**ADOPTED**

Senators Tillery of the 19th and Hatchett of the 50th offered the following amendment #4:

*Amend HB 1185 (LC 62 0291-EC):*

By adding "brought by a shareholder or member" after the word "proceeding" on line 22.

By inserting "reasonably" between "is" and "expected" on line 154.

By inserting "reasonably" between "are" and "expected" on line 156.

By replacing the word "shall" with "may" on line 180.

By replacing the word "shall" with "may" on line 214.

By inserting "reasonably" between the second "is" and "expected" on line 219.

By inserting "reasonably" between "are" and "expected" on line 221.

By replacing the word "shall" with "may" on line 275.

By inserting "reasonably" between the second "is" and "expected" on line 280.

By inserting "reasonably" between the second "are" and "expected" on line 282.

By striking the language on line 315 after the semicolon, striking lines 316-321, and turning the semicolon into a period.

By striking the language on lines 339-343 and replacing with the following:

"(B) An internal entity claim, as such term is set forth in Code Section 14-1-1, if either:
(i) the entity's articles of incorporation, articles of organization, certificate of limited partnership, written partnership agreement, bylaws, written operating agreement, or other governing document requires such claim or proceeding to come before the Georgia State-wide Business Court; or
(ii) the entity is a public company, a private company that conducts a Tier 2 offering under Regulation A of the Securities Act of 1933 or a sale of securities under Regulation D of the Securities Act of 1933, or an entity composed exclusively of individuals or entities who would otherwise qualify as accredited

investors under Rule 501(a) of Regulation D under the Securities Act of 1933."

By restoring the stricken language on lines 358, 369, and 370.

By striking the language following the comma on line 375, striking lines 376-378, striking the language before the period on line 379, and replacing with "provided that the requirements of subparagraph (B) of paragraph (1) are met."

By striking lines 386-389 and replacing with "such claims are internal entity claims, as such term is set forth in Code Section 14-1-1, and the requirements of subparagraph (B) of paragraph (1) are met."

By striking lines 393 through 400 and replacing with "pursuant to paragraph (2), (3), or (4) of subsection (a) of this Code Section, such superior court or state court shall certify the transfer or removal from the superior court or state court to the Georgia State-wide Business Court."