend the Articles of Incorporation. That is, whether a vote to amend articles is effective at the conclusion of the vote or at the filing of the amendment with the Secretary of State.

Neither the Appellant nor the Respondent were able to produce authority on that question at oral argument. Further, neither the Appellant nor the Respondent cited authority on that question in their respective briefs. Under the SC Rules of Appellate Procedure 2.08(b)(7), a party may send a letter to this Court providing supplemental authority.

After researching the Court's question, there appears authority on that question. Therefore, in the interest of judicial economy, to aid the Court, and to help prevent the issue from being overlooked or misapprehended by the Court, Appellant hereby identifies this supplemental authority.

The authority is as follows:

Section 33-31-125(d)(1-3) of the South Carolina Non-Profit Act:

(d) The Secretary of State's duty to file documents under this section is ministerial. His filing or refusing to file a document does not:

- (1) affect the validity or invalidity of the document in whole or in part;
- (2) relate to the correctness or incorrectness of information contained in the document; or
- (3) except as provided in Section 33-31-127, create a presumption that the document is valid or invalid or that information contained in the document is correct or incorrect; and,

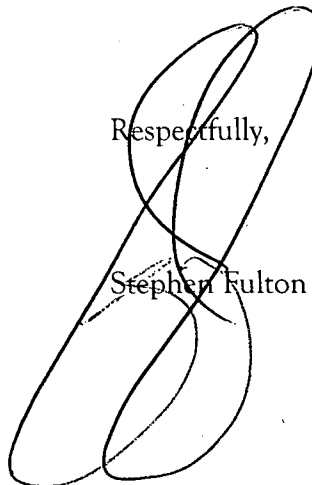
Section 33-31-123 of the South Carolina Non-Profit Act:

- (a) Except as provided in subsection (b), a document is effective:
  - (1) at the time of filing on the date it is filed, as evidenced by the Secretary of State's endorsement on the original document; or
  - (2) at the time specified in the document as its effective time on the date it is filed.
- (b) A document may specify a delayed effective time and date and if it does so the document becomes effective at the time and date specified. If a delayed effective date but no time is specified, the document is effective at the close of business on that date. A delayed effective date for a document may not be later than the ninetieth day after the date filed.

Respectfully,

Stephen Fulton Shaw, Attorney

Copies to: S. Jahue Moore, Esq.  
Attorney for Respondent

A large, stylized handwritten signature in black ink, consisting of several overlapping loops and curves, positioned over the typed name of the attorney.