

SAMPLE CIVIL FORM 25.

IN THE CIRCUIT COURT FOR _____ COUNTY, ALABAMA

A.B., Plaintiff)	
vs.)	
THE Q CORPORATION, an Ala-)	CASE NO. _____
bama corporation, X., Y. and Z.,)	
Defendants)	

COMPLAINT FOR STOCKHOLDER'S DERIVATIVE ACTION

Plaintiff, on behalf of himself and for the benefit of and on behalf of the Defendant, The Q Corporation, and all other holders of stock of said company who may be similarly situated, alleges:

1. Plaintiff is a resident citizen of the State of Alabama, County of _____.
2. The Defendant, The Q Corporation, is an Alabama corporation organized under the laws of the State of Alabama, with its principal place of business in the City of _____, Alabama.
3. Each of the individual Defendants resides in the State of Alabama, County of _____.
4. At all times here pertinent, the Plaintiff owned _____ shares of the common capital stock of The Q Corporation.

DEMAND OR EXCUSE FOR FAILURE TO MAKE DEMAND ON BOARD OF DIRECTORS AND STOCKHOLDERS

5. The Plaintiff made a demand upon the Board of Directors to institute this action, and the said Board of Directors failed and refused to do so.

(Excuse for failure to make demand)

[Here state allegations which are contended to be the basis of an excuse for a failure to make demand.]

6. The Plaintiff made a demand upon the stockholders to institute this action, and the said stockholders failed and refused to do so.

(Excuse for failure to make demand)

[Here state allegations which are contended to be the basis of an excuse for a failure to make demand.]

7. *(Enumerate in one or more paragraphs the facts made the basis of the suit.)*

8. Plaintiff will fairly and adequately represent the interest of the shareholders similarly situated in enforcing the rights of The Q Corporation.

9. The business and reputation of The Q Corporation have been damaged by reason of the transactions described herein.

10. Defendants X., Y. and Z. have realized profits totaling \$_____ on the transactions herein; or, The Q Corporation has been damaged in the amount of \$_____.

DEMAND FOR JUDGMENT

11. Plaintiff demands judgment against Defendants X., Y. and Z. as follows:

(a) that Defendants X., Y. and Z. be required to account to The Q Corporation for all profits made by them in connection with the transactions herein described between them and The Q Corporation;

(b) that a judgment be entered for The Q Corporation against Defendants X., Y. and Z., separately, severally and jointly, for all profits made by said Defendants;

(c) that a judgment be entered for The Q Corporation and against the Defendants X., Y. and Z., separately, severally and jointly, for all damage sustained by The Q Corporation as a result of the transactions herein set forth;

(d) an allowance of reasonable attorney's fee and expenses for Plaintiff's lawyer;

(e) such other relief to which The Q Corporation, the Plaintiff and other stockholders similarly situated may be entitled.

Attorney for Plaintiff

DATED: _____

STATE OF ALABAMA)
_____COUNTY)

VERIFICATION

I, the undersigned A.B., being first duly sworn, depose and say:

I am a resident citizen of _____County, in the State of Alabama. I am the Plaintiff named in the foregoing Complaint. I have read over the Complaint, and the facts stated therein are true and correct according to my information, knowledge and belief.

_____)
A.B.

Sworn to and subscribed before me this the _____day of _____, 2_____.

Notary Public