

Washington and Lee Law Review

Volume 45 | Issue 3 Article 1

Summer 6-1-1988

Table of Contents

Follow this and additional works at: https://scholarlycommons.law.wlu.edu/wlulr

Recommended Citation

Table of Contents, 45 Wash. & Lee L. Rev. (1988).

Available at: https://scholarlycommons.law.wlu.edu/wlulr/vol45/iss3/1

This Prefatory Matter is brought to you for free and open access by the Washington and Lee Law Review at Washington and Lee University School of Law Scholarly Commons. It has been accepted for inclusion in Washington and Lee Law Review by an authorized editor of Washington and Lee University School of Law Scholarly Commons. For more information, please contact <a href="mailto:chiralteristics.org/linearized-chiralteristics.org/line

WASHINGTON AND LEE LAW REVIEW

Volume 45 Summer 1988 Number 3 CONTENTS THE ANNUAL JOHN RANDOLPH TUCKER LECTURE ANNUAL REVIEW OF SECURITIES AND COMMODITIES LAW ARTICLES State Takeover Laws: A Rebirth of Corporation Integration of Securities Offerings: Obstacles to Capital Formation Remain for Small Program Trading—A Critical Analysis Janet E. Kerr John C. Maguire 991 The Preexisting Relationship Doctrine Under Regulation D: A Rule Without Reason?....David B.H. Martin, Jr. L. Keith Parsons 1031 COMMENTARY State Takeover Statutes: Constitutionality. NOTES "May We Have the Last Dance?" States Take Aim at Corporate Raiders and Crash the Destroying the Barriers Between Commercial and Investment Banking: Should Congress Repeal the SEC Release 1092 on the Investment Advisers Act of 1940: Applicability of the Investment Advisers Act to Financial Planners and Other

© 1988 by the School of Law, Washington & Lee University ISSN: 0045-0463

The Assignment of Private Causes of Action Under the Federal Securities Laws: Express Versus Automatic Assignment	1165
The SEC's Proposal to Regulate Market Sweeps	1191
If You Can't Trust a Fiduciary, Who Can You Trust? Using State Fiduciary Duties to Compel Shareholders in Closely Held Corporations to Disclose Preliminary	
Merger Negotiations	1219

Printed by Western Newspaper Publishing Co., Inc., 537 East Ohio Street, Indianapolis, Indiana 46204.

STATEMENT OF OWNERSHIP, MANAGEMENT AND CIRCULATION as required by Act of Congress of August 24, 1912, as amended by the Act of March 3, 1933, July 2, 1946, and June 11, 1960: The Washington and Lee Law Review is owned by Washington and Lee University and is entered as second class matter at the Post Office in Lexington, Virginia 24450, with additional mailing privileges in Indianapolis, Indiana. David A. Walsh is Editor-in-Chief and William W. Senft is the Business Manager. Their address is Washington and Lee Law Review. Washington and Lee University, Lexington, Virginia 24450. There are no bond, mortgage, or other security holders. The average number of copies of each issue for the preceding twelve months was 1588.

The Washington and Lee Law Review (ISSN 0043-0463) is published quarterly by the Washington and Lee University School of Law in Lexington, Virginia 24450. Subscription prices, payable in advance, are \$20.00 (\$23.00 foreign) per volume (four issues); \$7.00 for The Fourth Circuit Review (Spring issue); and \$6.00 for The Annual Review of Securities and Commodities Law (Summer issue). Individual copies of The Fourth Circuit Review issue are \$9.50; individual copies of all other issues are \$8.50. All requests for subscriptions should be mailed to the Washington and Lee Law Review, Washington and Lee University, Lexington, Virginia 24450. Subscriptions will be continued automatically unless a written request for discontinuance is received. Copies for back issues through Volume 42 may be obtained from Fred B. Rothman & Co., 10368 West Centennial Road, Littleton, Colorado 80127. Copies of issues from Volumes 43 and 44 may be purchased directly from the Washington and Lee Law Review.

Except as otherwise provided, the author of each article in this issue has granted permission for copies of that article to be made for classroom use, provided that (1) copies are distributed at or below cost, (2) author and journal are identified, (3) proper notice of copyright is affixed to each copy, and (4) the user notifies the Washington and Lee Law Review that he or she has made such copies.

The materials published in the *Review* state the views of the writers and not necessarily of the *Review*, which takes no responsibility for any statement made herein.