

MAINE STATE LEGISLATURE

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SEVENTY-NINTH LEGISLATURE

HOUSE

NO. 448

House of Representatives, March 17, 1919.

Reported by Mr. Maher from Committee on Judiciary and
ordered printed under joint rules.

CLYDE R. CHAPMAN, Clerk.

Presented by Mr. Maher of Augusta.

STATE OF MAINE

IN THE YEAR OF OUR LORD ONE THOUSAND
NINE HUNDRED AND NINETEEN

AN ACT to Amend Chapter Fifty-one of the Revised Statutes
as Amended by Chapter One Hundred Forty-four of the
Public Laws of Nineteen Hundred Seventeen Relating to
the Formation of Corporations Having Stock Without Par
Value.

Be it enacted by the People of the State of Maine, as follows :

Sections one hundred fifteen, one hundred sixteen, one
2 hundred seventeen, one hundred eighteen and one hundred
3 nineteen of chapter fifty-one of the revised statutes as en-
4 acted by chapter one hundred forty-four of the public laws
5 of nineteen hundred seventeen, are hereby amended by

6 striking out all of said sections and substituting in place
7 thereof the following:

‘Sect. 115. Any corporation authorized under section
2 seven of this chapter may in its certificate of incorpora-
3 tion or any amendment thereof provide for the issuance of
4 its shares of stock other than preferred stock having a
5 preference as to principal, without any nominal or par
6 value, by stating in such certificate, in lieu of the provi-
7 sions of section nine of this chapter with reference to the
8 amount of capital stock and the par value of the shares, the
9 total number of shares authorized and that they are with-
10 out nominal or par value. Each share of such stock with-
11 out nominal or par value shall be equal to every other
12 share of such stock except that two or more kinds of such
13 stock may be created as provided in section fifty-three of
14 this chapter.

Such corporation may issue and may sell its authorized
2 shares from time to time for such consideration as may
3 be prescribed in the certificate of incorporation or as from
4 time to time may be fixed by the board of directors pur-
5 suant to the authority conferred in such certificate, or if
6 such certificate shall not so provide, then by the consent
7 of the holders of two-thirds of each class of shares then
8 outstanding given at a meeting called for that purpose in
9 such manner as shall be prescribed by the by-laws. Any
10 and all shares issued as permitted by this section shall be
11 deemed fully paid and non-assessable and the holder of

12 such shares shall not be liable to the corporation or to
13 its creditors in respect thereof.

For the purpose of determining the amount to be paid
2 to the treasurer of state for the use of the state before fil-
3 ing the certificate of incorporation or any certificate of in-
4 crease in the number of shares, and of determining the
5 amount of annual franchise tax to be paid by said corpora-
6 tion to the state, but for no other purpose, shares without
7 nominal or par value shall be assumed to be of the par
8 value of one hundred dollars each.

'Sect. 116. Any corporation formed pursuant to the pro-
2 visions of section one hundred fifteen may increase or de-
3 crease the number of the shares which it may issue, and
4 may amend, alter, or change its certificate of incorporation
5 in the same manner as corporations having shares of stock
6 with par value, and shall be subject to the same fees.'