INDEX

ACCELERATION
U.C.C. Article 1: General Provisions, option to accelerate at will, 2:39
U.C.C. Article 2A: Leases, at will option, 5:77

ACCEPTANCE
U.C.C. Article 2A: Leases, this index
U.C.C. Article 3: Negotiable Instruments, this index
U.C.C. Article 4: Bank Deposits and Collections, acceptance order, 7:34
U.C.C. Article 4A: Funds Transfers, this index

ACCEPTED GOODS
U.C.C. Article 2: Sales, damages for seller’s breach, 3:151

ACCESSION PARTIES
U.C.C. Article 3: Negotiable Instruments, liability, 6:75

ACCOMPANYING DOCUMENTS
U.C.C. Article 4: Bank Deposits and Collections, security interest of collecting bank, 7:29

ACCORD AND SATISFACTION
U.C.C. Article 3: Negotiable Instruments, 6:93

ACQUISITION OF SECURITY OR FINANCIAL ASSET
U.C.C. Article 8: Investment Securities, 12:21

ACTIONS
U.C.C. Article 2A: Leases, rent, 5:69

ACTIONS—Cont’d
U.C.C. Article 3: Negotiable Instruments, this index

ADEQUATE ASSURANCE OF PERFORMANCE
U.C.C. Article 2A: Leases, 5:73

ADMISSIONS
U.C.C. Article 2: Sales, exceptions, statute of frauds, 3:25

ADVERSE CLAIM
U.C.C. Article 8: Investment Securities, this index

ADVISERS
U.C.C. Article 5: Letters of Credit, this index

AGE OF CHECK
U.C.C. Article 4: Bank Deposits and Collections, excess of six months, 7:35

AGENT
U.C.C. Article 4: Bank Deposits and Collections, collecting bank as agent, 7:28

AGREEMENTS
As to the nature of agreements see specific Articles
Variation by Agreement, this index

ALIENABILITY OF INTEREST
U.C.C. Article 2A: Leases, 5:24

ALLOCATION OR DIVISION OF RISK
U.C.C. Article 2: Sales, 3:68

ALTERATION
Change or Modification, this index

AMENDMENTS
U.C.C. Article 4A: Funds Transfers, payment orders, 8:36
AMENDMENTS—Cont’d
U.C.C. Article 5: Letters of Credit, parties involved, 9:12, 9:13

AMOUNT
U.C.C. Article 3: Negotiable Instruments, sum certain/fixed amount, 6:7

ANOMALOUS INDORSEMENTS
U.C.C. Article 3: Negotiable Instruments, 6:20

ANTICIPATORY REPUDIATION
U.C.C. Article 2: Sales, 3:179
U.C.C. Article 2A: Leases, 5:74

APPLICATION
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, this index
U.C.C. Article 4: Bank Deposits and Collections, this index
U.C.C. Article 4A: Funds Transfers, this index
U.C.C. Article 5: Letters of Credit, this index
U.C.C. Article 6: Bulk Transfers, this index

APPROPRIATE PERSON
U.C.C. Article 8: Investment Securities, indorsement, instruction, or entitlement order, 12:24

ASSIGNMENTS
U.C.C. Article 2: Sales, assignment of rights, 3:67
U.C.C. Article 5: Letters of Credit, proceeds, 9:38
U.C.C. Article 9: Secured Transactions, this index

ASSORTMENT
U.C.C. Article 2: Sales, open term, 3:76

ASSURANCES
U.C.C. Article 2A: Leases, adequate assurance of performance, 5:73
U.C.C. Article 8: Investment Securities, effectiveness of indorsement or instruction, 12:50

AT WILL ACCELERATION
U.C.C. Article 1: General Provisions, 2:39

ATTACHMENT OF GOODS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:54

ATTORNEY FEES AND COSTS
Magnuson-Moss Warranty Act, 4:29
U.C.C. Article 5: Letters of Credit, 9:31

AUCTIONS
U.C.C. Article 2: Sales, 3:58
U.C.C. Article 6: Bulk Transfers, this index

AUTHENTICATION
U.C.C. Article 8: Investment Securities, obligations, 12:55

AUTHORIZED
U.C.C. Article 2: Sales, authority to ship under reservation, 3:75
U.C.C. Article 3: Negotiable Instruments, unauthorized signature, 6:58
U.C.C. Article 4: Bank Deposits and Collections, unauthorized signature, 7:42, 7:43
U.C.C. Article 4A: Funds Transfers, authorized payment orders, 8:14

BANKS
U.C.C. Article 4: Bank Deposits and Collections, this index
U.C.C. Article 4A: Funds Transfers, error in description of beneficiary’s bank, 8:21

BASIS OF BARGAIN
U.C.C. Article 2: Sales, nature of warranty, 3:95

BENEFICIARIES
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, supply contract, 5:46
U.C.C. Article 4A: Funds Transfers, error in description, 8:19, 8:20

Index-2
| Index | CANCELLATION—Cont’d
| U.C.C. Article 4A: Funds Transfers, payment orders, 8:36
| U.C.C. Article 5: Letters of Credit, parties involved, 9:12, 9:13
| CAPTIONS
| U.C.C. Article 1: General Provisions, 2:9
| CARRIER’S LIEN
| U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:43
| CASHIER’S CHECKS
| U.C.C. Article 3: Negotiable Instruments, this index
| CASUALTY TO IDENTIFIED GOODS
| U.C.C. Article 2A: Leases, 5:22
| CAUSE OF ACTION
| U.C.C. Article 3: Negotiable Instruments, accrual, 6:93
| CERTIFICATION
| U.C.C. Article 4: Bank Deposits and Collections, payor bank’s relationship with customer, 7:34
| CERTIFIED CHECKS
| U.C.C. Article 3: Negotiable Instruments, this index
| CHANGE OR MODIFICATION
| Amendments, this index
| U.C.C. Article 2: Sales, this index
| U.C.C. Article 2A: Leases, this index
| U.C.C. Article 3: Negotiable Instruments, liability for alteration, 6:82
| U.C.C. Article 4: Bank Deposits and Collections, report of alteration, 7:42, 7:43
| U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, |
CHANGE OR MODIFICATION
—Cont’d
change in destination after issuance, 11:40
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, unauthorized alterations, 11:38
U.C.C. Article 8: Investment Securities, alteration of security certificate, 12:37
U.C.C. Article 8: Investment Securities, this index
U.C.C. Article 9: Secured Transactions, this index

CHARGE ORDER
U.C.C. Article 4: Bank Deposits and Collections, 7:34
U.C.C. Article 4A: Funds Transfers, 8:37

CHARGE-BACKS
U.C.C. Article 4: Bank Deposits and Collections, 7:17

CHARGING CUSTOMER’S ACCOUNT
U.C.C. Article 4: Bank Deposits and Collections, 7:33 to 7:36

CHOICE OF FORUM
U.C.C. Article 5: Letters of Credit, 9:6

CHOICE OF LAW
U.C.C. Article 2A: Leases, 5:8, 5:9
U.C.C. Article 4A: Funds Transfers, 8:9
U.C.C. Article 5: Letters of Credit, 9:6
U.C.C. Article 8: Investment Securities, this index
U.C.C. Article 9: Secured Transactions, this index
U.C.C. Revised Article 6: Bulk Transfers, 10:18 to 10:20

C.I.F. AND C.&F.
U.C.C. Article 2: Sales, 3:52

CLASS ACTIONS
Magnuson-Moss Warranty Act, 4:34

CLEARING CORPORATION RULES
U.C.C. Revised Article 8, 12:9

C.O.D.
U.C.C. Article 2: Sales, 3:56

COLLECTING BANKS
U.C.C. Article 4: Bank Deposits and Collections, this index

COMMERCIAL STORAGE REQUIREMENT
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:30

COMMERCIAL UNIT
U.C.C. Article 2: Sales, definition, 3:14

COMMINGLING STORED GOODS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:20

COMMUNICATION SYSTEM
U.C.C. Article 4A: Funds Transfers, presence of error, 8:18

COMPELLING INDORSEMENT
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:64

COMPLETION
U.C.C. Article 8: Investment Securities, 12:37

COMPLIANCE
U.C.C. Article 8: Investment Securities, entitlement orders, 12:62

CONDITIONAL ACCEPTANCE
U.C.C. Article 2: Sales, 3:35

CONDUCT
Contract formation through conduct.
U.C.C. Article 2: Sales, this index
CONDUCT—Cont’d
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, irregularity, 11:49

CONFIRMATION
U.C.C. Article 2: Sales, this index

CONFIRMER
U.C.C. Article 5: Letters of Credit, this index

CONFLICT
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, warranties, 5:33
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, conflicting claims, 11:55

CONFLICT OF LAWS
U.C.C. Article 4: Bank Deposits and Collections, 7:5

CONSEQUENTIAL DAMAGES
Magnuson-Moss Warranty Act, 4:20
U.C.C. Article 2: Sales, remedies on seller’s breach, 3:155
U.C.C. Article 2A: Leases, warranties, 5:60

CONSIDERATION
U.C.C. Article 4A: Funds Transfers, time and date, 8:12
U.C.C. Article 5: Letters of Credit, parties involved, 9:11

CONSISTENT ADDITIONAL TERMS
U.C.C. Article 2: Sales, parol or extrinsic evidence, 3:29

CONSPICUOUSNESS
U.C.C. Article 2: Sales, exclusion or modification of warranties, 3:123

CONSTITUTIONAL ISSUES
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, lien enforcement, 11:32

CONSTRUCTION
U.C.C. Article 1: General Provisions, this index

CONTRACT FORMATION
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, this index

CONTRADICTORY TERMS
U.C.C. Article 3: Negotiable Instruments, 6:22

CONTRIBUTORY NEGLIGENCE
U.C.C. Article 3: Negotiable Instruments, liability, 6:83

CONVERSION
U.C.C. Article 3: Negotiable Instruments, 6:63, 6:64

COURSE OF DEALING
U.C.C. Article 2: Sales, this index

COURSE OF PERFORMANCE
U.C.C. Article 2: Sales, this index

COVER
U.C.C. Article 2: Sales, remedies on seller’s breach, 3:147
U.C.C. Article 2A: Leases, this index

CREATION OF EXPRESS WARRANTY
U.C.C. Article 2: Sales, Code limitations, 3:97

CREDIT
U.C.C. Article 2: Sales, running of credit, open time, 3:75

CREDITORS
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, priorities, 5:38, 5:39
U.C.C. Article 4A: Funds Transfers, presence of error in process, 8:39
U.C.C. Former Article 6: Bulk Transfers, 10:8
CREDITORS—Cont’d
U.C.C. Article 8: Investment Securities, legal process of creditors, 12:26

CREDITS
U.C.C. Article 4: Bank Deposits and Collections, provisional status, 7:28

CUMULATION
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, warranties, 5:33

CURE
U.C.C. Article 2: Sales, limitations on buyer’s recovery, 3:163
U.C.C. Article 2A: Leases, 5:50

CUSTOM AMONG PARTIES
U.C.C. Article 1: General Provisions, 2:3

DAMAGES
Consequential damages
Magnuson-Moss Warranty Act, 4:20
U.C.C. Article 2: Sales, remedies on seller’s breach, 3:155
U.C.C. Article 2A: Leases, lessee’s damages, 5:60

Incidental damages
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, 5:60, 5:70

Liquidated damages
U.C.C. Article 2: Sales, 3:181
U.C.C. Article 2A: Leases, 5:75, 5:76
U.C.C. Article 5: Letters of Credit, 9:32
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, this index
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

DEATH OF CUSTOMER
U.C.C. Article 4: Bank Deposits and Collections, 7:36

DEBTOR’S RIGHTS AND REMEDIES
U.C.C. Article 9: Secured Transactions, this index

DEFAULT
U.C.C. Article 2A: Leases, this index
U.C.C. Article 9: Secured Transactions, this index

DEFECT
U.C.C. Former Article 6: Bulk Transfers, effect on subsequent non-auction transfers, 10:12

DEFENSES
U.C.C. Article 3: Negotiable Instruments, 6:36 to 6:38
U.C.C. Article 8: Investment Securities, issuer’s defenses, 12:34, 12:35

DEFERRED POSTING
U.C.C. Article 4: Bank Deposits and Collections, 7:37

DEFINITIONS AND GENERAL PROVISIONS
U.C.C. Article 1: General Provisions, this index
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, 5:10
U.C.C. Article 3: Negotiable Instruments, 6:4
U.C.C. Article 4: Bank Deposits and Collections, this index
U.C.C. Article 4A: Funds Transfers, definition of application, 8:11
U.C.C. Article 5: Letters of Credit, parties involved, 9:9
U.C.C. Article 6: Bulk Transfers, 10:17
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:3
U.C.C. Article 8: Investment Securities, this index
U.C.C. Article 9: Secured Transactions, this index

DELAY
U.C.C. Article 4: Bank Deposits and Collections, 7:22
INDEX

DELEGATION OF PERFORMANCE
U.C.C. Article 2: Sales, 3:67
U.C.C. Article 2A: Leases, 5:24

DELIVERY
U.C.C. Article 2: Sales, seller’s remedies, 3:167, 3:168
U.C.C. Article 2A: Leases, improper delivery, rejection, 5:47, 5:48
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, obligation, 11:51
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index
U.C.C. Article 8: Investment Securities, transfer of securities, 12:42

DELIVERY EX-SHIP
U.C.C. Article 2: Sales, 3:53

DEMAND
U.C.C. Article 3: Negotiable Instruments, payable on demand, 6:12, 6:13
U.C.C. Article 8: Investment Securities, demand not to register transfer, 12:52

DEPOSITARY AND COLLECTING BANKS
U.C.C. Article 4: Bank Deposits and Collections, this index

DESCRIPTION AND IDENTIFICATION
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, this index
U.C.C. Article 4A: Funds Transfers, this index
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, misdescription, 11:10
U.C.C. Article 9: Secured Transactions, this index

DESTINATION BILLS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and

DESTINATION BILLS—Cont’d
Other Documents of Title, 11:42

DESTROYED INSTRUMENTS
U.C.C. Article 3: Negotiable Instruments, enforcement, 6:25, 6:26
U.C.C. Article 8: Investment Securities, security certificate, 12:54

DEVELOPMENT OF U.C.C.
Generally, 1:3

DIRECT AND INDIRECT HOLDING SYSTEMS
U.C.C. Article 8: Investment Securities, this index

DISCHARGE OF LIABILITY
U.C.C. Article 3: Negotiable Instruments, this index

DISCHARGE OF OBLIGATIONS
U.C.C. Article 3: Negotiable Instruments, this index

DISCLAIMERS
Magnuson-Moss Warranty Act, implied warranties, 4:19

DISCLOSURE
Magnuson-Moss Warranty Act, 4:13

DISCOVERY OF BUYER’S INSOLVENCY
U.C.C. Article 2: Sales, seller’s remedies, 3:174

DISHONOR
U.C.C. Article 3: Negotiable Instruments, this index
U.C.C. Article 4: Bank Deposits and Collections, wrongful dishonor, 7:39

DISPOSAL OF GOODS
U.C.C. Article 2A: Leases, 5:67

DISPOSITION OF COLLATERAL
U.C.C. Article 9: Secured Transactions, this index

DISPUTE RESOLUTION
Magnuson-Moss Warranty Act, this index
DISTRIBUTION
U.C.C. Article 8: Investment Securities, failure to maintain entitlement, 12:60
U.C.C. Revised Article 6: Bulk Transfers, organization seller’s failure to properly distribute, 10:23

DIVISION OF RISK
U.C.C. Article 2: Sales, 3:68

DOCUMENTARY DRAFTS
U.C.C. Article 4: Bank Deposits and Collections, this index

DOCUMENTS OF TITLE
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

DRAWEES AND DRAWWERS
U.C.C. Article 3: Negotiable Instruments, this index

DUE NEGOTIATION
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

DUPLICATE DOCUMENTS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:50

DURATION
Magnuson-Moss Warranty Act, 4:18
U.C.C. Article 2: Sales, duration of contract as open term, 3:74
U.C.C. Article 5: Letters of Credit, parties involved, 9:12, 9:13

DUTY TO MITIGATE
U.C.C. Article 2: Sales, limitations on buyer’s recovery, 3:164

ELECTRONIC PRESENTMENT
U.C.C. Article 4: Bank Deposits and Collections, 7:19

ELEMENTS OF WARRANTY CLAIM
U.C.C. Article 2: Sales, implied warranty of fitness for particular purpose, 3:114 to 3:117

E-MAILS
U.C.C. Article 2: Sales, statute of frauds, 3:20

ENCODING WARRANTIES
U.C.C. Article 4: Bank Deposits and Collections, 7:25

ENFORCEMENT
Magnuson-Moss Warranty Act, this index
U.C.C. Article 1: General Provisions, 2:6
U.C.C. Article 2A: Leases, this index
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

ENTERPRISES
U.C.C. Former 6: Bulk Transfers, 10:5

ENTITLEMENTS
U.C.C. Article 8: Investment Securities, this index

ENTRUSTMENT OF GOODS
U.C.C. Article 2: Sales, 3:82

EQUITY
U.C.C. Article 2: Sales, equitable remedies on seller’s breach, 3:158 to 3:160
U.C.C. Article 4A: Funds Transfers, 8:7
U.C.C. Article 5: Letters of Credit, 9:3

ERROR OR MISTAKE
U.C.C. Article 2: Sales, incorrect terms, statute of frauds, 3:22
U.C.C. Article 3: Negotiable Instruments, drawee’s mistake, 6:65
U.C.C. Article 4A: Funds Transfers, this index
INDEX

ERROR OR MISTAKE—Cont’d
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, misdescription, 11:10
U.C.C. Article 9: Secured Transactions, this index

EVIDENCE
U.C.C. Article 1: General Provisions, 2:37
U.C.C. Article 2: Sales, this index
U.C.C. Article 3: Negotiable Instruments, 6:46, 6:57
U.C.C. Article 8: Investment Securities, 12:27

EXAMINATION
U.C.C. Article 2: Sales, goods, 3:126
U.C.C. Article 4: Bank Deposits and Collections, failure to examine, 7:43

EXCEPTIONS
U.C.C. Article 2: Sales, statute of frauds, 3:24 to 3:26
U.C.C. Article 3: Negotiable Instruments, dishonor, 6:47
U.C.C. Former Article 6: Bulk Transfers, 10:7
U.C.C. Revised Article 6: Bulk Transfers, 10:19

EXCLUSIONS
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, warranties, 5:32

EXCLUSIVE DEALINGS
U.C.C. Article 2: Sales, output, 3:77

EXCUSE
U.C.C. Article 2A: Leases, excused performance, 5:58
U.C.C. Article 3: Negotiable Instruments, this index

EXECUTION
U.C.C. Article 4A: Funds Transfers, this index

EXPERTS
U.C.C. Article 1: General Provisions, 2:8

EXPRESSION OF WARRANTIES
U.C.C. Article 2: Sales, hierarchy among forms, 3:130

EXTENSION OF TIME LIMITS
U.C.C. Article 4: Bank Deposits and Collections, 7:22

EXTRINSIC EVIDENCE
Parol or Extrinsic Evidence, this index
U.C.C. Article 2: Sales, this index

FAILED MODIFICATION
U.C.C. Article 2: Sales, failed modification as waiver, 3:48

FAILURE OF PRESUPPOSED CONDITIONS
U.C.C. Article 2: Sales, limitations on buyer’s recovery, 3:162

FAILURE TO SATISFY
U.C.C. Article 6: Bulk Transfers, this index

F.A.S. VESSEL (FREE ALONGSIDE) AT NAMED PORT
U.C.C. Article 2: Sales, 3:51

FEDERAL RESERVE
U.C.C. Article 4A: Funds Transfers, regulations and operating circulars, 8:6

FEDERAL TRADE COMMISSION
Magnuson-Moss Warranty Act, FTC enforcement, 4:39

FICTITIOUS PAYEES
U.C.C. Article 3: Negotiable Instruments, liability, 6:80

FILING
U.C.C. Article 9: Secured Transactions, this index
FINAL PAYMENT
U.C.C. Article 4: Bank Deposits and Collections, payor bank, 7:21

FINANCE LEASE
U.C.C. Article 2A: Leases, rights, remedies and duties of lessee, 5:46

FINANCING AGENCY
U.C.C. Article 2: Sales, definition, 3:13

FINANCING STATEMENT
U.C.C. Article 9: Secured Transactions, this index

FITNESS FOR PARTICULAR PURPOSE
U.C.C. Article 2A: Leases, implied warranty, 5:31

FIXED AMOUNT/SUM CERTAIN
U.C.C. Article 3: Negotiable Instruments, 6:7

FIXTURES
U.C.C. Article 2A: Leases, goods that become fixtures, priorities, 5:40

F.O.B.
U.C.C. Article 2: Sales, 3:50

FOR VALUE
U.C.C. Article 3: Negotiable Instruments, holders in due course, 6:29

FRAUD
U.C.C. Article 3: Negotiable Instruments, fraudulent indorsement by employee, 6:81
U.C.C. Article 5: Letters of Credit, 9:35

FREEDOM FROM INFRINGEMENT
U.C.C. Article 2: Sales, 3:91

FREEDOM OF CONTRACT
U.C.C. Article 2A: Leases, 5:3

FULL WRITTEN WARRANTIES
Magnuson-Moss Warranty Act, this index

GOOD FAITH
U.C.C. Article 2: Sales, this index
U.C.C. Article 3: Negotiable Instruments, holders in due course, 6:30
U.C.C. Article 4: Bank Deposits and Collections, 7:7
U.C.C. Article 5: Letters of Credit, 9:8
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:52

GOOD INTENTIONS
U.C.C. Article 2: Sales, 3:90

GOOD TITLE
U.C.C. Article 2: Sales, this index

GOODS
U.C.C. Article 2: Sales, this index

HAZARDOUS GOODS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, termination of storage, 11:18

HIERARCHY, WARRANTIES
U.C.C. Article 2: Sales, 3:130, 3:131

HISTORY OR BACKGROUND
U.C.C. Article 8: Investment Securities, this index
U.C.C., generally, 1:3

HOLDERS
U.C.C. Article 3: Negotiable Instruments, this index

HOLDERS IN DUE COURSE
U.C.C. Article 3: Negotiable Instruments, this index

IDENTIFICATION
Description and Identification, this index
INDEX

IMPLIED WARRANTIES
Magnuson-Moss Warranty Act, this index
U.C.C. Article 2A: Leases, 5:30

IMPLIED WARRANTY OF FITNESS FOR PARTICULAR PURPOSE
U.C.C. Article 2: Sales, this index

IMPLIED WARRANTY OF MERCHANTABILITY
U.C.C. Article 2: Sales, this index

IMPERSONALS
U.C.C. Article 3: Negotiable Instruments, liability, 6:79

INCIDENTAL DAMAGES
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, 5:60, 5:70

INCOMPETENCE OF CUSTOMER
U.C.C. Article 4: Bank Deposits and Collections, 7:36

INCOMPLETE INSTRUMENTS
U.C.C. Article 3: Negotiable Instruments, this index

INCORRECT TERMS
U.C.C. Article 2: Sales, statute of frauds, 3:22

INDORSEMENT
U.C.C. Article 3: Negotiable Instruments, this index
U.C.C. Article 4: Bank Deposits and Collections, unindorsed item held by depositary bank, 7:27
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:63, 11:64
U.C.C. Article 8: Investment Securities, this index

INDORSERS
U.C.C. Article 3: Negotiable Instruments, this index

INFORMAL DISPUTE RESOLUTION
Magnuson-Moss Warranty Act, this index

INFRINGEMENT
U.C.C. Article 2: Sales, freedom from, 3:91
U.C.C. Article 2A: Leases, warranties, 5:28

INJUNCTIONS
U.C.C. Article 4A: Funds Transfers, 8:40

INSOLVENCY
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, recovery of goods, insolvency of lessor, 5:62
U.C.C. Article 4: Bank Deposits and Collections, 7:9

INSTALLMENT CONTRACTS
U.C.C. Article 2: Sales, seller’s remedies, 3:180
U.C.C. Article 2A: Leases, rejection, 5:48

INSTRUCTIONS
U.C.C. Article 4: Bank Deposits and Collections, 7:31
U.C.C. Article 8: Investment Securities, this index

INSURANCE AND PROCEEDS
U.C.C. Article 2A: Leases, 5:72

INTELLECTUAL PROPERTY
U.C.C. Article 2: Sales, scope, transactions in goods, 3:2

INTENTIONS OF SELLER
U.C.C. Article 2: Sales, 3:90

INTEREST
U.C.C. Article 2A: Leases, residual interest, 5:71
U.C.C. Article 4A: Funds Transfers, 8:41
U.C.C. Article 5: Letters of Credit, remedy, 9:30

INTERFERENCE
U.C.C. Article 2A: Leases, warranties, 5:28
INTERMEDIARY
   U.C.C. Article 4A: Funds Transfers, error in description of intermediary bank, 8:21
   U.C.C. Article 8: Investment Securities, duty of securities intermediary, 12:58

IRREVOCABLE LETTERS OF CREDIT
   U.C.C. Article 5: Letters of Credit, parties involved, 9:13

IRREVOCABLE PROMISES
   U.C.C. Article 2A: Leases, 5:27

ISSUES AND ISSUERS
   U.C.C. Article 3: Negotiable Instruments, liability, 6:59
   U.C.C. Article 5: Letters of Credit, this index
   U.C.C. Article 8: Investment Securities, this index

JOINT AND SEVERAL LIABILITY
   U.C.C. Article 3: Negotiable Instruments, 6:74

JURISDICTION
   U.C.C. Article 1: General Provisions, 2:4

KNOWLEDGE OF SELLER
   U.C.C. Article 2: Sales, 3:90

LANGUAGE
   U.C.C. Article 1: General Provisions, 2:10
   U.C.C. Article 2: Sales, excluding implied warranties, 3:124

LATE RETURN OF ITEMS
   U.C.C. Article 4: Bank Deposits and Collections, 7:38

LEASING
   Generally, U.C.C. Article 2A: Leases, this index
   Magnuson-Moss Warranty Act, 4:6
   U.C.C. Article 9: Secured Transactions, this index

LEGAL PROCESS
   U.C.C. Article 4: Bank Deposits and Collections, 7:41
   U.C.C. Article 8: Investment Securities, 12:26

LESSEE AND LESSOR
   U.C.C. Article 2A: Leases, this index

LETTERS OF CREDIT
   Generally, U.C.C. Article 5: Letters of Credit, this index
   U.C.C. Article 2: Sales, shipping and other terms, 3:57

LEVIES
   U.C.C. Former Article 6: Bulk Transfers, limitations, 10:14

LIENS
   U.C.C. Article 2: Sales, warranty of title, 3:89
   U.C.C. Article 2A: Leases, priories, 5:37
   U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index
   U.C.C. Article 8: Investment Securities, issuer’s lien, 12:33

LIMITATIONS AND RESTRICTIONS
   U.C.C. Article 2: Sales, this index
   U.C.C. Article 3: Negotiable Instruments, 6:21, 6:33
   U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index
   U.C.C. Former Article 6: Bulk Transfers, auctions and levies, 10:14

LIQUIDATED DAMAGES
   U.C.C. Article 2: Sales, 3:181
   U.C.C. Article 2A: Leases, 5:75, 5:76
   U.C.C. Article 5: Letters of Credit, 9:32
LIQUIDATION
U.C.C. Revised Article 6: Bulk
Transfers, liquidator’s require-
ments, 10:24

LOADING
U.C.C. Article 7: Warehouse
Receipts, Bills of Lading, and
Other Documents of Title, dam-
ages for improper loading, 11:37

LOST OR MISSING DOCUMENTS
U.C.C. Article 3: Negotiable Instru-
ments, enforcement, 6:25, 6:26
U.C.C. Article 7: Warehouse
Receipts, Bills of Lading, and
Other Documents of Title, 11:53
U.C.C. Article 8: Investment Se-
curities, security certificate, 12:54

LOST PROFITS
U.C.C. Article 2: Sales, remedies on
seller’s breach, damages, 3:156

LOT
U.C.C. Article 2: Sales, definition,
3:14

MAGNUSON-MOSS WARRANTY
ACT
Generally, 4:1 to 4:42
Advertising, 4:15
Applicability
generally, 4:2 to 4:9
attached property, 4:5
customer products, 4:3 to 4:5
family purposes, 4:4
household purposes, 4:4
leases, 4:6
monetary thresholds, 4:9
personal purposes, 4:4
service contracts, 4:7
used cars, 4:8
Attached property, 4:5
Conditions, disclosure requirement,
4:13
Consequential damages, 4:20
Consumer products, applicability of
Act, 4:3 to 4:5
Consumer protection, generally, 4:1
Definition of written warranties, 4:11

MAGNUSON-MOSS WARRANTY
ACT—Cont’d
Disclaimers of implied warranties,
4:19
Disclosure requirement, 4:13
Duration of warranty, 4:18
Duties of warrantor, 4:36
Enforcement
generally, 4:24
against whom, private right of
enforcement, 4:28
attorney fees and costs, 4:29
class actions, 4:34
customers, private right, 4:27
Federal action, 4:33
FTC enforcement, 4:39
implied warranties, 4:25
informal dispute resolution, below
limitations, 4:30
private right, 4:26 to 4:32
privity issues, 4:31
statute of limitations, 4:32
warrantor duties, 4:36
Exclusion of consequential damages,
4:20
Family purposes, 4:4
Federal Trade Commission enforce-
ment, 4:39
Full written warranties
generally, 4:16
consequential damages, 4:20
disclaimers of implied warranties,
4:19
duration, original purchaser, 4:18
effect on remedies, 4:17
exclusion of consequential dam-
ages, 4:20
“full” or “limited” designation
requirement, 4:12
implied warranties disclaimers,
effect on, 4:19
limitation of consequential dam-
ages, 4:20
“limited” written warranties, 4:12,
4:21
original purchaser, limiting dura-
tion to, 4:18
Household purposes, 4:4
MAGNUSON-MOSS WARRANTY
ACT—Cont’d
Implied warranties
  disclaimers, 4:19
  enforcement, 4:25
Informal dispute resolution
  generally, 4:35
  duties of warrantor, 4:36
  operation, 4:38
  organization, 4:37
Leases, 4:6
  limitations on enforcement, 4:30
  “Limited” written warranties, 4:12, 4:21
Monetary thresholds, 4:9
Original purchaser, limiting warranty duration to, 4:18
Personal purposes, 4:4
Preemption
  designation requirements, 4:42
  disclosure requirements, 4:42
  federal laws, generally, 4:40
  sales rights and remedies, 4:41, 4:42
Presale availability of warranty, 4:14
Purpose, applicability of Act, 4:4
Service contracts, 4:7
Statute of limitations, 4:32
Terms of warranty, disclosure requirement, 4:13
Tie-ins
  generally, 4:22
  limitations, 4:23
Used cars, 4:8
Written warranties
  generally, 4:10
  advertising, 4:15
  conditions, disclosure requirement, 4:13
  definition, 4:11
  “full” or “limited” designation requirement, 4:12
  disclosure requirement, 4:13
  “full” or “limited” designation requirement, 4:12
  full written warranties, above “limited” designation, 4:12

MAGNUSON-MOSS WARRANTY
ACT—Cont’d
Written warranties—Cont’d
  presale availability of warranty, 4:14
  terms, disclosure requirement, 4:13

MAKERS
U.C.C. Article 3: Negotiable Instruments, liability, 6:59

MANNER OF DELIVERY
U.C.C. Article 2: Sales, open term, 3:71

MERCHANTABILITY
U.C.C. Article 2A: Leases, implied warranty, 5:30

MERCHANTS
U.C.C. Article 2: Sales, this index

MISSING DOCUMENTS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:53

MONEY, PRICE PAYABLE IN
U.C.C. Article 2: Sales, definition, 3:18

NAME OF BENEFICIARY
U.C.C. Article 4A: Funds Transfers, name and number inconsistency, 8:20

NATIONAL CONFERENCE OF COMMISSIONERS ON UNIFORM STATE LAWS
Early efforts, 1:2

NEGOTIATION AND TRANSFER
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

NO ARRIVAL, NO SALE
U.C.C. Article 2: Sales, 3:55

NOMINATED PERSONS
U.C.C. Article 5: Letters of Credit, this index
<table>
<thead>
<tr>
<th>Term</th>
<th>U.C.C. Article</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>NON-ACCEPTANCE</td>
<td>2: Sales, damages for</td>
<td>3:171</td>
</tr>
<tr>
<td>NON-CODE LAW</td>
<td>2A: Leases</td>
<td>5:7</td>
</tr>
<tr>
<td></td>
<td>4A: Funds Transfers</td>
<td>8:7</td>
</tr>
<tr>
<td></td>
<td>5: Letters of Credit</td>
<td>9:3</td>
</tr>
<tr>
<td>NONCOMMERCIAL STORAGE</td>
<td>7: Warehouse Receipts, Bills of Lading, and Other Documents of Title</td>
<td>11:31</td>
</tr>
<tr>
<td>NONCOMPLIANCE</td>
<td>2: Sales, effect</td>
<td>3:21</td>
</tr>
<tr>
<td>NONDELIVERY BY SELLER</td>
<td>2: Sales, damages</td>
<td>3:149</td>
</tr>
<tr>
<td>NONNEGOTIABLE DOCUMENTS</td>
<td>7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index</td>
<td></td>
</tr>
<tr>
<td>NONRECEIPT</td>
<td>4: Bank Deposits and Collections, presentment by notice of</td>
<td>7:20</td>
</tr>
<tr>
<td>NOTICE</td>
<td>2A: Leases, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>4: Bank Deposits and Collections, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>8: Investment Securities, notice of adverse claim, 12:22</td>
<td></td>
</tr>
<tr>
<td>NUMBER IDENTIFYING BENEFICIARY</td>
<td>4A: Funds Transfers, name and number inconsistency</td>
<td>8:20</td>
</tr>
<tr>
<td>OBJECTION</td>
<td>4A: Funds Transfers, debit of customer’s account</td>
<td>8:38</td>
</tr>
<tr>
<td>OBLIGATIONS OF PARTIES</td>
<td>2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td>OFFER AND ACCEPTANCE IN FORMATION OF CONTRACT</td>
<td>2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td>OFFICIAL COMMENTS</td>
<td>1: General Provisions</td>
<td>2:8</td>
</tr>
<tr>
<td>OMITTED TERMS</td>
<td>2: Sales, statute of frauds</td>
<td>3:22</td>
</tr>
<tr>
<td>“ON ARRIVAL” DRAFTS</td>
<td>4: Bank Deposits and Collections</td>
<td>7:47</td>
</tr>
<tr>
<td>OPERATING CIRCULARS OF FEDERAL RESERVE</td>
<td>4A: Funds Transfers</td>
<td>8:6</td>
</tr>
<tr>
<td>ORDERS</td>
<td>8: Investment Securities, entitlements, 12:24, 12:25</td>
<td></td>
</tr>
<tr>
<td>ORDINARY CARE</td>
<td>4: Bank Deposits and Collections</td>
<td>7:7</td>
</tr>
<tr>
<td>OUTPUT</td>
<td>2: Sales, requirements and exclusive dealings</td>
<td>3:77</td>
</tr>
<tr>
<td>OVERISSUE</td>
<td>7: Warehouse Receipts, Bills of Lading, and Other Documents of Title</td>
<td>11:50</td>
</tr>
<tr>
<td></td>
<td>8: Investment Securities, 12:39</td>
<td></td>
</tr>
<tr>
<td>OVERSEAS SHIPMENT</td>
<td>2: Sales, form of bill of lading</td>
<td>3:54</td>
</tr>
<tr>
<td>Topic</td>
<td>U.C.C. Article(s)</td>
<td>Index(es)</td>
</tr>
<tr>
<td>-------------------------------------------</td>
<td>-------------------------------------------------------</td>
<td>-----------</td>
</tr>
<tr>
<td>OVERVIEW OF U.C.C.</td>
<td>Development, 1:3</td>
<td>1:3</td>
</tr>
<tr>
<td></td>
<td>History, 1:3</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Structure, 1:4</td>
<td>1:4</td>
</tr>
<tr>
<td></td>
<td>Title, 1:4</td>
<td></td>
</tr>
<tr>
<td>PAROL OR EXTRINSIC EVIDENCE</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td>PARTICULAR PURPOSE OF BUYER</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2: Sales, seller’s knowledge, 3:115</td>
<td></td>
</tr>
<tr>
<td>PARTIES</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4A: Funds Transfers, 8:10</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 5: Letters of Credit, this index</td>
<td></td>
</tr>
<tr>
<td>PASSING OF TITLE</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2: Sales, 3:78</td>
<td></td>
</tr>
<tr>
<td>PAYABLE THROUGH OR AT BANK</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4: Bank Deposits and Collections, 7:13</td>
<td></td>
</tr>
<tr>
<td>PAYABLE TO BEARER</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 3: Negotiable Instruments, 6:8, 6:9, 6:11</td>
<td></td>
</tr>
<tr>
<td>PAYABLE TO ORDER</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 3: Negotiable Instruments, 6:8, 6:10, 6:11</td>
<td></td>
</tr>
<tr>
<td>PAYEES</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td>PAYMENT</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4: Bank Deposits and Collections, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4A: Funds Transfers, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 8: Investment Securities, failure to maintain, 12:60</td>
<td></td>
</tr>
<tr>
<td>PAYMENT ORDERS</td>
<td>U.C.C. Article 4: Bank Deposits and Collections, 7:34</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4A: Funds Transfers, this index</td>
<td></td>
</tr>
<tr>
<td>PAYOR BANK</td>
<td>Defined, 7:32</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4: Bank Deposits and Collections, this index</td>
<td></td>
</tr>
<tr>
<td>PERFECTION</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 9: Secured Transactions, this index</td>
<td></td>
</tr>
<tr>
<td>PERFORMANCE</td>
<td>U.C.C. Article 1: General Provisions, reservation of rights, 2:38</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2A: Leases, this index</td>
<td></td>
</tr>
<tr>
<td>PERISHABLE GOODS</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:17</td>
<td></td>
</tr>
<tr>
<td>PERSON IN POSITION OF SELLER</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 2: Sales, seller’s remedies, 3:178</td>
<td></td>
</tr>
<tr>
<td>PLACE OF DELIVERY</td>
<td>U.C.C. Article 2: Sales, open term, 3:72</td>
<td></td>
</tr>
<tr>
<td>PLACE OF PAYMENT</td>
<td>U.C.C. Article 3: Negotiable Instruments, 6:40</td>
<td></td>
</tr>
<tr>
<td>POSSESSION</td>
<td>Title and Possession, this index</td>
<td></td>
</tr>
<tr>
<td>POTENTIAL LIABILITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 3: Negotiable Instruments, 6:62 to 6:66</td>
<td></td>
</tr>
<tr>
<td>PREEMPTION</td>
<td>Magnuson-Moss Warranty Act, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:2</td>
<td></td>
</tr>
<tr>
<td>Term</td>
<td>U.C.C. Article/Section</td>
<td></td>
</tr>
<tr>
<td>-------------------------------</td>
<td>---------------------------------------------------------------------------------------</td>
<td></td>
</tr>
<tr>
<td>Preference</td>
<td>U.C.C. Article 4: Bank Deposits and Collections, 7:9</td>
<td></td>
</tr>
<tr>
<td>Presentation</td>
<td>U.C.C. Article 4: Bank Deposits and Collections, 7:18 to 7:20</td>
<td></td>
</tr>
<tr>
<td>Presentation Warranties</td>
<td>U.C.C. Article 4: Bank Deposits and Collections, 7:24</td>
<td></td>
</tr>
<tr>
<td>Presentment</td>
<td>U.C.C. Article 3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 4: Bank Deposits and Collections, this index</td>
<td></td>
</tr>
<tr>
<td>Presentment Warranties</td>
<td>U.C.C. Article 3: Negotiable Instruments, liability, 6:78</td>
<td></td>
</tr>
<tr>
<td>Presumptions</td>
<td>U.C.C. Article 3: Negotiable Instruments, dishonor, 6:46</td>
<td></td>
</tr>
<tr>
<td>Price</td>
<td>U.C.C. Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td>Priorities</td>
<td>U.C.C. Article 2A: Leases, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 9: Secured Transactions, this index</td>
<td></td>
</tr>
<tr>
<td>Privity</td>
<td>Magnuson-Moss Warranty Act, 4:31</td>
<td></td>
</tr>
<tr>
<td>Proceeds</td>
<td>U.C.C. Article 4: Bank Deposits and Collections, security interest of collecting bank, 7:29</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Former Article 6: Bulk Transfers, application, 10:10</td>
<td></td>
</tr>
<tr>
<td>Promise</td>
<td>U.C.C. Article 2A: Leases, irrevocable promises, 5:27</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 3: Negotiable Instruments, dishonor, 6:6</td>
<td></td>
</tr>
<tr>
<td>Proof</td>
<td>Evidence, this index</td>
<td></td>
</tr>
<tr>
<td>Protection Against Adverse Claims</td>
<td>U.C.C. Article 8: Investment Securities, 12:28</td>
<td></td>
</tr>
<tr>
<td>Protest</td>
<td>U.C.C. Article 3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td>Provisional Status</td>
<td>U.C.C. Article 4: Bank Deposits and Collections, credits, 7:28</td>
<td></td>
</tr>
<tr>
<td>Punitive Damages</td>
<td>U.C.C. Article 2: Sales, 3:157</td>
<td></td>
</tr>
<tr>
<td>Purchasers</td>
<td>U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 8: Investment Securities, this index</td>
<td></td>
</tr>
<tr>
<td>Rate of Interest</td>
<td>U.C.C. Article 4A: Funds Transfers, 8:41</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 5: Letters of Credit, 9:30</td>
<td></td>
</tr>
<tr>
<td>Reacquisition</td>
<td>U.C.C. Article 3: Negotiable Instruments, 6:18</td>
<td></td>
</tr>
<tr>
<td>Realty, Price Payable IN</td>
<td>U.C.C. Article 2: Sales, definition, 3:18</td>
<td></td>
</tr>
<tr>
<td>Receipts</td>
<td>U.C.C. Article 2: Sales, definition, 3:11</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index</td>
<td></td>
</tr>
<tr>
<td>Received/Acceptance</td>
<td>U.C.C. Article 2: Sales, exceptions, 3:26</td>
<td></td>
</tr>
<tr>
<td>Recoupment</td>
<td>U.C.C. Article 3: Negotiable Instruments, 6:39</td>
<td></td>
</tr>
</tbody>
</table>
RECOUPMENT—Cont’d
U.C.C. Article 3: Negotiable Instruments, accrual, 6:39

RECOVERY OF GOODS
U.C.C. Article 2A: Leases, insolvency of lessor, 5:62

RECOVERY OF PAYMENT
U.C.C. Article 4: Bank Deposits and Collections, 7:37

RECOVERY OF PRICE
U.C.C. Article 2: Sales, this index

REDEMPTION
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

REFERENCE
U.C.C. Article 1: General Provisions, 2:37

REFUNDS
U.C.C. Article 4: Bank Deposits and Collections, 7:17
U.C.C. Article 4A: Funds Transfers, 8:16

REFUSAL OF MODIFICATION
U.C.C. Article 2: Sales, 3:46

REFUSAL TO PAY
U.C.C. Article 3: Negotiable Instruments, liability, 6:76

REGISTRATION
U.C.C. Article 8: Investment Securities, this index

REGULATIONS
Federal Reserve regulations, U.C.C. Article 4A: Funds Transfers, 8:6
U.C.C. Article 4: Bank Deposits and Collections, 7:4

REJECTION
U.C.C. Article 2A: Leases, this index

REJECTION—Cont’d
U.C.C. Article 4A: Funds Transfers, payment orders, 8:35

RELIANCE ON SKILL OR JUDGMENT OF SELLER
U.C.C. Article 2: Sales, 3:116, 3:117

REMEDIES
U.C.C. Article 1: General Provisions, 2:6
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, this index
U.C.C. Article 5: Letters of Credit, this index
U.C.C. Former Article 5: Letters of Credit Remedies under, 9:34
U.C.C. Article 9: Secured Transactions, this index

RENT
U.C.C. Article 2A: Leases, lessor’s damages, action for rent, 5:69

RENUNCIATION
U.C.C. Article 2A: Leases, renunciation of claim or right following default, 5:79
U.C.C. Article 3: Negotiable Instruments, discharge of liability, 6:87

REPLEVIN
U.C.C. Article 2: Sales, remedies on seller’s breach, 3:159
U.C.C. Article 2A: Leases, 5:61

REPORTS
U.C.C. Article 4: Bank Deposits and Collections, unauthorized signature or alteration, 7:42, 7:43

REPRESENTATIVE’S SIGNATURE
U.C.C. Article 3: Negotiable Instruments, liability, 6:56

REPUDIATION
U.C.C. Article 2: Sales, repudiation by seller, damages, 3:149
U.C.C. Article 2A: Leases, anticipatory repudiation, 5:74
RESALE DIFFERENTIAL
U.C.C. Article 2: Sales, damages, remedies on seller’s breach, 3:150

RESALE OF GOODS
U.C.C. Article 2: Sales, 3:170

RECESSION
U.C.C. Article 2: Sales, this index

RESERVATION OF RIGHTS
U.C.C. Article 1: General Provisions, 2:38

RESERVATION OF TITLE FOR SECURITY
U.C.C. Article 2: Sales, 3:78

RESIDUAL INTEREST
U.C.C. Article 2A: Leases, 5:71

RESTRAINING ORDERS
U.C.C. Article 4A: Funds Transfers, 8:40

RETENTION WARRANTIES
U.C.C. Article 4: Bank Deposits and Collections, 7:25

RETROACTIVE APPLICATION
U.C.C. Article 4: Bank Deposits and Collections, 7:2
U.C.C. Article 4A: Funds Transfers, 8:4
Revised U.C.C. Article 5: Letters of Credit, 9:2

RETURNS
U.C.C. Article 4: Bank Deposits and Collections, 7:30

REVOCATION OF ACCEPTANCE
U.C.C. Article 2A: Leases, 5:54

REVOCATION OF PAYMENT
U.C.C. Article 4: Bank Deposits and Collections, 7:37

RIGHT OF RETURN OF CONFORMING GOODS
U.C.C. Article 2: Sales, 3:59 to 3:62

RIGHT TO REFUSE MODIFICATION
U.C.C. Article 2: Sales, 3:46

RIGHTFULLY REJECTED GOODS
U.C.C. Article 2A: Leases, 5:49

RIGHTS OF SELLER’S CREDITORS AGAINST SOLD GOODS
U.C.C. Article 2: Sales, 3:79

RISK OF LOSS
U.C.C. Article 2A: Leases, 5:20, 5:21

SALES
Generally, U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, priority of subsequent sales, 5:36

SALES
U.C.C. Article 2: Sales, definition, 3:15

SECURED PARTIES
U.C.C. Article 9: Secured Transactions, this index

SECURITY AGREEMENTS
U.C.C. Article 4A: Funds Transfers, presence of errors, 8:17

SECURITY INTEREST
U.C.C. Article 2: Sales, 3:78, 3:89
U.C.C. Article 4: Bank Deposits and Collections, collecting bank, 7:29
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:24

Index-19
SECURITY PROCEDURES
U.C.C. Article 4A: Funds Transfers, this index

SELLER
U.C.C. Article 2: Sales, definition, 3:10

SELLER’S KNOWLEDGE OF BUYER’S PARTICULAR PURPOSE
U.C.C. Article 2: Sales, 3:115

SEPARATE BANK OFFICE
U.C.C. Article 4: Bank Deposits and Collections, 7:8

SERVICE CONTRACTS
Magnuson-Moss Warranty Act, 4:7

SETOFF
U.C.C. Article 2: Sales, damages, remedies on seller’s breach, 3:153
U.C.C. Article 4: Bank Deposits and Collections, 7:41

SEVERABILITY
U.C.C. Article 1: General Provisions, 2:11

SHIPMENT UNDER RESERVATION
U.C.C. Article 2: Sales, 3:75

SHIPPING AND OTHER TERMS
U.C.C. Article 2: Sales, this index

SIGNATURES
U.C.C. Article 2: Sales, e-mails as sufficient signed writing, 3:20
U.C.C. Article 3: Negotiable instruments, liability, signature of representative, 6:56
U.C.C. Article 3: Negotiable Instruments, this index
U.C.C. Article 4: Bank deposits and collections, report of unauthorized signature, 7:43

SIGNATURES—Cont’d
U.C.C. Article 8: Investment Securities, unauthorized signatures on certificates, 12:36

SIMPLIFIED METHOD FOR TRANSFER BETWEEN BANKS
U.C.C. Article 4: Bank Deposits and Collections, 7:14

SIX MONTH OLD CHECKS
U.C.C. Article 4: Bank Deposits and Collections, 7:35

SKILL OR JUDGMENT OF SELLER
U.C.C. Article 2: Sales, reliance on, 3:116, 3:117

SOLD GOODS
U.C.C. Article 2: Sales, rights of seller’s creditors against title, 3:79

SPECIAL GUARANTEE
U.C.C. Article 8: Investment Securities, effectiveness of indorsement or instruction, 12:51

SPECIAL INDORSEMENTS
U.C.C. Article 3: Negotiable Instruments, 6:20

SPECIAL RIGHTS OF CREDITORS
U.C.C. Article 2A: Leases, priorities, 5:39

SPECIAL TREATMENT OF CONFIRMATION BETWEEN MERCHANTS
U.C.C. Article 2: Sales, statute of frauds, 3:23

SPECIALY MANUFACTURED GOODS
U.C.C. Article 2: Sales, statute of frauds, 3:24

SPECIFIC PERFORMANCE
U.C.C. Article 2: Sales, remedies upon seller’s breach, 3:158
U.C.C. Article 2A: Leases, 5:61
SPECIFICATION OF PERFORMANCE BY ONE PARTY
   U.C.C. Article 2: Sales, 3:66

STALENESS
   U.C.C. Article 8: Investment Securities, issuer’s defenses, 12:35

STANDARD OF CARE
   U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

STATUTE OF FRAUDS
   U.C.C. Article 1: General Provisions, this index
   U.C.C. Article 2: Sales, this index
   U.C.C. Article 8: Investment Securities, 12:20

STATUTE OF LIMITATIONS
   Magnuson-Moss Warranty Act, 4:32
   U.C.C. Article 2: Sales, 3:184
   U.C.C. Article 2A: Leases, 5:80
   U.C.C. Article 2A: Leases, this index
   U.C.C. Article 3: Negotiable Instruments, 6:93
   U.C.C. Article 4: Bank Deposits and Collections, 7:10
   U.C.C. Article 5: Letters of Credit, 9:39
   U.C.C. Revised Article 6: Bulk Transfers, limitations on actions, 10:25

STOLEN INSTRUMENTS
   U.C.C. Article 3: Negotiable Instruments, holders, 6:25, 6:26

STOP DELIVERY OF GOODS
   U.C.C. Article 2: Sales, 3:168

STOP PAYMENT
   U.C.C. Article 4: Bank Deposits and Collections, 7:40, 7:41

STRUCTURE OF U.C.C.
   Generally, 1:4

SUBORDINATE OBLIGATIONS
   U.C.C. Article 1: General Provisions, 2:40

SUBROGATION
   U.C.C. Article 4: Bank Deposits and Collections, 7:44
   U.C.C. Article 5: Letters of Credit, 9:33

SUBSTANTIALLY SIMILAR LEASE AGREEMENT
   U.C.C. Article 2A: Leases, cover, 5:56

SUBSTITUTE PERFORMANCE
   U.C.C. Article 2: Sales, 3:161

SUBSTITUTED PERFORMANCE
   U.C.C. Article 2A: Leases, 5:26

SUFFICIENCY OF CONDUCT
   U.C.C. Article 2: Sales, 3:41

SUM CERTAIN/FIXED AMOUNT
   U.C.C. Article 3: Negotiable Instruments, 6:7

SUPPLY CONTRACT BENEFICIARY
   U.C.C. Article 2A: Leases, 5:46

TELLER’S CHECKS
   U.C.C. Article 3: Negotiable Instruments, this index

TENDER OF PAYMENT
   U.C.C. Article 3: Negotiable Instruments, 6:86

TERMINATION
   U.C.C. Article 2: Sales, this index
   U.C.C. Article 2A: Leases, 5:25

TERMINATION OF STORAGE
   U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:15 to 11:19

TERMS OF CONTRACT
   U.C.C. Article 2: Sales, contract formation through conduct, 3:42
   U.C.C. Article 2A: Leases, this index

Index-21
THIRD PARTY BENEFICIARIES
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, warranties, 5:34

THIRD PARTY DEFENSES
U.C.C. Article 3: Negotiable Instruments, 6:38

THIRD PARTY DOCUMENTS
U.C.C. Article 1: General Provisions, 2:37

THIRD PARTY INJURY TO GOODS
U.C.C. Article 2A: Leases, 5:78

THROUGH BILLS OF LADING
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, 11:39

TIE-INS
Magnuson-Moss Warranty Act, this index

TIME
U.C.C. Article 2: Sales, this index
U.C.C. Article 4: Bank Deposits and Collections, this index
U.C.C. Article 4A: Funds Transfers, 8:12

TITLE AND POSSESSION
U.C.C. Article 2: Sales, this index
U.C.C. Article 2A: Leases, this index
U.C.C. Article 9: Secured Transactions, this index

TITLE DOCUMENTS
U.C.C. Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index

TITLE OF U.C.C.
Generally, 1:4

TITLE WARRANTIES
U.C.C. Article 2: Sales, this index

TRANSACTIONS IN GOODS
U.C.C. Article 2: Sales, 3:2 to 3:4

TRANSFER AGENT
U.C.C. Article 8: Investment Securities, obligations, 12:55

TRANSFER WARRANTIES
U.C.C. Article 3: Negotiable Instruments, liability, 6:77
U.C.C. Article 4: Bank Deposits and Collections, 7:24

TRANSFERS
U.C.C. Article 2: Sales, transfer of title, 3:80, 3:81
U.C.C. Article 2A: Leases, 5:24
U.C.C. Article 3: Negotiable Instruments, this index
U.C.C. Article 4: Bank Deposits and Collections, this index
U.C.C. Article 5: Letters of Credit, 9:36, 9:37
U.C.C. Article 8: Investment Securities, this index

TREATMENT OF GOODS AS SEVERED FROM REALTY
U.C.C. Article 2: Sales, 3:4

TYPES OF WARRANTIES
U.C.C. Article 2: Sales, hierarchy, 3:131

U.C.C. ARTICLE 1: GENERAL PROVISIONS
Generally, 2:1 to 2:40
Acceleration, option to accelerate at will, 2:39
Acceptance under reservation of rights, 2:38
Aggrieved party, positioning, 2:5
Agreement of parties, 2:3
Application of Code to promote mission, 2:6 to 2:11
At will acceleration, 2:39
Broad construction of Code to accomplish purpose, 2:7
Captions, 2:9
Clarification mission of U.C.C., 2:2
Construction as necessary to accomplish purpose, 2:7
language construction, 2:10
U.C.C. ARTICLE 1: GENERAL PROVISIONS—Cont’d
Continued expansion of commercial practices, 2:3
Custom among parties, 2:3
Definitions
  generally, 2:20
  conflicts between express terms, course of dealing and usage of trade, 2:31
course of dealing and usage of trade, 2:27 to 2:32
evidence of reasonable conduct, 2:30
good faith, 2:21 to 2:24
  limits on application of definition of good faith, 2:24
manifestly unreasonable time, 2:26
parole evidence rule, 2:32
parties’ agreement where reasonable time not manifestly unreasonable, 2:26
procedural matters, good faith, 2:23
reasonable conduct, 2:30
reasonable time, 2:25, 2:26
resolving conflicts between express terms, course of dealing and usage of trade, 2:31
seasonably, 2:26
test of good faith, 2:22
usage of trade, 2:29
Enforcement, mission of U.C.C., 2:6
Jurisdiction, uniformity of law among, 2:4
Language construction, 2:10
Law experts, application of Code, 2:8
Limitations
  definitions of good faith, application, 2:24
  mission of U.C.C., 2:12, 2:13
  statute of frauds, applicability, 2:34
Mission of U.C.C.
  generally, 2:1
  ability of parties to vary effects of Code, 2:12
  actions enforceable under Code, 2:6
U.C.C. ARTICLE 1: GENERAL PROVISIONS—Cont’d
Mission of U.C.C.—Cont’d
  aggrieved party into good position, 2:5
  agreement of parties, 2:3
  application of Code to promote mission, 2:6 to 2:11
  breach, waiver or renunciation of claim or right, 2:13
  broad construction of Code to accomplish purpose, 2:7
  clarification, 2:2
  construction of Code to accomplish purpose, 2:7
  continued expansion of commercial practices, 2:3
  custom among parties, 2:3
  enforcement, 2:6
  jurisdiction, uniformity of law among, 2:4
  language construction, 2:10
  law experts, 2:8
  limits, 2:12, 2:13
  modernization, 2:2
  narrow construction of Code to accomplish purpose, 2:7
Official Comments, 2:8
  reference to Official Comments, 2:8
  remedies under Code, 2:6
  rights under Code, 2:6
  section captions, 2:9
  severability, 2:11
  simplification, 2:2
  usage by parties, 2:3
  waiver or renunciation of claim or right, 2:13
Modernization mission of U.C.C., 2:2
Narrow construction of Code to accomplish purpose, 2:7
Official Comments, 2:8
Option to accelerate at will, 2:39
Performance under reservation of rights, 2:38
Prima facie evidence of writings, 2:37
Reference to Official Comments, 2:8

Index-23
U.C.C. ARTICLE 1: GENERAL PROVISIONS—Cont’d
Remedies under Code, 2:6
Reservation of rights
performance or acceptance under, 2:38
Rights under Code, 2:6
Section captions, 2:9
Severability, 2:11
Simplification mission of U.C.C., 2:2
Statute of frauds
generally, 2:33
failure to satisfy requirements, 2:35
limitations on applicability, 2:34
requirements, 2:34
Subordinate obligations, 2:40
Third party documents, prima facie evidence of writings, 2:37
U.C.C. Article 5: Letters of Credit, 9:3
Usage by parties, 2:3
Writings
prima facie evidence by third party documents, 2:37
Statute of frauds, above

U.C.C. ARTICLE 2: SALES
Generally, 3:1 to 3:185
Accepted goods, damages for seller’s breach, 3:151
Actual reliance on skill or judgment of seller, 3:117
Additional terms in acceptance or confirmation, 3:33 to 3:35
Additional terms in binding contract, 3:36 to 3:39
Admissions, exceptions, statute of frauds, 3:25
Allocation or division of risk, 3:68
Anticipatory repudiation, 3:179
Application
additional or different terms in acceptance or confirmation, 3:34
exclusions, 3:3
scope of Article 2, 3:2 to 3:4
seals, 3:5
title, 3:1

U.C.C. ARTICLE 2: SALES—Cont’d
Application—Cont’d
transactions in goods, 3:2 to 3:4
treatment of goods as severed from realty, 3:4
Assignment of rights, 3:67
Assortment and shipping as open terms, 3:76
Auction, 3:58
Authority to ship under reservation, 3:75
Basis of bargain, nature of warranty, 3:95
Between merchants, definition, 3:12
Bill of lading for overseas shipment, 3:54
Binding contract, terms in formation of contract, 3:36 to 3:39
Breach of warranty
express warranty, bars to recovery, 3:99
implied warranty of fitness for particular purpose, bars to recovery, 3:118
implied warranty of merchantability, bars to recovery, 3:112
limitations on actions, 3:93
seller’s breach, damages, 3:152
Buyer, definition, 3:9
Buyer’s insolvency, discovery, 3:174
Buyers’ rights, duties and remedies acceptance of goods, 3:142
anticipatory repudiation, 3:179
contractual modification or limitation of remedy, 3:182, 3:183
cure, limitations on buyer’s recovery, 3:163
duty to mitigate, 3:164
failure of presupposed conditions, 3:162
insolvency of seller, buyer’s right to goods, 3:140
installment contracts, 3:180
limitation by agreement, 3:165
limitation on damages, 3:181
limitations on buyer’s recovery cure, 3:163
duty to mitigate, 3:164
U.C.C. ARTICLE 2: SALES—Cont’d
Cumulation and conflict of warranties
—Cont’d
hierarchy, 3:130, 3:131
types of warranties, hierarchy, 3:131
Cure, limitations on buyer’s recovery, 3:163
Damages
consequential damages, 3:155
incidental damages
seller’s breach, remedies upon, 3:154
seller’s remedies, 3:176
liquidated damages, 3:181
punitive damages, 3:157
seller’s breach, remedies upon, 3:149 to 3:157
seller’s remedies, 3:170, 3:171, 3:176
Definitions
generally, 3:6
between merchants, 3:12
buyer, 3:9
cancellation, 3:17
commercial unit, 3:14
confirming goods and conduct, 3:16
financing agency, 3:13
goods, 3:7, 3:8
lot, 3:14
merchant, 3:12
money, price payable in, 3:18
payment, price payable in money, goods, realty, or otherwise, 3:18
price, 3:18
realty, price payable in, 3:18
receipt, 3:11
sale, 3:15
sale of part interest, 3:8
sale of undivided shares in bulk of fungible goods, 3:8
seller, 3:10
termination, 3:17
Delegation of performance, 3:67
Delivery ex-ship, 3:53

U.C.C. ARTICLE 2: SALES—Cont’d
Delivery of goods, seller’s remedies, 3:167, 3:168
Discovery of buyer’s insolvency, seller’s remedies, 3:174
Division of risk, 3:68
Duration of contract as open term, 3:74
Duty to mitigate, limitations on buyer’s recovery, 3:164
Effect of noncompliance, 3:21
Elements of warranty claim, implied warranty of fitness for particular purpose, 3:114 to 3:117
Entrustment of goods, 3:82
Equitable remedies on seller’s breach, 3:158 to 3:160
Evidence
express warranty, Code limitations, 3:97
parol or extrinsic evidence, below
Examination of goods, 3:126
Exceptions, statute of frauds, 3:24 to 3:26
Exclusion or modification of warranties
generally, 3:119
additional concerns, 3:128
conspicuousness, 3:123
course of dealing, 3:125
course of performance, 3:125
examination of goods, 3:126
express warranty, 3:120
implied warranty of fitness for particular purpose, 3:122
implied warranty of merchantability, 3:121
language excluding implied warranties, 3:124
limitations on remedies, 3:127
title warranty, 3:92
usage of trade, 3:125
warranty of title, modification of warranties, 3:92
Exclusions, application, 3:3
Exclusive dealings, output, 3:77
Express warranties
additional limitations, 3:98
U.C.C. ARTICLE 2: SALES—Cont’d
Express warranties—Cont’d
bars to recovery for breach of express warranty, 3:99
basis of bargain, nature of warranty, 3:95
breach of express warranty, 3:99
Code limitations on creation or proof of express warranty, 3:97
creation of express warranty, Code limitations, 3:97
exclusion or modification of warranties, 3:120
factors in creation of warranty, 3:96
nature of warranty, 3:94, 3:95
proof of express warranty, Code limitations, 3:97
Expression of warranties, hierarchy among forms, 3:130
Extrinsic evidence. Parol or extrinsic evidence, above
Failed modification as waiver, 3:48
Failure of presupposed conditions, limitations on buyer’s recovery, 3:162
F.A.S. vessel (free alongside) at named port, 3:51
Financing agency, definition, 3:13
F.O.B., 3:50
Form of bill of lading for overseas shipment, 3:54
Freedom from infringement, 3:91
Good faith
modification, rescission and waiver, 3:45
obligations of parties, 3:64
Good intentions of seller, 3:90
Good title
power to transfer, 3:81
rightful transfer, 3:88
Goods
definition, 3:7, 3:8
identification of goods, below, 3:18
price payable in goods, definition, 3:18
Hierarchy, warranties, 3:130, 3:131

U.C.C. ARTICLE 2: SALES—Cont’d
Identification of goods
effect, 3:85
time, 3:84
title, 3:83 to 3:85
title, generally, 3:83 to 3:85
Identify goods to contract, remedy of seller, 3:169
Implied warranty of fitness for particular purpose
actual reliance on skill or judgment of seller, 3:117
bars to recovery for breach of warranty, 3:118
breach of warranty, bars to recovery, 3:118
elements of warranty claim, 3:114 to 3:117
exclusion or modification of warranties, 3:122
known reliance on seller’s skill or judgment, 3:116
nature of warranty, 3:113
particular purpose of buyer, seller’s knowledge of, 3:115
reliance on seller’s skill or judgment, 3:116, 3:117
seller’s knowledge of buyer’s particular purpose, 3:115
skill or judgment of seller, reliance on, 3:116, 3:117
Implied warranty of merchantability
adequately contained, packaged, and labeled, minimal standards, 3:109
affirmation of fact made on container or label, minimal standards, 3:110
bars to recovery for breach of warranty, 3:112
blood and medical services, nature of warranty, 3:103
breach of warranty, bars to recovery, 3:112
container labels, minimal standards, 3:109, 3:110
contract for sale of goods, nature of warranty, 3:101
Implied warranty of merchantability—Cont’d

- even kind, quality and quantity within each unit, 3:108
- exclusion or modification of warranties, 3:121
- fit for ordinary purpose, minimal standards, 3:107
- food or drink, nature of warranty, 3:103
- fungible goods, minimal standards of merchantability, 3:106
- labels, minimal standards, 3:109, 3:110
- material hidden defects, 3:111
- merchant “with respect to goods of that kind,” nature of warranty, 3:102
- minimal standards of merchantability, 3:104 to 3:111
- nature of warranty, 3:100 to 3:103
- packaging, minimal standards, 3:109
- pass without objection in the trade, 3:105

Incidental damages
- seller’s breach, remedies upon, 3:154
- seller’s remedies, 3:176

Incorrect terms, statute of frauds, 3:22

Infringement, freedom from, 3:91

Insolvency
- discovery of buyer’s insolvency, seller’s remedies, 3:174
- seller’s insolvency, buyer’s right to goods, 3:140
- seller’s remedies, discovery of buyer’s insolvency, 3:174

Installment contracts, seller’s remedies, 3:180

Intentions of seller, 3:90

Knowledge of seller, 3:90

Known reliance on seller’s skill or judgment, 3:116

Language excluding implied warranties, 3:124

Letter of credit term, shipping and other terms, 3:57

Liens and other encumbrances, warranty of title, 3:89

Limitations
- breach of warranty actions, 3:93
- buyer’s recovery, limitation by agreement, 3:165
- contractual modification or limitation of remedy, 3:183
- damages, 3:181
- exclusion or modification of warranties, 3:127
- express warranties, 3:97, 3:98
- seller’s remedies, 3:177, 3:181, 3:183

Liquidated damages, 3:181

Lost profits, remedies on seller’s breach, damages, 3:156

Lot, definition, 3:14

Manner of delivery as open term, 3:71

Merchants
- contract between merchants offer and acceptance in formation of contract, 3:38
- definition of merchant, 3:12
- statute of frauds, special treatment of confirmation between merchants, 3:23

Modification, rescission and waiver generally, 3:44
- failed modification as waiver, 3:48
- good faith requirement, 3:45
- refusal of modification, 3:46
- rescission, 3:160
- right to refuse modification, 3:46
- seller’s breach, rescission as remedy, 3:160
- statute of frauds, 3:47
- unilateral acts, 3:46
- warranties. Exclusion or modification of warranties, above

Money, price payable in, definition, 3:18

Nature of warranty
- express warranties, 3:94, 3:95
U.C.C. ARTICLE 2: SALES—Cont’d
Nature of warranty—Cont’d
implied warranty of fitness for particular purpose, 3:113
warranty of title, 3:86
No arrival, no sale, 3:55
Non-acceptance, damages for, 3:171
Noncompliance, statute of frauds, 3:21
Nondelivery by seller, damages, 3:149
Obligations of parties
generally, 3:63
allocation or division of risk, 3:68
assignment of rights, 3:67
assortment and shipping as open terms, 3:76
authority to ship under reservation, 3:75
delegation of performance, 3:67
division of risk, 3:68
duration of contract as open term, 3:74
exclusive dealings, output, 3:77
good faith, 3:64
manner of delivery as open term, 3:71
open terms, 3:69 to 3:76
output, requirements and exclusive dealings, 3:77
payment or running of credit, open time, 3:75
performance specified by one party, 3:66
place of delivery as open term, 3:72
price as open term, 3:70
shipment under reservation, 3:75
shipping as open term, 3:76
specification by performance by one party, 3:66
termination as open term, 3:74
time for delivery or other action as open term, 3:73
unconscionable contract or clause, 3:65
Offer and acceptance in formation of contract
generally, 3:32

U.C.C. ARTICLE 2: SALES—Cont’d
Offer and acceptance in formation of contract—Cont’d
acceptance, additional or different terms, 3:33 to 3:35
additional terms in acceptance or confirmation, 3:33 to 3:35
additional terms in binding contract, 3:36 to 3:39
applicability of additional or different terms, 3:34
binding contract, additional or different terms, 3:36 to 3:39
conditional acceptance, 3:35
confirmation, additional or different terms, 3:33 to 3:35
contract between merchants, 3:38
different terms in acceptance or confirmation, 3:33 to 3:35
different terms in binding contract, 3:36 to 3:39
non-merchant contract, binding, 3:37
shipping and other terms, below
Omitted terms, statute of frauds, 3:22
Open terms, obligations of parties, 3:69 to 3:76
Overseas shipment, form of bill of lading, 3:54
Parol or extrinsic evidence
generally, 3:27
consistent additional terms, 3:29
course of dealing, 3:28
course of performance, 3:28
usage of trade, 3:28
Particular purpose of buyer, seller’s knowledge of, 3:115
Passing of title, 3:78
Payment, price payable in money, goods, realty, or otherwise
definitions, 3:18
Payment or running of credit, open time, 3:75
Payment/acceptance, exceptions, statute of frauds, 3:26
Performance
obligations of parties, performance specified by one party, 3:66
U.C.C. ARTICLE 2: SALES—Cont’d
Performance—Cont’d
terms of contract created by performance, 3:42
Person in position of seller, seller’s remedies, 3:178
Place of delivery as open term, 3:72
Price, definition, 3:18
Price as open term, 3:70
Price recovery
buyer’s remedies, 3:148
seller’s remedies, 3:172
Proof of express warranty, Code limitations, 3:97
Punitive damages, 3:157
Realty, price payable in, definition, 3:18
Receipt, definition, 3:11
Received/acceptance, exceptions, 3:26
Recovery of price
buyer’s remedies, 3:148
seller’s remedies, 3:172
Refusal of modification, 3:46
Reliance on seller’s skill or judgment, 3:116, 3:117
Remedies
buyers’ rights, duties and remedies, above
seller’s remedies, below
Replevin, remedies on seller’s breach, 3:159
Repudiation by seller, damages, 3:149
Resale differential, damages, remedies on seller’s breach, 3:150
Resale of goods, 3:170
Rescind contract, 3:175
Rescission, Modification, rescission and waiver, above
Reservation of title for security, 3:78
Revised Article 2, seller’s remedies, 3:185
Right of return of conforming goods, 3:59 to 3:62
Right to refuse modification, 3:46
Rights of seller’s creditors against sold goods, 3:79
Sale, definition, 3:15

U.C.C. ARTICLE 2: SALES—Cont’d
Sale of part interest, definition, 3:8
Sale of undivided shares in bulk of fungible goods, 3:8
Sale on approval, sale with right of return of conforming goods, 3:60
Sale or return, sale with right of return of conforming goods, 3:61
Salvage unfinished goods, 3:169
Scope of Article 2, 3:2 to 3:4
Seals, application, 3:5
Security, reservation of title for, 3:78
Security interests, warranty of title, 3:89
Seller, definition, 3:10
Seller’s breach, remedies upon generally, 3:145
accepted goods, damages, 3:151
breach of warranty, damages, 3:152
cancellation, 3:146
consequential damages, 3:155
cover, 3:147
damages, 3:149 to 3:157
equitable remedies, 3:158 to 3:160
incidental damages, 3:154
lost profits, damages, 3:156
nondelivery by seller, damages, 3:149
punitive damages, 3:157
recovery of purchase price, 3:148
replevin, 3:159
repudiation by seller, damages, 3:149
resale differential, damages, 3:150
rescission, 3:160
set off, damages, 3:153
specific performance, 3:158
Seller’s knowledge of buyer’s particular purpose, 3:115
Seller’s remedies
generally, 3:166
anticipatory repudiation, 3:179
buyer’s insolvency, discovery, 3:174
U.C.C. ARTICLE 2: SALES—Cont’d
Seller’s remedies—Cont’d
buyer’s rights and remedies in
common with seller’s, 3:179
to 3:185
cancel contract, 3:173
contractual modification or limitation
of remedy, 3:182, 3:183
damages, 3:170, 3:171, 3:176
delivery of goods, 3:167, 3:168
discovery of buyer’s insolvency,
3:174
identify goods to contract, 3:169
incidental damages, 3:176
installment contracts, 3:180
limitation on damages, 3:181
limitations, 3:177
limitations on contractual
modification or limitation of
remedy, 3:183
liquidated damages, 3:181
non-acceptance, damages for,
3:171
person in position of seller, reme-
dies, 3:178
price recovery, 3:172
recover price, 3:172
resale of goods, 3:170
rescind contract, 3:175
Revised Article 2, 3:185
salvage unfinished goods, 3:169
statute of limitations, 3:184
stop delivery of goods, 3:168
warranty of title, 3:87 to 3:89
withhold delivery of goods, 3:167
Set off, damages, remedies on seller’s
breach, 3:153
Shipment under reservation, 3:75
Shipping and other terms
generally, 3:49
auction, 3:58
bill of lading for overseas ship-
ment, 3:54
C.I.F. and C.&F., 3:52
C.O.D., 3:56
confirmed credit, 3:57
creditor’s rights when goods
delivered to person for sale,
3:62
U.C.C. ARTICLE 2: SALES—Cont’d
Shipping and other terms—Cont’d
delivery ex-ship, 3:53
F.A.S. vessel (free alongside) at
named port, 3:51
F.O.B., 3:50
form of bill of lading for overseas
shipment, 3:54
letter of credit term, 3:57
no arrival, no sale, 3:55
overseas shipment, form of bill of
lading, 3:54
right of return of conforming
goods, 3:59 to 3:62
sale by auction, 3:58
sale on approval, sale with right of
return of conforming goods,
3:60
sale or return, sale with right of
return of conforming goods,
3:61
Shipping as open term, 3:76
Skill or judgment of seller, reliance
on, 3:116, 3:117
Sold goods, rights of seller’s credi-
tors against
title, 3:79
Special treatment of confirmation
between merchants
statute of frauds, 3:23
Specially manufactured goods, stat-
tute of frauds, 3:24
Specific performance, remedies upon
seller’s breach, 3:158
Specification of performance by one
party, 3:66
Statute of frauds
generally, 3:19
admissions, exceptions, 3:25
confirmation between merchants,
3:23
effect of noncompliance, 3:21
exceptions, 3:24 to 3:26
incorrect terms, 3:22
merchants, special treatment of
confirmation between, 3:23
modification, rescission and
waiver, 3:47
noncompliance, 3:21
U.C.C. ARTICLE 2: SALES—Cont’d
Statute of frauds—Cont’d
omitted terms, 3:22
payment/acceptance, exceptions, 3:26
received/acceptance, exceptions, 3:26
requirements, 3:20
special treatment of confirmation between merchants, 3:23
specially manufactured goods, exceptions, 3:24
Statute of limitations, 3:184
Statutory analogue to U.C.C. Article 2A: Leases, 5:2
Stop delivery of goods, 3:168
Substitute performance, 3:161
Sufficiency of conduct, 3:41
Termination
definition, 3:17
open term, 3:74
Terms of contract created by performance, contract formation through conduct, 3:42
Third party beneficiaries of warranties
generally, 3:132
Alternative A, 3:135
Alternative B, 3:136
Alternative C, 3:137
equity, 3:139
horizontal vs. vertical privity, 3:134
law and equity as outside principles, 3:139
limitations, 3:138
nature of privity, 3:133, 3:134
outside principles of law and equity, 3:139
privity, 3:133, 3:134
vertical versus horizontal privity, 3:134
Time
delivery or other action, open term, 3:73
identification of goods, 3:84
Title
application, 3:1

U.C.C. ARTICLE 2: SALES—Cont’d
Title—Cont’d
effect of identification of goods, 3:85
entrustment of goods, 3:82
good title, power to transfer, 3:81
identification of goods, 3:83 to 3:85
passing of title, 3:78
reservation of title for security, 3:78
rights of seller’s creditors against sold goods, 3:79
security, reservation of title for, 3:78
sold goods, rights of seller’s creditors against, 3:79
time of identification of goods, 3:84
transfer of title, 3:80, 3:81
Transactions in goods, 3:2 to 3:4
Transfer of title, 3:80, 3:81
Treatment of goods as severed from realty, 3:4
Types of warranties, hierarchy, 3:131
U.C.C. Article 2A: Leases, statutory analogue, 5:2
U.C.C. Revised Article 2: Sales, seller’s remedies, 3:185
Unconscionable contract or clause, obligations of parties, 3:65
Unilateral acts, 3:46
Usage of trade
exclusion or modification of warranties, 3:125
implied warranty of merchantability, above
parol or extrinsic evidence, 3:28
Waiver. Modification, rescission and waiver, below
Warranties
cumulation and conflict of warranties, above
express warranties, above
implied warranties, above
third party beneficiaries of warranties, above
title warranties. Warranty of title, below, 3:93
U.C.C. ARTICLE 2: SALES—Cont’d
Warranty of title
breach of warranty actions, limitations, 3:93
exclusion of warranties, 3:92
exclusion or modification of warranties, 3:92
freedom from infringement, 3:91
good intentions of seller, 3:90
good title and rightful transfer, 3:88
infringement, freedom from, 3:91
knowledge of seller, 3:90
liens and other encumbrances, 3:89
limitations on breach of warranty actions, 3:93
modification of warranties, 3:92
nature of warranty, 3:86
security interests, 3:89
seller’s knowledge or good intentions, 3:90
seller’s remedies, 3:87 to 3:89
seller’s warranty of title, 3:87 to 3:89
Withhold delivery of goods, 3:167

U.C.C. ARTICLE 2A: LEASES
Generally, 5:1 to 5:80
Acceleration, at will option, 5:77
Acceptance of goods
contract formation and terms, 5:12
lessee’s rights, remedies, and duties, 5:52, 5:54
revocation, 5:54
Accessions, goods that become, 5:41
Action for rent, 5:69
Adequate assurance of performance, 5:73
Alienability of interest, 5:24
Analogy, application by, 5:5
Anticipatory repudiation, 5:74
Applicability
generally, 5:1 to 5:3
analogy, application by, 5:5
Article 2, 5:2
Article 9, 5:2
choice of law, 5:8, 5:9
definitions, 5:10
freedom of contract, 5:3

U.C.C. ARTICLE 2A: LEASES—Cont’d
Applicability—Cont’d
limitations, 5:6, 5:9
other law, leases subject to, 5:7
possession, 5:11
scope of Article 2A, 5:4 to 5:7
statutory analogues, 5:2
title and possession, 5:11
Article 2, statutory analogue, 5:2
Article 9, statutory analogue, 5:2
Beneficiary of supply contract, 5:46
Cancellation, 5:25
Casualty to identified goods, 5:22
Change or modification
statute of limitations, 5:80
warranties, 5:32
Choice of law, 5:8, 5:9
Conflict, warranties, 5:33
Consequential damages, 5:60
Contract formation and terms
acceptance, 5:12
course of performance, 5:13
identification of goods, 5:18
modification, 5:14
offer and acceptance, 5:12
parol evidence, 5:16
rescission, 5:14
seals, 5:17
statute of frauds, 5:15
unconscionability, 5:19
waiver, 5:14
Cover
factors considered, 5:57
lessee’s rights, remedies, and duties, 5:55 to 5:57
substantially similar lease agreement, 5:56
Creditors, priorities, 5:38, 5:39
Cumulation, warranties, 5:33
Cure, 5:50
Damages
consequential damages, 5:60
default, 5:44
lessee’s damages, below
lessor’s damages, below
liquidation of damages, 5:75, 5:76

Index-33
U.C.C. ARTICLE 2A: LEASES
—Cont’d
Default
damages, 5:44
enforcement and performance, 5:21
notice, 5:43
procedure, 5:42
waiver or renunciation of claim or right following, 5:79
Definitions, 5:10
Delegation of performance, 5:24
Disposal of goods, 5:67
Enforcement and performance
generally, 5:23
adequate assurance of performance, 5:73
alienability of interest, 5:24
cancellation, 5:25
casualty to identified goods, 5:22
course of performance, 5:13
default, 5:21
delegation of performance, 5:24
enforceability of lease contract,
generally, 5:23
excused performance, 5:58
irrevocable promises, 5:27
lessee’s rights, remedies, and duties, excused performance, 5:58
promises, 5:27
risk of loss, 5:20, 5:21
specific performance, lessee’s damages, 5:61
substituted performance, 5:26
termination, 5:25
transfer of rights, 5:24
Exclusions, warranties, 5:32
Excused performance, 5:58
Express warranties, 5:29
Finance lease, rights, remedies and duties of lessee, 5:46
Fitness for particular purpose,
 implied warranty, 5:31
Fixtures, goods that become, priorities, 5:40
Formation of contract. Contract formation and terms, above

U.C.C. ARTICLE 2A: LEASES
—Cont’d
Freedom of contract, 5:3
Goods that become accessions, 5:41
Goods that become fixtures, 5:40
Identification
casualty to identified goods, 5:22
goods to lease contract, 5:64
Implied warranty of fitness for particular purpose, 5:31
Implied warranty of merchantability, 5:30
Improper delivery, rejection, 5:47, 5:48
Incidental damages, 5:60, 5:70
Infringement, warranties, 5:28
Insolvency of lessor, recovery of goods, 5:62
Installment lease contracts, rejection, 5:48
Insurance and proceeds, 5:72
Interest, residual, 5:71
Interference and infringement, warranties, 5:28
Irrevocable promises, 5:27
Lessee’s damages
generally, 5:59
consequential, 5:60
incidental damages, 5:60
insolvency of lessor, recovery of goods, 5:62
recovery of goods, insolvency of lessor, 5:62
replevin, 5:61
specific performance, 5:61
Lessee’s rights, remedies, and duties
generally, 5:45
acceleration, at will option, 5:77
acceptance of goods, 5:52
adequate assurance of performance, 5:73
anticipatory repudiation, 5:74
at will acceleration option, 5:77
beneficiary of supply contract, 5:46
cover, 5:55 to 5:57
cure, 5:50
U.C.C. ARTICLE 2A: LEASES
—Cont’d
Lessee’s rights, remedies, and duties
—Cont’d
default, waiver or renunciation of claim or right following, 5:79
excused performance, 5:58
factors considered in cover, 5:57
finance lease, 5:46
insurance and proceeds, 5:72
limitations, liquidation of damages, 5:76
liquidation of damages, 5:75, 5:76
notice, 5:53
option to accelerate at will, 5:77
rejection, below
renunciation of claim or right after default, 5:79
revocation of acceptance, 5:54
rightfully rejected goods, 5:49
statute of limitations, 5:80
substantially similar lease agreement, cover, 5:56
supply contract beneficiary, 5:46
third-party injury to goods, 5:78
waiver, 5:51
waiver of claim or right after default, 5:79
Lessor’s damages
generally, 5:68
action for rent, 5:69
incidental damages, 5:70
rent action, 5:69
residual interest, 5:71
Lessor’s rights and remedies
generally, 5:63
acceleration, at will option, 5:77
adequate assurance of performance, 5:73
anticipatory repudiation, 5:74
at will acceleration option, 5:77
default, waiver or renunciation of claim or right following, 5:79
disposal of goods, 5:67
identify goods to lease contract, 5:64
insurance and proceeds, 5:72
U.C.C. ARTICLE 2A: LEASES
—Cont’d
Lessor’s rights and remedies
—Cont’d
limitations, liquidation of damages, 5:76
liquidation of damages, 5:75, 5:76
option to accelerate at will, 5:77
possession of goods, 5:65
renunciation of claim or right after default, 5:79
statute of limitations, 5:80
stop delivery, 5:66
third-party injury to goods, 5:78
waiver of claim or right after default, 5:79
Liens arising by operation of law, priorities, 5:37
Limitations
applicability, 5:6, 5:9
liquidation of damages, 5:76
Liquidation of damages, 5:75, 5:76
Liquidation of damages, limitation, 5:76
Merchantability, implied warranty of, 5:30
Modification. Change or modification, above
Non-Code law, leases subject to, 5:7
Notice
default, 5:43
lessee’s rights, remedies, and duties, 5:53
Operation of law, liens arising by, 5:37
Other law, leases subject to, 5:7
Performance. Enforcement and performance, above
Possession
applicability, 5:11
lessee’s rights and remedies, possession of goods, 5:65
Priorities
generally, 5:35
accessions, goods that become, 5:41
creditors, 5:38, 5:39
fixtures, goods that become, 5:40

Index-35
U.C.C. ARTICLE 2A: LEASES—Cont’d
Priorities—Cont’d
goods that become accessions, 5:41
goods that become fixtures, 5:40
liens arising by operation of law, 5:37
operation of law, liens arising by, 5:37
sale, subsequent, 5:36
special rights of creditors, 5:39
sublease, 5:36
subsequent lease, sale, or sublease, 5:36
Promises that are irrevocable, 5:27
Recovery of goods, insolvency of lessor, 5:62
Rejection
improper delivery, 5:47, 5:48
installment lease contracts, 5:48
lessee’s rights, remedies, and duties, 5:47, 5:48
rightful rejection of goods, 5:49
Remedies
lessee’s rights, remedies, and duties, above
lessor’s rights and remedies, above
Rent action, lessor’s damages, 5:69
Renunciation of claim or right following, 5:79
Replevin, 5:61
Repudiation, anticipatory, 5:74
Residual interest, 5:71
Revocation of acceptance, 5:54
Rightfully rejected goods, 5:49
Rights and remedies
lessee’s rights, remedies, and duties, above
lessor’s rights and remedies
Risk of loss, 5:20, 5:21
Sale, subsequent, priorities, 5:36
Scope of Article 2A, 5:4 to 5:7
Special rights of creditors, priorities, 5:39
Specific performance, 5:61
Statute of limitations
lessee’s rights, remedies, and duties, 5:80

U.C.C. ARTICLE 2A: LEASES—Cont’d
Statute of limitations—Cont’d
lessor’s rights and remedies, 5:80
Statutory analogues, 5:2
Sublease, priorities, 5:36
Subsequent lease, sale, or sublease, 5:36
Substantially similar lease agreement, cover, 5:56
Substituted performance, 5:26
Supply contract beneficiary, 5:46
Termination, 5:25
Terms of contract. Contract formation and terms, above
Third-party beneficiaries, warranties, 5:34
Third-party injury to goods, 5:78
Title and possession, 5:11
Transfer of rights, 5:24
U.C.C. Article 2: Sales, statutory analogue, 5:2
Unconscionability, 5:19
Waiver
default, waiver of claim or right following, 5:79
lessee’s rights, remedies, and duties, 5:51
Warranties
conflict, 5:33
cumulation, 5:33
exclusion, 5:32
express warranties, 5:29
fitness for particular purpose, implied warranty, 5:31
implied warranty of fitness for particular purpose, 5:31
implied warranty of merchantability, 5:30
infringement, 5:28
interference and infringement, 5:28
merchantability, implied warranty, 5:30
modification, 5:32
third-party beneficiaries, 5:34

U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS
Generally, 6:1 to 6:94
INDEX

U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Acceptance
draft and certified check, 6:43, 6:44
drawee’s mistake, 6:65
liability of acceptor, 6:60
Accommodation parties, liability, 6:75
Accord and satisfaction, 6:92
Accrual of cause of action, 6:93
Actions
accord and satisfaction, 6:92
accrual of cause of action, 6:93
notice of right to defend, 6:94
statute of limitations, 6:93
Additional promises prohibited, 6:14
Agreements affecting instrument, 6:3
Alteration, liability, 6:82
Ambiguity as to payable to bearer or order, 6:11
Amount, sum certain/fixed amount, 6:7
Anomalous indorsements, 6:20
Blank indorsements, 6:20
Cashier’s checks
holders of lost, destroyed or stolen checks, 6:26
liability, wrongful refusal to pay, 6:76
Cause of action, accrual, 6:93
Certainty and definiteness
anomalous indorsements, 6:20
contradictory terms within instrument, 6:22
payable at definite time, 6:12, 6:13
sum certain/fixed amount, 6:7
uncertainty as to payable to bearer or order, 6:11
Certainty of amount, 6:7
Certified checks
acceptance, 6:43
holders, lost, destroyed or stolen checks, 6:26
liability, wrongful refusal to pay, 6:76
Claims in recoupment, 6:39

U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Contradictory terms within instrument, 6:22
Contribution, liability, 6:74
Contributory negligence, 6:83
Conversion by drawees, 6:63, 6:64
Defenses and claims
holders, 6:36 to 6:38
third party defenses, 6:38
Definitions, 6:4
Demand, payable on, 6:12, 6:13
Destroyed instruments, enforcement, 6:25, 6:26
Discharge of liability
generally, 6:84
cancellation, 6:87
Former Article 3, right of recourse, 6:89
payment, 6:85, 6:86
renunciation, 6:87
Revised Article 3, right of recourse, 6:90
right of recourse, 6:88 to 6:90
tender of payment, 6:86
Discharge of obligation
drawers, 6:68
indorsers, 6:72
Dishonor
generally, 6:45
drawers, 6:67
evidentiary presumptions, 6:46
exceptions, 6:47
Former Article 3, 6:48
generally, 6:48
notice of dishonor, 6:50
indorsers, 6:71
notice of dishonor, 6:49, 6:50
Draft drawn without recourse
drawers, 6:69
indorsers, 6:73
Drawees
generally, 6:61
acceptance by mistake, 6:65
conversion, 6:63, 6:64
Former Article 3, conversion under, 6:63
liability, generally, 6:61 to 6:65

Index-37
U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Drawees—Cont’d
mistaken payment or acceptance, 6:65
payment by mistake, 6:65
potential liability under other law, 6:62 to 6:66
Revised Article 3, conversion under, 6:64

Drawers
generally, 6:66
discharge of obligation, 6:68
dishonor, 6:67
draft drawn without recourse, 6:69
liability, generally, 6:66 to 6:69
recourse, drawing draft without, 6:69
Evidence of signature, 6:57
Evidentiary presumptions as to dishonor, 6:46
Exceptions, dishonor, 6:47
Excuse or waiver
generally, 6:51
Former Article 3, 6:52
Fictitious payees, liability, 6:80
Fixed amount/sum certain, 6:7
For value, holders in due course, 6:29
Former Article 3
conversion under, 6:63
discharge of liability, 6:89
dishonor, 6:48
drawees, conversion under, 6:63
excuse, 6:52
notice of dishonor, 6:50
presentment, 6:42
protest, 6:53
right of recourse, 6:89
waiver or excuse, 6:52
Fraudulent indorsement by employee, 6:81
Good faith, holders in due course, 6:30
Holders
generally, 6:24
against all holders, defenses and claims, 6:36
U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Holders—Cont’d
against holders other than in due course, defenses and claims, 6:37
cashier’s checks, lost, destroyed or stolen, 6:26
certified checks, lost, destroyed or stolen, 6:26
claims in recoupment, 6:39
defenses and claims, 6:36 to 6:38
destroyed cashier’s, teller’s, or certified checks, 6:26
destroyed instruments, enforcement, 6:25
holders in due course, below
lost cashier’s, teller’s, or certified checks, 6:26
lost instruments, enforcement, 6:25
stolen cashier’s, teller’s, or certified checks, 6:26
stolen instruments, enforcement, 6:25
teller’s checks, lost, destroyed or stolen, 6:26
third party defenses, 6:38
For value, holders in due course, 6:29
holder, generally, 6:28
in good faith, 6:30
limitations on status, 6:33
payees, 6:34
requirements, 6:27 to 6:33
transferees, 6:35
without notice, 6:31, 6:32
Imposters, liability, 6:79
Incomplete instrument
blank indorsements, 6:20
negotiation and transfer, 6:23
Indorsements
anomalous indorsements, 6:20
blank indorsements, 6:20
fraudulent indorsement by employee, liability, 6:81
restrictive indorsements, 6:21
special indorsements, 6:20
INDEX

U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Indorsements—Cont’d
transfer and negotiation, 6:19 to 6:21
Indorsers
generally, 6:70
discharge, 6:72
dishonor, 6:71
draft drawn without recourse, 6:73
fraudulent indorsement by
employee, liability, 6:81
liability, 6:70 to 6:73
recourse, drawing draft without,
6:73
Issuers, liability, 6:59
Joint and several liability, 6:74
Liability
acceptors, 6:60
accommodation parties, 6:75
alteration, 6:82
cashier’s check, certified check,
wrongful refusal to pay, 6:76
contribution, 6:74
contributory negligence, 6:83
discharge of liability, above
drawees, above
drawers, above
fictitious payees, 6:80
fraudulent indorsement by
employee, 6:81
imposters, 6:79
indorsers, above
issuers, 6:59
joint and several liability, 6:74
makers, 6:59
payee not intended to have interest,
6:80
presentment warranties, 6:78
signatures, below
teller’s check, wrongful refusal to
pay, 6:76
transfer warranties, 6:77
warranties, 6:77, 6:78
wrongful refusal to pay cashier’s,
teller’s, and certified checks,
6:76

U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Limitations on holders in due course
status, 6:33
Limiting indorsements, 6:21
Lost instrument, enforcement, 6:25,
6:26
Makers, liability, 6:59
Missed payment or acceptance by
drawee, 6:65
Negotiation. Transfer and negotia-
tion, below
Notice
dishonor, 6:49, 6:50
Former Article 3, dishonor, 6:50
holders in due course, without
notice requirements, 6:31,
6:32
right to defend action, 6:94
Obligation for which taken, effect on
instrument, 6:91
Order, requirement of signed and
written unconditional order, 6:6
Payable on demand or at definite
time, 6:12, 6:13
Payable to bearer, 6:8, 6:9, 6:11
Payable to order, 6:8, 6:10, 6:11
Payees
holders in due course, 6:34
liability, payee not intended to
have interest, 6:80
Payment
discharge of liability, 6:85, 6:86
mistake by drawee, 6:65
place, 6:40
presentment, acceptance, dishonor,
and notice, 6:43
tender of payment, discharge of
liability, 6:86
Place of payment, 6:40
Potential liability under other law,
drawees, 6:62 to 6:66
Presentment
generally, 6:41
Former Article 3, 6:42
Presentment warranties, liability,
6:78
Presumptions as to dishonor, 6:46

Index-39
U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Prevention of negotiable instrument status, 6:15
Promise, requirement of signed and written unconditional order, 6:6
Proof of signature, 6:57
Protest
generally, 6:53
Former Article 3, 6:53
Reacquisition, 6:18
Recoupment claims, 6:39
Recourse
discharge of liability, right of recourse, 6:88 to 6:90
drawers, drawing draft without recourse, 6:69
indorsers, drawing draft without recourse, 6:73
Refusal to pay cashier’s, teller’s, and certified checks, liability, 6:76
Renunciation, discharge of liability, 6:87
Representative’s signature, liability, 6:56
Requirements, generally, 6:5 to 6:16
Restrictions on holders in due course status, 6:33
Restrictive indorsements, 6:21
Revised Article 3
drawees, conversion, 6:64
right of recourse, discharge of liability, 6:90
Right of recourse, discharge of liability, 6:88 to 6:90
Scope of Article 3, 6:2
Signatures
liability, generally, 6:55 to 6:58
proof, 6:57
representative, 6:56
requirement, 6:55
requirement of signed unconditional promise or order, 6:6
unauthorized, 6:58
Special indorsements, 6:20
Statement preventing negotiable instrument status, 6:15
Statute of limitations, 6:93

U.C.C. FORMER ARTICLE 3: NEGOTIABLE INSTRUMENTS
Conversion under, 6:63

U.C.C. ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Stolen instruments, holders, 6:25, 6:26
Sum certain/fixed amount, 6:7
Teller’s checks
holders of lost, destroyed or stolen checks, 6:26
liability for wrongful refusal to pay, liability, 6:76
Tender of payment, 6:86
Third party defenses, 6:38
Transfer and negotiation
anomalous indorsements, 6:20
blank indorsements, 6:20
contradictory terms within instrument, 6:22
holders in due course, transferees as, 6:35
incomplete instrument, 6:23
indorsements, 6:19 to 6:21
negotiation, 6:16
reacquisition, 6:18
restrictive indorsements, 6:21
special indorsement, 6:20
transfer, generally, 6:17
Transfer warranties, liability, 6:77
Transferees as holders in due course, 6:35
Unauthorized signature, 6:58
Uncertainty as to payable to bearer or order, 6:11
Waiver or excuse
generally, 6:51
Former Article 3, 6:52
Warranties
liability, 6:77, 6:78
presentment warranties, 6:78
transfer warranties, 6:77
Written unconditional promise or order, 6:6
Wrongful refusal to pay cashier’s, teller’s, and certified checks, liability, 6:76
U.C.C. FORMER ARTICLE 3: NEGOTIABLE INSTRUMENTS—Cont’d
Discharge of liability, 6:89
Dishonor, 6:48
Drawees, conversion under, 6:63
Excuse, 6:52
Notice of dishonor, 6:50
Presentment, 6:42
Protest, 6:53
Right of recourse, 6:89
Waiver or excuse, 6:52

U.C.C. REVISED ARTICLE 3: NEGOTIABLE INSTRUMENTS
Drawees, conversion, 6:64
Revised Article 8, relationship to Revised Article 3, 12:7
Right of recourse, discharge of liability, 6:90

U.C.C. ARTICLE 4: BANK DEPOSITS AND COLLECTIONS
Generally, 7:1 to 7:48
Acceptance order, 7:34
Accompanying documents, security interest of collecting bank, 7:29
Age of checks, excess of six months, 7:35
Agent, collecting bank as, 7:28
Agreement, variation by, 7:3, 7:4
Alteration, report of, 7:42, 7:43
Application
generally, 7:1
agreement, variation by, 7:3, 7:4
conflict of laws, 7:5
other law, 7:2
regulations, 7:4
retroactive, 7:2
rules, 7:4
U.S. as party, 7:2
variation by agreement, 7:3, 7:4
Banks involved in transfer, receipt, presentment, settlement, and payment, 7:12, 7:13
Between banks transfer, simplified method, 7:14

U.C.C. ARTICLE 4: BANK DEPOSITS AND COLLECTIONS—Cont’d
Certification, payor bank’s relationship with customer, 7:34
Charge order, 7:34
Charge-backs, 7:17
Charging customer’s account, 7:33 to 7:36
Collection
depository and collecting banks, below
documentary drafts, Collection of documentary drafts, below
Collection of documentary drafts handling bank’s duties, 7:45
“on arrival” drafts, 7:47
presenting bank’s duties, 7:46
privilege of presenting banks to deal with goods, 7:48
Conflict of laws, 7:5
Credits, provisional status, 7:28
Death of customer, 7:36
Deferred posting, 7:37
Definitions and general provisions
definitions, 7:6
depository and collecting banks, 7:26
good faith, 7:7
insolvency, 7:9
ordinary care, 7:7
payor bank, 7:32
preference, 7:9
separate bank office, 7:8
statute of limitations, 7:10
Delay of time limits for handling items, 7:22
Depositary and collecting banks accompanying documents, security interest of collecting bank, 7:29
agent status of collecting bank, 7:28
bank holding unindorsed item, 7:27
collection, 7:30
credits, provisional status, 7:28
definitions, 7:26
U.C.C. ARTICLE 4: BANK
DEPOSITS AND
COLLECTIONS—Cont’d
Depositary and collecting banks
—Cont’d
holder of unindorsed item, depositary bank as, 7:27
instructions to collecting banks, 7:31
items, security interest of collecting bank, 7:29
proceeds, security interest of collecting bank, 7:29
provisional status of credits, 7:28
return, 7:30
security interest of collecting bank, 7:29
status of collecting bank as agent, 7:28
unindorsed item, depositary bank holder, 7:27
Directly to payor bank, method of sending, 7:18
Dishonor, wrongful, 7:39
Duty of bank handling documentary drafts, 7:45
Electronic presentment, 7:19
Encoding warranties, 7:25
Examination, failure as to, 7:43
Extension of time limits for handling items, 7:22
Failure to examine and notify, 7:43
Final payment by payor bank, 7:21
Good faith, 7:7
Handling items, time limits, 7:22
Holder of unindorsed item, depositary bank as, 7:27
Incompetence of customer, 7:36
Insolvency, 7:9
Instructions to collecting banks, 7:31
Item payable through or at bank, 7:13
Items, security interest of collecting bank, 7:29
Items subject to notice, stop-payment order, legal process, or setoff, 7:41
Late return of items, 7:38
Legal process, items subject to, 7:41
Medium of settlement by bank, 7:16

U.C.C. ARTICLE 4: BANK
DEPOSITS AND
COLLECTIONS—Cont’d
Not payable by, through, or at bank, presentment by notice of, 7:20
Notice
items subject to, 7:41
presentment by notice of item not payable by, through, or at bank, 7:20
unauthorized signature or alteration, failure to give, 7:43
“On arrival” drafts, 7:47
Ordinary care, 7:7
Payment. Transfer, receipt, presentment, settlement, and payment, below
Payment order, 7:34
Payor bank defined, 7:32
Payor bank’s relationship with customer
acceptance order, 7:34
age of checks, excess of six months, 7:35
alteration, report, 7:42, 7:43
certification, 7:34
charge order, 7:34
charging customer’s account, 7:33
to 7:36
death of customer, 7:36
delayed posting, 7:37
dishonor wrongfully, 7:39
examination, failure as to, 7:43
failure to examine and notify of unauthorized signature or alteration, 7:43
incompetence of customer, 7:36
items subject to notice, stop-payment order, legal process, or setoff, 7:41
late return of items, 7:38
legal process, items subject to, 7:41
notice, items subject to, 7:41
notice of unauthorized signature or alteration, failure to give, 7:43
payment order, 7:34
payor bank defined, 7:32

Index-42
U.C.C. ARTICLE 4: BANK DEPOSITS AND COLLECTIONS—Cont’d
Payor bank’s relationship with customer—Cont’d
recovery of payment, 7:37
report of unauthorized signature or alteration, 7:42, 7:43
revocation of payment, 7:37
setoff, items subject to, 7:41
six months, age of checks exceeding, 7:35
six months plus old checks, 7:35
stop payment, 7:40
stop-payment order, items subject to, 7:41
subrogation, 7:44
unauthorized signature, report, 7:42, 7:43
wrongful dishonor, 7:39
Preference, 7:9
Presentation warranties, 7:24
Presentment. Transfer, receipt, presentment, settlement, and payment, below
Proceeds, security interest of collecting bank, 7:29
Provisional status of credits, 7:28
Receipt. Transfer, receipt, presentment, settlement, and payment, below
Recovery of payment, 7:37
Refunds, 7:17
Regulations, application by agreement, 7:4
Relationship between payor bank and customer, 7:43
Report of unauthorized signature or alteration, 7:42, 7:43
Retention warranties, 7:25
Retroactive application, 7:2
Return, 7:30
Revocation of payment, 7:37
Right of charge-back or refund, 7:17
Rules, application by agreement, 7:4
Security interest of collecting bank, 7:29
Sending and presenting, 7:18 to 7:20
Separate bank office, 7:8

U.C.C. ARTICLE 4: BANK DEPOSITS AND COLLECTIONS—Cont’d
Setoff, items subject to, 7:41
Settlement. Transfer, receipt, presentment, settlement, and payment, below
Simplified method for transfer between banks, 7:14
Six month old checks, 7:35
Status of collecting bank as agent, 7:28
Statute of limitations, 7:10
Stop payment, 7:40
Stop-payment order, items subject to, 7:41
Subrogation, 7:44
Time
age of checks in excess of six months, 7:35
delay of time limits for handling items, 7:22
handling items, 7:22
late return of items, 7:38
receipt of items, 7:15
settlement by bank, 7:16
Transfer, receipt, presentment, settlement, and payment generally, 7:11
banks involved, 7:12, 7:13
charge-backs, 7:17
delay of time limits for handling items, 7:22
direct to payor bank, method of sending, 7:18
documentary drafts, presenting banks, 7:46, 7:48
duties of banks presenting documentary drafts, 7:46
delay of time limits for handling items, 7:22
final payment by payor bank, 7:21
handling items, time limits, 7:22
item payable through or at bank, 7:13
medium of settlement by bank, 7:16

INDEX
Index-43
U.C.C. ARTICLE 4: BANK DEPOSITS AND COLLECTIONS—Cont’d
Transfer, receipt, presentment, settlement, and payment—Cont’d not payable by, through, or at bank, presentment by notice of, 7:20
notice of item not payable by, through, or at bank, presentment, 7:20
payment order, 7:34
presentment by notice of item not payable by, through, or at bank, 7:20
privilege of presenting banks to deal with goods, 7:48
refunds, 7:17
right of charge-back or refund, 7:17
sending and presenting, 7:18 to 7:20
settlement by bank, 7:16
simplified transfer between banks, 7:14
time limits for handling items, 7:22
time of receipt of items, 7:15
time of settlement by bank, 7:16
transfer between banks, simplified method, 7:14
Transfer warranties, 7:24
Unauthorized signature, report of, 7:42, 7:43
Unindorsed item held by depositary bank, 7:27
U.S. as party, 7:2
Variation by agreement, 7:3, 7:4
Warranties generally, 7:23
encoding warranties, 7:25
presentation warranties, 7:24
retention warranties, 7:25
transfer warranties, 7:24
Wrongful dishonor, 7:39

U.C.C. ARTICLE 4A: FUNDS TRANSFERS—Cont’d
Acceptance and execution beneficiary’s bank acceptance, 8:27
exceptions, 8:28
effect of acceptance. Payment, below erroneous execution by receiving bank other than beneficiary’s bank, 8:25
liability, execution by receiving bank other than beneficiary’s bank, 8:25
obligations, execution by receiving bank other than beneficiary’s bank, 8:24
receiving bank other than beneficiary’s bank acceptance, 8:22
execution, 8:23 to 8:26
Agreements security agreements, effect if error, 8:17
variation of Code provisions, 8:8
Amendment of payment orders, 8:36
Application generally, 8:1
choice of law, 8:9
date considerations, 8:12
definitions, 8:11
equity, 8:7
equity example, 8:10
Federal Reserve regulations and operating circulars, 8:6
operating circulars of Federal Reserve, 8:6
outside law, 8:7
parties involved, example, 8:10
payment orders, scope of Article 4A, 8:3
regulations of Federal Reserve, 8:6
retroactive application, 8:4
rules for funds-transfer system, 8:5
scope of Article 4A, 8:2, 8:3
time considerations, 8:12
variation of Code provisions by agreement, 8:8
Authorized payment orders, 8:14
U.C.C. ARTICLE 4A: FUNDS TRANSFERS—Cont’d
Beneficiary description, error in, 8:19, 8:20
Beneficiary’s bank description, error, 8:21
Cancellation of payment orders, 8:36
Charging order, 8:37
Choice of law, 8:9
Communication system, error in, 8:18
Creditor process, 8:39
Date considerations, 8:12
Definition of application, 8:11
Description of bank, error in, 8:21
Description of beneficiary, error in, 8:19, 8:20
Equity, 8:7
Errors
beneficiary description, 8:19, 8:20
beneficiary’s bank description, 8:21
communication system, 8:18
description of bank, 8:21
description of beneficiary, 8:19, 8:20
execution by receiving bank other than beneficiary’s bank, 8:25
inconsistency between beneficiary name and number, 8:20
intermediary bank description, 8:21
name, inconsistency with number of beneficiary, 8:20
number, inconsistency with name of beneficiary, 8:20
security agreements, 8:17
Execution. Acceptance and execution, above
Federal Reserve regulations and operating circulars, 8:6
Importance of security procedures, 8:13
Inconsistency between beneficiary name and number, 8:20
Injunctions, 8:40
Interest rate, 8:41
Intermediary bank description, error in, 8:21
U.C.C. ARTICLE 4A: FUNDS TRANSFERS—Cont’d
Name, inconsistency with number of beneficiary, 8:20
Nature of security procedures, 8:13
Non-Code law, 8:7
Number, inconsistency with name of beneficiary, 8:20
Objection to debit of customer’s account, 8:38
Operating circulars of Federal Reserve, 8:6
Order of charging payments to or withdrawals from account, 8:37
Outside law, 8:7
Parties involved, example application of Article 4A, 8:10
Payment
discharge of underlying obligation, 8:33
effect of acceptance, generally, 8:29 to 8:33
manner of payment to beneficiary, 8:31
manner of payment to receiving bank, 8:30
notice to beneficiary of payment, 8:31
obligation of beneficiary’s bank to pay and give notice to beneficiary, 8:31, 8:32
obligation of sender to pay receiving bank, 8:29, 8:30
orders. Payment orders, below refund, 8:16
Payment orders
amendment, 8:36
authorized payment orders, 8:14, 8:16
cancellation, 8:36
liability and duty of receiving bank for unaccepted payment orders, 8:34
rejection, 8:35
scope of Article 4A, 8:3
unaccepted, 8:34
unauthorized payment orders, 8:16
verified payment orders, 8:15
Rate of interest, 8:41

Index-45
U.C.C. ARTICLE 4A: FUNDS TRANSFERS—Cont’d
Refund of payment, unauthorized payment order, 8:16
Regulations of Federal Reserve, 8:6
Rejection of payment orders, 8:35
Restraining orders, 8:40
Retroactive application, 8:4
Rules, 8:5
Scope of Article 4A, 8:2, 8:3
Security agreements, effect in event of errors, 8:17
Security procedures
authorized payment orders, 8:14
importance of procedures, 8:13
nature of procedures, 8:13
refund of payment, unauthorized payment order, 8:16
unauthorized payment order, 8:16
verified payment orders, 8:15
Time considerations, 8:12
Unauthorized payment order, 8:16
Variation of Code provisions by agreement, 8:8
Verified payment orders, 8:15
Withdrawal order, 8:37

U.C.C. ARTICLE 5: LETTERS OF CREDIT
Generally, 9:1 to 9:39
Adviser
remedies against, 9:29
rights and duties, 9:24
Amendment, parties involved, 9:12, 9:13
Application
generally, 9:1 to 9:8
Article 1, 9:3
choice of law and forum, 9:6
equity, 9:3
Former Article 5, introduction, 9:1
good faith, 9:8
non-Code law, 9:3
other U.C.C. articles, 9:4
outside law, 9:3
retroactive application of Revised Article 5, 9:2
Revised Article 5, 9:1, 9:2
scope of Article 5 coverage, 9:7

U.C.C. ARTICLE 5: LETTERS OF CREDIT—Cont’d
Application—Cont’d
variation by agreement, 9:5
Article 1, relation to, 9:3
Assignment of proceeds, 9:38
Attorney’s fees, 9:31
Beneficiary, rights and duties, 9:26
Breach of warranty by beneficiary, remedies, 9:27
Cancellation, parties involved, 9:12, 9:13
Choice of law and forum, 9:6
Confirmer
remedies against, 9:28
rights and duties, 9:25
Consideration, parties involved, 9:11
Definition of parties involved, 9:9
Duration, parties involved, 9:12, 9:13
Equity, 9:3
Forgery, 9:35
Formal requirements, parties involved, 9:10, 9:11
Former Article 5
relation to, 9:1
remedies under, 9:34
Fraud, 9:35
Good faith, 9:8
Interest as remedy, 9:30
Irrevocable letters of credit, parties involved, 9:13
Issuer
generally, 9:12
irrevocable letters of credit, 9:13
remedies against, 9:28
revocable versus irrevocable letters of credit, 9:13
rights and duties of issuer, below
Liquidated damages, 9:32
Nominated persons
remedies against, 9:29
rights and duties, 9:23
Non-Code law, relation to, 9:3
Operation of law, transfer of letter of credit, 9:37
Other U.C.C. articles, relation to, 9:4
Outside law, relation to, 9:3
U.C.C. ARTICLE 5: LETTERS OF CREDIT—Cont’d
Parties involved
generally, 9:9
adviser, above
amendment, 9:12, 9:13
cancellation, 9:12, 9:13
confirmer, above
consideration, 9:11
definitions, 9:9
duration, 9:12, 9:13
formal requirements, 9:10, 9:11
irrevocable letters of credit, 9:13
issuer, above
revocable versus irrevocable letters of credit, 9:13
Rate of interest as remedy, 9:30
Remedies
advisers, remedies against, 9:29
attorney’s fees, 9:31
breach of warranty by beneficiary, 9:27
confirmer, remedies against, 9:28
former Article 5, 9:34
interest, 9:30
issuer, remedies against, 9:28
liquidated damages, 9:32
nominated parties, remedies against, 9:29
rate of interest, 9:30
subrogation, 9:33
Retroactive application of Revised Article 5, 9:2
Revised Article 5 introduction, 9:1
retroactive application, 9:2
Revocable versus irrevocable letters of credit, parties involved, 9:13
Rights and duties of issuer
generally, 9:14
dishonor, duty to, 9:17, 9:18
duty of issuer upon dishonor, 9:18
duty of issuer upon honor, 9:16
failure to give timely notice of discrepancies, 9:20
limits to responsibility, 9:21
nondocumentary conditions, 9:22

U.C.C. ARTICLE 5: LETTERS OF CREDIT—Cont’d
Rights and duties of issuer—Cont’d
notice of discrepancies, time limits, 9:19, 9:20
obligations, generally, 9:14 to 9:22
strict compliance, duty to honor, 9:15, 9:16
time limits, 9:19, 9:20
Rights and duties of other parties
adviser, 9:24
beneficiary, 9:26
confirmer, 9:25
nominated person, 9:23
Scope of Article 5 coverage, 9:7
Statute of limitations, 9:39
Subrogation, 9:33
Transfer of letter of credit, 9:36, 9:37
U.C.C. Article 2: Sales, shipping and other terms, 3:57
Variation by agreement, 9:5

U.C.C. FORMER ARTICLE 5: LETTERS OF CREDIT
Relation to present U.C.C. Article 5: Letters of Credit, 9:1
Remedies under, 9:34

U.C.C. REVISED ARTICLE 5: LETTERS OF CREDIT
Generally, 9:1
Retroactive application, 9:2

U.C.C. ARTICLE 6: BULK TRANSFERS
Generally, 10:1 to 10:25
Alternative A, Revised Article 6, 10:2, 10:15
Alternative B, Revised Article 6, 10:3, 10:16
Applicability
Former Article 6, 10:4 to 10:8
Revised Article 6, 10:18 to 10:20
Auction requirements
Former Article 6, 10:13
non-auction requirements, below
Revised Article 6, 10:24
Bulk sale, applicability and choice of law, Revised Article 6, 10:19

Index-47
U.C.C. ARTICLE 6: BULK TRANSFERS—Cont’d

Liquidator’s requirements, Revised Article 6, 10:24

Non-auction requirements
application of proceeds, Former Article 6, 10:10

auction requirements, above
defect, effect on subsequent transfers, Former Article 6, 10:10

failure to satisfy
Former Article 6, 10:11
organization seller’s failure to properly distribute, 10:23

Revised Article 6, 10:22
Former Article 6, 10:9 to 10:12
Revised Article 6, 10:21 to 10:23

Organization seller’s failure to properly distribute, Revised Article 6, 10:23

Proceeds application, Former Article 6, 10:10

Revised Article 6

Alternative A, 10:2, 10:15
Alternative B, 10:3, 10:16

applicability, 10:18 to 10:20
auction requirements, 10:24

bulk sale, applicability and choice of law, 10:19

choice of law, 10:18 to 10:20
definitions, 10:17
exceptions, 10:19

failure to satisfy, non-auction requirements, 10:22
limitations on actions, 10:25

limitations on auctions and levies, 10:14

specific exceptions, 10:7
Levies, limitations, Former Article 6, 10:14

Limitations on actions, Revised Article 6, 10:25

Limitations on auctions and levies, Former Article 6, 10:14

U.C.C. FORMER ARTICLE 6: BULK TRANSFERS

Generally, 10:1
Applicability, 10:4 to 10:8
U.C.C. FORMER ARTICLE 6:
BULK TRANSFERS—Cont’d
Auction requirements, 10:13
Auctions
  limitations, 10:14
  requirements, 10:13
“Bulk transfers,” 10:6
Creditors, 10:8
Defect, effect on subsequent
  transfers, non-auction, 10:12
Enterprises, 10:5
Failure to satisfy, non-auction, 10:11
Levies, limitations, 10:14
Limitations on auctions and levies,
  10:14
Non-auction requirements, 10:9 to
  10:12
Proceeds application, non-auction,
  10:10
Specific exceptions, 10:7
U.C.C. REVISED ARTICLE 6:
BULK TRANSFERS
Alternative A, 10:2, 10:15
Alternative B, 10:3, 10:16
Applicability, 10:18 to 10:20
Auction requirements, 10:24
Bulk sale, applicability and choice of
  law, 10:19
Choice of law, 10:18 to 10:20
Definitions, 10:17
Exceptions, 10:19
Failure to satisfy, non-auction
  requirements, 10:22
Limitations on actions, 10:25
Liquidator’s requirements, 10:24
Non-auction requirements, 10:21 to
  10:23
Organization seller’s failure to prop-
  erty distribute, non-auction
  requirements, 10:23
U.C.C. ARTICLE 7: WAREHOUSE
RECEPTS, BILLS OF
LADING, AND OTHER
DOCUMENTS OF TITLE
Generally, 11:1 to 11:65
Alternations of bills of lading, unau-
  thorized, 11:38
U.C.C. ARTICLE 7: WAREHOUSE
RECEIPTS, BILLS OF
LADING, AND OTHER
DOCUMENTS OF TITLE
—Cont’d
Attachment of goods covered by
  negotiable document, 11:54
Bills of lading
  generally, 11:5, 11:34
  alterations, unauthorized, 11:38
  attachment of goods covered by
    negotiable document, 11:54
  bills in set, 11:41
  carrier’s lien, 11:43
  common general provisions with
    warehouse receipts, 11:49 to
    11:55
  conduct irregularity, 11:49
  conflicting claims, 11:55
  contractual limitations of liability,
    11:48
  damages from improper loading,
    11:37
  delivery obligation, 11:51
  destination bills, 11:42
  destination changes after issuance,
    11:40
  document irregularity, 11:49
  duplicate documents, 11:50
  good faith, 11:52
  inaccurate, 11:35
  indemnification, 11:36
  irregularity in documents or
    conduct, 11:49
  lien enforcement, 11:44 to 11:46
  loading improper, damages, 11:37
  lost or missing documents, 11:53
  missing documents, 11:53
  obligation to deliver, 11:51
  overissue, 11:50
  purchaser’s rights, lien enforce-
    ment, 11:46
  redemption, lien enforcement,
    11:45
  set of bills, 11:41
  standard of care, 11:47
  through bills, 11:39
  unauthorized alterations, 11:38
U.C.C. ARTICLE 7: WAREHOUSE RECEIPTS, BILLS OF LADING, AND OTHER DOCUMENTS OF TITLE —Cont’d

Bills of lading—Cont’d
- warehouse receipts, common general provisions, 11:49 to 11:55
- Buyers in ordinary course of business, 11:33
- Carrier’s lien, 11:43
- Commercial storage requirement, lien enforcement, 11:30
- Commingling stored goods, 11:20
- Common general provisions, bills of lading and warehouse receipts, 11:49 to 11:55
- Compelling indorsement, 11:64
- Conduct irregularity, 11:49
- Conflicting claims, 11:55
- Constitutional issues, lien enforcement, 11:32
- Contractual limitations of liability, 11:48
- Damages
  - bills of lading, improper loading, 11:37
  - warehouse receipts, limiting damages, 11:13
- Definitions, 11:3
- Delivery obligation, 11:51
- Delivery orders, generally, 11:5
- Destination bills, 11:42
- Destination changes after issuance, 11:40
- Document irregularity, 11:49
- Documents of title
  - bills of lading, above
  - negotiable and nonnegotiable documents of title, generally, 11:6
  - warehouse receipts, below
- Due negotiation
  - generally, 11:58
  - limitations of rights acquired, 11:60
  - rights acquired absent due negotiation, 11:61

U.C.C. ARTICLE 7: WAREHOUSE RECEIPTS, BILLS OF LADING, AND OTHER DOCUMENTS OF TITLE —Cont’d

Due negotiation—Cont’d
- rights acquired by due negotiation, 11:59, 11:60
- Duplicate documents, 11:50
- Enforcement of lien
  - bills of lading, 11:44 to 11:46
  - warehouse receipts, 11:26 to 11:32
- Error or mistake, bills of lading, 11:35
- Federal preemption, 11:2
- Form
  - negotiation, 11:57
  - warehouse receipts, 11:9
- General warehouseman’s liens, 11:23
- Good faith, 11:52
- Hazardous goods, termination of storage, 11:18
- Inaccurate bills of lading, 11:35
- Indemnification, 11:36
- Indorsement of documents, 11:63, 11:64
- Irregularity in documents or conduct, 11:49
- Issuance of warehouse receipt, 11:8
- Liens
  - against parties other than bailor, 11:25
  - bills of lading, enforcement, 11:44 to 11:46
  - warehouse receipts, enforcement, 11:26 to 11:32
- Limitations
  - damages, warehouse receipts, 11:13
  - due negotiation, rights acquired, 11:60
  - warehouse receipts, termination of storage, 11:19
- Loading, damages for improper, 11:37
- Lost or missing documents, 11:53
- Misdescription, warehouse receipts, 11:10
- Missing documents, 11:53
U.C.C. ARTICLE 7: WAREHOUSE RECEIPTS, BILLS OF LADING, AND OTHER DOCUMENTS OF TITLE
—Cont’d
Negotiation and transfer
compelling indorsement, 11:64
due negotiation, 11:58 to 11:61
form of negotiation, 11:57
indorsement of documents, 11:63, 11:64
limitations of rights acquired by
due negotiation, 11:60
negotiable and nonnegotiable
documents of title, generally,
11:6, 11:56
right to compel indorsement, 11:64
rights acquired absent due negotia-
tion, 11:61
rights acquired by due negotiation,
11:59, 11:60
transfer of nonnegotiable docu-
ment, 11:62
warranties, 11:65
Noncommercial storage requirement,
lien enforcement, 11:31
Nonnegotiable documents of title.
Negotiation and transfer, above
Nonreceipt, warehouse receipts,
11:11
Obligation to deliver, 11:51
Overissue, 11:50
Perishable goods, termination of stor-
age, 11:17
Preemption, 11:2
Purchaser’s rights, lien enforcement
bills of lading, 11:46
warehouse receipts, 11:29
Redemption, lien enforcement
bills of lading, 11:45
warehouse receipts, 11:27
Relation to other law as to standard
care, warehouse receipts,
11:14
Requirements, lien enforcement,
warehouse receipts, 11:30, 11:31
Right to compel indorsement, 11:64
Right to terminate storage, 11:16
U.C.C. ARTICLE 7: WAREHOUSE RECEIPTS, BILLS OF LADING, AND OTHER DOCUMENTS OF TITLE
—Cont’d
Sale of goods, lien enforcement,
11:28
Scope of Article 7, 11:4
Security interest, warehouseman’s
liens, 11:24
Set, bills of lading in, 11:41
Specific warehouseman’s liens, 11:22
Standard of care
bills of lading, 11:47
warehouse receipts, 11:12 to 11:14
State preemption, 11:2
Storage termination, 11:15 to 11:19
Termination of storage, 11:15 to
11:19
Through bills of lading, 11:39
Transfer. Negotiation and transfer,
above
Unauthorized alterations, bills of lad-
ing, 11:38
Warehouse receipts
generally, 11:5, 11:7
attachment of goods covered by
negotiable document, 11:54
bills of lading, common general
provisions, 11:49 to 11:55
buyers in ordinary course of busi-
ness, 11:33
commercial storage requirement,
lien enforcement, 11:30
commingling stored goods, 11:20
common general provisions with
bills of lading, 11:49 to 11:55
conduct irregularity, 11:49
conflicting claims, 11:55
constitutional issues, lien enforce-
ment, 11:32
delivery obligation, 11:51
document irregularity, 11:49
duplicate documents, 11:50
enforcement of lien, 11:26 to
11:32
form, 11:9
good faith, 11:52

INDEX
Index-51
U.C.C. ARTICLE 7: WAREHOUSE RECEIPTS, BILLS OF LADING, AND OTHER DOCUMENTS OF TITLE
—Cont’d
Warehouse receipts—Cont’d
hazardous goods, termination of storage, 11:18
irregularity in documents or conduct, 11:49
issuance, 11:8
liens
enforcement, 11:26 to 11:32
warehouseman’s liens, below limitations, termination of storage, 11:19
limiting damages for casualty to goods bailed, 11:13
lost or missing documents, 11:53
misdescription, 11:10
missing documents, 11:53
noncommercial storage requirement, lien enforcement, 11:31
nonreceipt, 11:11
obligation to deliver, 11:51
overissue, 11:50
perishable goods, termination of storage, 11:17
purchaser at sale, lien enforcement, 11:29
redemption, lien enforcement, 11:27
relation to other law as to standard of care, 11:14
requirements, lien enforcement, 11:30, 11:31
right to terminate storage, 11:16
sale of goods, lien enforcement, 11:28
standard of care, 11:12 to 11:14
storage termination, 11:15 to 11:19
termination of storage, 11:15 to 11:19
warehouseman’s liens, below
Warehouseman’s liens generally, 11:21
general liens, 11:23
liens against parties other than bailor, 11:25

U.C.C. ARTICLE 7: WAREHOUSE RECEIPTS, BILLS OF LADING, AND OTHER DOCUMENTS OF TITLE
—Cont’d
Warehouseman’s liens—Cont’d
security interest, 11:24
specific liens, 11:22
Warranties, 11:65

U.C.C. ARTICLE 8: INVESTMENT SECURITIES
Generally, 12:1 to 12:66
Acquisition of security or financial asset, 12:21
Adverse claim entitlements, 12:65
notice, 12:22
protection, 12:28
Alteration of security certificates, 12:37
Appropriate person, for indorsement, instruction, or entitlement order, 12:24
Assurance as to effectiveness of indorsement or instruction, 12:50
Authenticating trustee, transfer agent and registrar, obligations, 12:55
Change or modification alteration of security certificates, 12:37
form of entitlement holder’s holding, failure to maintain, 12:63
Choice of law generally, 12:17
under direct holding system, 12:18
under indirect holding system, 12:19
Clearing corporation rules, Revised Article 8, 12:9
Completion of security certificates, 12:37
Compliance with entitlement orders, 12:62
Creditor’s legal process, 12:26
Defenses of issuer, 12:34, 12:35
Definitions and general provisions acquisition of security or financial asset, 12:21

Index-52
U.C.C. ARTICLE 8: INVESTMENT SECURITIES—Cont’d
Definitions and general provisions—Cont’d
  appropriate person, for indorsement, instruction, or entitlement order, 12:24
  choice of law, above control, 12:23
  creditor’s legal process, 12:26
definitions, generally, 12:16
effectiveness of indorsement, instruction, or entitlement order, 12:25
  entitlement orders, 12:24, 12:25
evidentiary rules, 12:27
  financial asset, acquisition, 12:21
  indorsement, 12:24, 12:25
  instruction, 12:24, 12:25
  legal process, creditor’s, 12:26
  notice of adverse claim, 12:22
  protection against adverse claims, 12:28
  purchaser for value, 12:29
  security, acquisition, 12:21
  statute of frauds, 12:20
Delivery, transfer of securities, 12:42
  Demand not to register transfer, 12:52
  Destroyed security certificate, 12:54
Direct and indirect holding systems generally, 12:12
  choice of law, 12:18, 12:19
  history, 12:1 to 12:4
  illustrations of both systems, 12:15
  issue and issuer in direct holding system, below
  scope of direct holding system, 12:13
  scope of indirect holding system, 12:14
Distributions, failure to maintain, 12:60
Drafting approach, Revised Article 8, 12:5
Duty of securities intermediary, maintenance of financial asset entitlements, 12:58
Duty to register transfer, 12:48

U.C.C. ARTICLE 8: INVESTMENT SECURITIES—Cont’d
Effectiveness of entitlements, 12:25
Entitlements
  adverse claims, 12:65
  appropriate person, 12:24
  change form of entitlement holder’s holding, failure to maintain, 12:63
  compliance with entitlement orders, 12:62
distributions, failure to maintain, 12:60
duty of securities intermediary, 12:58
duty of securities intermediary, maintenance of financial asset, 12:58
effectiveness, 12:25
  exercise of rights as directed by entitlement holder, 12:61
failure to maintain
  generally, 12:59
  change form of entitlement holder’s holding, 12:63
  compliance with entitlement orders, 12:62
distributions, 12:60
  exercise of rights as directed by entitlement holder, 12:61
  payments, 12:60
maintenance of financial asset duty of securities intermediary, 12:58
  failure to maintain, above in this heading
orders, 12:24, 12:25, 12:62
  payments, failure to maintain, 12:60
property interest of entitlement holders, 12:57
purchasers of security entitlements, rights, 12:66
  scope, 12:56
  securities intermediary, duty, 12:58
  warranties, 12:64
Evidentiary rules, 12:27

Index-53
U.C.C. ARTICLE 8: INVESTMENT
SECURITIES—Cont’d
Exercise of rights as directed by
entitlement holder, 12:61
Financial asset, acquisition, 12:21
History
direct holding system, 12:4
evolution of modern indirect hold-
ing system, 12:3
indirect holding system, 12:3, 12:4
modern indirect holding system,
12:3
rules differing for direct and
indirect holding systems, 12:4
traditional certificated securities
holding system, 12:1
uncertificated securities system,
12:2
Indorsement
assurance as to effectiveness,
12:50, 12:51
definitions and general provisions,
12:24, 12:25
transfer of certificated securities,
12:40
Instruction
assurance as to effectiveness,
12:50, 12:51
definitions and general provisions,
12:24, 12:25
transfer of uncertificated securities,
12:41
Issue and issuer in direct holding
system
generally, 12:30 to 12:39
alteration of security certificates,
12:37
completion of security certificates,
12:37
defenses of issuer, 12:34, 12:35
issuer, generally, 12:30
lien of issuer, 12:33
overissue, 12:39
restriction on transfer, 12:32
rights and duties of issuer, 12:38
staleness of issuer’s defenses,
12:35
terms included in security, 12:31
to 12:33

U.C.C. ARTICLE 8: INVESTMENT
SECURITIES—Cont’d
Issue and issuer in direct holding
system—Cont’d
unauthorized signatures on certifi-
cates, 12:56
Legal process, creditor’s, 12:26
Lien of issuer, 12:33
Lost, destroyed, or wrongfully taken
security certificate, 12:54
Neutrality. Revised Article 8, 12:5
Notice of adverse claim, 12:22
Orders, entitlements, 12:24, 12:25,
12:62
Overissue, 12:39
Payments, failure to maintain, 12:60
Property interest of entitlement hold-
ers, 12:57
Protection against adverse claims,
12:28
Purchasers
protected purchasers, 12:45
purchaser for value, 12:29
rights of purchasers
security entitlements, 12:66
transfer of securities, 12:43,
12:44
Registrar, obligations, 12:55
Registration
assurance as to effectiveness of
indorsement or instruction,
12:50
authenticating trustee, transfer
agent and registrar, obliga-
tions, 12:55
demand not to register transfer,
12:52
destroyed security certificate,
12:54
duty to register transfer, 12:48
indorsement, assurance as to
effectiveness, 12:50, 12:51
instruction, assurance as to
effectiveness, 12:50, 12:51
lost, destroyed, or wrongfully
taken security certificate,
12:54
registrar, obligations, 12:55
U.C.C. ARTICLE 8: INVESTMENT
SECURITIES—Cont’d
Registration—Cont’d
special guarantee, effectiveness of
endorsement or instruction, 12:51
transfer agent, obligations, 12:55
transfer of securities, generally, 12:44
warranties, 12:49
wrongful registration, 12:53
wrongfully taken security certificate, 12:54
Relationship of Article 8 to other law, 12:6 to 12:10
Restriction on transfer, 12:32
Retroactive application, Revised Article 8, 12:11
Revised Article 3, relationship to Revised Article 8, 12:7
Revised Article 8
 clearning corporation rules, 12:9
drafting approach, 12:5
neutrality, 12:5
relationship to other law, 12:6 to 12:10
retroactive application, 12:11
Revised Article 3, 12:7
Revised Article 9, 12:8
Uniform Act for Simplification of Fiduciary Security Transfers, 12:10
Revised Article 9, relationship to Revised Article 8, 12:8
Rights and duties of issuer, 12:38
Scope of security entitlements, 12:56
Securities intermediary, duty, 12:58
Signatures, unauthorized signatures on certificates, 12:36
Special guarantee, effectiveness of indorsement or instruction, 12:51
Staleness of issuer’s defenses, 12:35
Statute of frauds, 12:20
Terms included in security, 12:31 to 12:33
Transfer agent, obligations, 12:55
U.C.C. ARTICLE 8: INVESTMENT
SECURITIES—Cont’d
Transfer of securities
certificated securities
endorsement, 12:40
warranties, 12:46
delivery, 12:42
endorsement of certificated securities, 12:40
instruction for uncertificated securities, 12:41
protected purchaser, 12:45
registration of transfer, generally, 12:44
rights of purchaser, 12:43, 12:44
uncertificated securities
instruction, 12:41
warranties, 12:47
warranties, 12:46, 12:47
Unauthorized signatures on certificates, 12:36
Uniform Act for Simplification of Fiduciary Security Transfers
Revised Article 8, 12:10
Value, purchasers for, 12:29
Warranties
entitlements, 12:64
registration, 12:49
transfer of securities, 12:46, 12:47
Wrongful registration, 12:53
Wrongfully taken security certificate, 12:54
U.C.C. ARTICLE 8: INVESTMENT
SECURITIES
Clearing corporation rules, 12:9
Drafting approach, 12:5
Neutrality, 12:5
Relationship to other law, 12:6 to 12:10
Retroactive application, 12:11
Revised Article 3, 12:7
Revised Article 9, 12:8
Uniform Act for Simplification of Fiduciary Security Transfers, 12:10
U.C.C. ARTICLE 9: SECURED
TRANSACTIONS
Generally, 13:1 to 13:67
Index-55
<table>
<thead>
<tr>
<th>Topic</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounting, debtor’s right to</td>
<td>13:21</td>
</tr>
<tr>
<td>Added value collateral, priorities</td>
<td>13:36</td>
</tr>
<tr>
<td>After-acquired collateral</td>
<td>13:11, 13:16</td>
</tr>
<tr>
<td>Agreement not to assert defenses against assignee</td>
<td>13:18</td>
</tr>
<tr>
<td>Agreement prohibiting transfer of rights</td>
<td>13:19</td>
</tr>
<tr>
<td>Amendments</td>
<td>13:50</td>
</tr>
<tr>
<td>Assignments</td>
<td>13:48</td>
</tr>
<tr>
<td></td>
<td>filing, 13:48</td>
</tr>
<tr>
<td></td>
<td>priorities, 13:42, 13:43</td>
</tr>
<tr>
<td>Attachment</td>
<td>13:14</td>
</tr>
<tr>
<td>Automatic perfection</td>
<td>13:30</td>
</tr>
<tr>
<td>Bailments</td>
<td>13:55</td>
</tr>
<tr>
<td>Banks, rights of</td>
<td>13:41</td>
</tr>
<tr>
<td>Changes</td>
<td>13:50</td>
</tr>
<tr>
<td></td>
<td>filing, 13:47</td>
</tr>
<tr>
<td></td>
<td>priorities, 13:37</td>
</tr>
<tr>
<td>Choice of law</td>
<td>13:9, 13:10</td>
</tr>
<tr>
<td>former Article 9</td>
<td>13:7</td>
</tr>
<tr>
<td>Revised Article 9</td>
<td>13:8</td>
</tr>
<tr>
<td>Collection rights on default</td>
<td>13:59</td>
</tr>
<tr>
<td>Conflicting security interests</td>
<td>13:35</td>
</tr>
<tr>
<td>Continuation of security interests</td>
<td>13:15</td>
</tr>
<tr>
<td>Continuity of perfection</td>
<td>13:31</td>
</tr>
<tr>
<td>Disclosures and collateral descriptions</td>
<td>13:27</td>
</tr>
<tr>
<td>Debtor’s rights and remedies</td>
<td>13:21</td>
</tr>
<tr>
<td>Default generally</td>
<td>13:56</td>
</tr>
<tr>
<td>collection rights</td>
<td>13:59</td>
</tr>
<tr>
<td>Debtor’s rights and remedies</td>
<td>13:57</td>
</tr>
<tr>
<td>disposition</td>
<td>13:61 to 13:64</td>
</tr>
<tr>
<td>liability of secured party</td>
<td>13:67</td>
</tr>
<tr>
<td>manner of disposition</td>
<td>13:62</td>
</tr>
<tr>
<td>notice of disposition</td>
<td>13:63</td>
</tr>
<tr>
<td>possession after default</td>
<td>13:60</td>
</tr>
<tr>
<td>redemption</td>
<td>13:66</td>
</tr>
<tr>
<td>Default—Cont’d</td>
<td>13:65</td>
</tr>
<tr>
<td>retention of collateral</td>
<td>13:65</td>
</tr>
<tr>
<td>rights and remedies of debtors</td>
<td>13:57</td>
</tr>
<tr>
<td>secured parties</td>
<td>13:58</td>
</tr>
<tr>
<td>warranties on disposition</td>
<td>13:64</td>
</tr>
<tr>
<td>Definitions and collateral descriptions</td>
<td>13:11</td>
</tr>
<tr>
<td>after-acquired collateral</td>
<td>13:11</td>
</tr>
<tr>
<td>collateral not owned by debtor</td>
<td>13:12</td>
</tr>
<tr>
<td>definitions</td>
<td>13:9, 13:10</td>
</tr>
<tr>
<td>new value, after-acquired collateral</td>
<td>13:11</td>
</tr>
<tr>
<td>owner of collateral not debtor</td>
<td>13:12</td>
</tr>
<tr>
<td>sufficiency of definitions</td>
<td>13:10</td>
</tr>
<tr>
<td>Disposition</td>
<td>13:61 to 13:64</td>
</tr>
<tr>
<td>default</td>
<td>13:61</td>
</tr>
<tr>
<td>security agreement, debtor’s disposition of collateral</td>
<td>13:17</td>
</tr>
<tr>
<td>Duties of filing office</td>
<td>13:54</td>
</tr>
<tr>
<td>Duties of secured party</td>
<td>13:22</td>
</tr>
<tr>
<td>Errors</td>
<td>13:51</td>
</tr>
<tr>
<td>filing</td>
<td>13:51</td>
</tr>
<tr>
<td>financing statement errors</td>
<td>13:40</td>
</tr>
<tr>
<td>priorities</td>
<td>13:40</td>
</tr>
<tr>
<td>Exclusions from scope of Article 9</td>
<td>13:4</td>
</tr>
<tr>
<td>Filing</td>
<td>13:50</td>
</tr>
<tr>
<td>amendments</td>
<td>13:50</td>
</tr>
<tr>
<td>assignments</td>
<td>13:48</td>
</tr>
<tr>
<td>bailments</td>
<td>13:55</td>
</tr>
<tr>
<td>changes</td>
<td>13:47</td>
</tr>
<tr>
<td>duties of filing office</td>
<td>13:54</td>
</tr>
<tr>
<td>effect of changes</td>
<td>13:47</td>
</tr>
<tr>
<td>effectiveness</td>
<td>13:45</td>
</tr>
<tr>
<td>errors</td>
<td>13:51</td>
</tr>
<tr>
<td>filing office duties</td>
<td>13:54</td>
</tr>
<tr>
<td>financing statements</td>
<td>13:44</td>
</tr>
<tr>
<td>leases</td>
<td>13:55</td>
</tr>
<tr>
<td>perfection</td>
<td>13:25</td>
</tr>
<tr>
<td>place</td>
<td>13:46</td>
</tr>
<tr>
<td>release of collateral</td>
<td>13:53</td>
</tr>
<tr>
<td>secured party of record</td>
<td>13:49</td>
</tr>
<tr>
<td>termination statements</td>
<td>13:52</td>
</tr>
</tbody>
</table>
U.C.C. ARTICLE 9: SECURED TRANSACTIONS—Cont’d
Financing statements
filing, 13:44
priorities, errors, 13:40
Leases
filing, 13:55
scope of Article 9, 13:3
Liability of secured party upon default, 13:67
Lien creditors, priorities, 13:34
Modification of sales warranties, 13:20
Multiple methods of perfection, 13:26
Notice of disposition, default, 13:63
Perfection
generally, 13:23
automatic perfection, 13:30
continuity of perfection, 13:31
control as sole means of perfection, 13:27
filing, 13:25
multiple methods of perfection, 13:26
possession as sole means of perfection, 13:27
proceeds, 13:29
requirements, 13:24
sole means of perfection
control as, 13:28
possession as, 13:27
Place of filing, 13:46
Possession
after default, 13:60
means of perfection, 13:27
Possessory liens, priorities, 13:39
Priorities
generally, 13:32
added value collateral, 13:36
assignments, 13:42, 13:43
banks, rights of, 13:41
changes, 13:37
conflicting security interests, 13:35
effect of changes, 13:37
errors in financing statement, 13:40
financing statement, errors, 13:40

U.C.C. REVISED ARTICLE 9: SECURED TRANSACTIONS
Revised Article 8, relationship to Revised Article 9, 12:8

U.C.C. ARTICLE 9: SECURED TRANSACTIONS—Cont’d
Priorities—Cont’d
lien creditors, 13:34
possession liens, 13:39
prohibitions, assignments, 13:43
security interests, 13:33
transferees, 13:38
Redemption following default, 13:66
Relation to other law, 13:6
Release of collateral, 13:53
Retention of collateral following default, 13:65
Revised Article 9
choice of law, 13:8
transition, 13:2
Rights and remedies of debtors upon default, 13:57
Rights of secured party, 13:22
Sales warranties, modification, 13:20
Scope of Article 9, 13:3, 13:4
Secured parties
default, 13:58
filing, secured party of record, 13:49
rights and duties, 13:22
Security interests, priorities, 13:33
Statutory analogue for U.C.C. Article 2A: Leases, 5:2
Termination statements, 13:52
Title, 13:5
Transfer of rights, prohibition, 13:19
Transferees, priorities, 13:38
U.C.C. Article 2A: Leases, statutory analogue, 5:2
Use of collateral by debtor, 13:17
Validity, enforceability and continuation of security agreement,
13:13 to 13:22
Warranties
default, warranties on disposition, 13:64
modification, 13:20
<table>
<thead>
<tr>
<th>Term</th>
<th>U.C.C. Article(s)</th>
<th>Page(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unauthorized Payment Order</td>
<td>Article 4A: Funds Transfers,</td>
<td>8:16</td>
</tr>
<tr>
<td>Unconscionability</td>
<td>Article 2A: Leases,</td>
<td>5:19</td>
</tr>
<tr>
<td>Unconscionable Contract or Clause</td>
<td>Article 2: Sales, obligations of parties,</td>
<td>3:65</td>
</tr>
<tr>
<td>Uniform Act for Simplification of Fiduciary Security Transfers</td>
<td>Revised Article 8: Investment Securities,</td>
<td>12:10</td>
</tr>
<tr>
<td>Uniformity</td>
<td>Introduction to U.C.C.,</td>
<td>1:1</td>
</tr>
<tr>
<td>Unilateral Acts</td>
<td>Article 2: Sales,</td>
<td>3:46</td>
</tr>
<tr>
<td>United States</td>
<td>Article 4: Bank Deposits and Collections, U.S. as party,</td>
<td>7:2</td>
</tr>
<tr>
<td>Usage of Trade</td>
<td>Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td>Used Cars</td>
<td>Magnuson-Moss Warranty Act,</td>
<td>4:8</td>
</tr>
<tr>
<td>Validity</td>
<td>Article 9: Secured Transactions, validity of security agreement,</td>
<td>13:13</td>
</tr>
<tr>
<td>Value</td>
<td>Article 8: Investment Securities, purchasers for value,</td>
<td>12:29</td>
</tr>
<tr>
<td>Variation by Agreement</td>
<td>Article 4: Bank Deposits and Collections,</td>
<td>7:3, 7:4</td>
</tr>
<tr>
<td></td>
<td>Article 4A: Funds Transfers,</td>
<td>8:8</td>
</tr>
<tr>
<td></td>
<td>Article 5: Letters of Credit,</td>
<td>9:5</td>
</tr>
<tr>
<td>Verified Payment Orders</td>
<td>Article 4A: Funds Transfers,</td>
<td>8:15</td>
</tr>
<tr>
<td>Waiver</td>
<td>Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 2A: Leases, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td>Warehouse Receipts</td>
<td>Article 7: Warehouse Receipts, Bills of Lading, and Other Documents of Title, this index</td>
<td></td>
</tr>
<tr>
<td>Warranties</td>
<td>Article 2: Sales, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 2A: Leases, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 3: Negotiable Instruments, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 4: Bank Deposits and Collections, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 8: Investment Securities, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Article 9: Secured Transactions, this index</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Written warranties. Magnuson-Moss Warranty Act, this index</td>
<td></td>
</tr>
<tr>
<td>Warranty of Title</td>
<td>Article 2: sales, seller’s knowledge or good intentions,</td>
<td>3:90</td>
</tr>
<tr>
<td>Withdrawal Order</td>
<td>Article 4A: Funds Transfers,</td>
<td>8:37</td>
</tr>
<tr>
<td>Withhold Delivery of Goods</td>
<td>Article 2: Sales,</td>
<td>3:167</td>
</tr>
<tr>
<td>Writings</td>
<td>Statute of Frauds, this index</td>
<td></td>
</tr>
<tr>
<td>Wrongful Dishonor</td>
<td>Article 4: Bank Deposits and Collections,</td>
<td>7:39</td>
</tr>
</tbody>
</table>
INDEX

WRONGFUL REFUSAL TO PAY
U.C.C. Article 3: Negotiable Instruments, liability, 6:76

WRONGFUL REGISTRATION
U.C.C. Article 8: Investment Securities, 12:53

WRONGLY TAKEN SECURITY CERTIFICATE
U.C.C. Article 8: Investment Securities, 12:54