

# MAINE STATE LEGISLATURE

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SIXTH REVISION

THE  
REVISED STATUTES

OF THE

STATE OF MAINE

PASSED SEPTEMBER 29, 1916, AND TAKING  
EFFECT JANUARY 1, 1917



By the Authority of the Legislature

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AUGUSTA  
KENNEBEC JOURNAL PRINT  
1916

make and file such certificate, shall recover no compensation for said services, and, if he knowingly and wilfully makes and files a false certificate of the statements aforesaid, he forfeits one hundred dollars, to be recovered by complaint, indictment or action of debt, to the county where the offense is committed.

Penalty for false registration of blooded animal, c. 128, § 14; 87 Me. 150; 89 Me. 264; 97 Me. 38.

## CHAPTER 39.

### Principal, Factors and Agents. Warehousemen. Partnerships.

- Sections 1-3 Authority of Factors and Agents.  
 Sections 4-10 Public Warehouses and Warehousemen.  
 Sections 11-15 Publicity of Mercantile Partnerships.  
 Sections 16-25 Limited Partnerships.

#### Authority of Factors and Agents.

**Sec. 1. How far shipper, factor or agent shall be considered the owner of goods under his control.** R. S. c. 33, § 1. Every person in whose name merchandise is forwarded, every factor or agent entrusted with the possession of any bill of lading, custom house permit or warehouse keeper's receipt for the delivery of such merchandise, and every such factor or agent not having the documentary evidence of title, who is entrusted with the possession of merchandise for the purpose of sale, or as security for advances to be made thereon, shall be deemed the true owner thereof, so far as to give validity to any lien or contract made by such shipper or agent with any other person for the sale or disposal of the whole or any part of such merchandise, money advanced, or negotiable instrument or other obligation in writing, given by such person upon the faith thereof.

1 Me. 179; 4 Me. 543; 11 Me. 418; 15 Me. 343; 31 Me. 411; 57 Me. 64.

**Sec. 2. Title does not extend to prior demands against agent.** R. S. c. 33, § 2. No person, taking such merchandise in deposit from such agent as security for an antecedent demand, shall thereby acquire or enforce any right or interest therein other than such agent could then enforce.

**Sec. 3. Rights of the true owner in such cases.** R. S. c. 33, § 3. But the true owner of such merchandise, upon repayment of the money so advanced, restoration of the security so given or satisfaction of all legal liens, may demand and receive his property, or recover the balance remaining as the proceeds of the legal sale thereof, after deducting all proper claims and expenses thereon.

#### Public Warehouses and Warehousemen.

**Sec. 4. Title to goods in possession of warehouseman passes to purchaser, or pledgee, by indorsement of warehouseman's receipt.** R. S. c. 33, § 4. The title to merchandise stored in a public warehouse, or on the

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wharves and premises of the warehouseman, and in his possession, passes to a purchaser or pledgee, in good faith, by the indorsement to such purchaser, or pledgee, but not in blank, of the warehouseman's receipt therefor, signed by the person to whom the receipt was originally given, or by an indorsee of the receipt, and recorded in the books of the warehouseman with whom such merchandise is stored.

**Sec. 5. Account of warehouse transactions to be kept.** R. S. c. 33, § 5. Each warehouseman shall keep books in which shall be entered an account of all transactions relating to the warehousing, storing and insuring of merchandise and the issuing and the indorsement of warehouseman's certificates, which books shall be open to the inspection of any person interested in the property stored in the warehouse.

**Sec. 6. Goods attachable as goods of person receipted to, or as goods of last recorded indorsee.** R. S. c. 33, § 6. Merchandise stored with a public warehouseman may be attached as the property of the person named in the warehouseman's receipt therefor, when no indorsement of such receipt has been recorded on the books of the warehouseman; and, where such indorsement has been recorded, may be attached as the property of the last indorsee of the receipt shown by the books of the warehouseman, by leaving at the warehouse where the merchandise is stored a copy of the writ, with a copy of so much of the officer's return thereon as relates to the attachment of such merchandise. And such attachment is valid against any transfer which was not recorded in the books of the warehouseman, when the copy of the writ was left.

**Sec. 7. Penalty for disposing of warehouseman's certificate without disclosing attachment.** R. S. c. 33, § 7. Whoever indorses or assigns, or otherwise disposes of a warehouseman's certificate, after his interest in the property described in such certificate has been attached, without disclosing the attachment thereof to the person to whom such certificate has been indorsed, assigned or disposed of, if he has knowledge of such attachment, shall be punished by a fine not exceeding five thousand dollars or by imprisonment not exceeding three years.

**Sec. 8. Public warehouseman, defined.** R. S. c. 33, § 8. Any person, firm or corporation advertising or offering to receive merchandise on storage for other parties, shall be deemed a public warehouseman for the purposes of this chapter.

**Sec. 9. Grain, etc., stored in public warehouse becoming mixed.** R. S. c. 33, § 9. When grain or other property is so stored in a public warehouse that different lots or parcels are mixed together, so that the identity of the same cannot be accurately preserved, the warehouseman's receipt for any portion thereof shall be deemed a valid title to so much thereof as is designated in said receipt, without regard to any separation or identification.

**Sec. 10. Goods, etc., remaining in warehouse may be sold at public auction; demand for payment of charges; notice of sale; disposal of proceeds.** R. S. c. 33, § 10. Whenever goods, merchandise or any articles of personal property shall remain in a public warehouse for one year after the expiration of the time for which the charges shall have been paid, or for six

months after the charges thereon have been lawfully demanded and left unpaid, the same may be sold at public auction, subject to the following conditions; the warehouseman, in case such demand has not been made, shall first demand payment of the charges thereon by registered letter directed to the person who deposited such goods, merchandise or articles of personal property in said warehouse, if such person left with the warehouseman his address to which the letter may be directed. After such demand, or in cases where no such demand is required or where no address was given to the warehouseman to which such letter may be directed, the warehouseman shall give thirty days' notice of the time and place of sale in a public newspaper published in the city or town where the warehouse is, or if no public newspaper shall be published in such city or town, then in any public newspaper published in the county in which such city or town is; said notices shall contain a brief description of the property to be sold, with such marks thereon as may serve to identify it, if it shall be so marked, together with the name of the person depositing such articles in said warehouse and the name of the owner thereof if known; and shall specify the time after the expiration of said thirty days, and the place, which shall be in the city or town where the warehouse is, at which the sale shall be made. The proceeds of such goods, merchandise or articles of personal property so sold, after deducting the charges thereon, including the cost of publishing such notice and sale, shall be placed to the credit of the owner of the goods, merchandise or other articles of personal property sold, if known, otherwise to the credit of the person depositing said goods, merchandise or articles of personal property, in the books of the warehouseman making the sale, and shall be paid to the owner thereof on demand, and the warehouseman shall not be liable for any greater sum than shall be received from said sale, less said charges thereon.

100 Me. 451.

### Publicity of Mercantile Partnerships.

**Sec. 11. Persons engaging in mercantile partnerships shall file certificate; certificate of withdrawal. 1915, c. 276, § 1.** Whenever two or more persons become associated as partners or otherwise for the purpose of engaging in any mercantile enterprise, they shall, before commencing business, deposit in the office of the clerk of the city or town in which the same is to be carried on, a certificate signed and sworn to by them, setting forth their names and places of residence, the nature of the business in which they intend to engage, and giving the name under which they are to transact business. Whenever any member of such partnership or association withdraws therefrom, he may certify under oath to the fact of such withdrawal which certificate shall be deposited in the clerk's office where the partnership certificate is recorded; and he shall conclusively be presumed to be a member of the firm or association to the time of his depositing such certificate.

**Sec. 12. Sole proprietor shall file certificate when adopting any business name or style other than his own name. 1915, c. 276, § 2.** Whenever any person intends to engage in such business as sole proprietor thereof, and

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to adopt any business name, style or designation other than his own name exclusively, he shall, before commencing business, deposit in the office of the clerk of the city or town in which such business is to be carried on, a certificate signed and sworn to by him setting forth his name and place of residence, the name, style or designation under which the business is to be conducted, and stating that he is the sole proprietor.

**Sec. 13. Statement cannot be contradicted in judicial proceeding.** 1915, c. 276, § 5. A person signing and making oath to any certificate deposited as provided by the two preceding sections, shall not be permitted in any judicial proceeding to contradict the statements contained in such certificate. Whoever swears or affirms to any such certificate which is not true in fact shall be deemed guilty of perjury.

**Sec. 14. Record.** 1915, c. 276, § 3. The clerks of the several cities and towns shall record, in suitable books, kept exclusively for the purpose, the certificates deposited under the provisions of sections eleven and twelve, and such books shall be open to public inspection.

**Sec. 15. Penalty for neglect to file certificate.** 1915, c. 276, § 4. Whoever fails to deposit seasonably the certificate required by sections eleven and twelve shall be punished by a fine of five dollars for each day he is in default.

#### Limited Partnerships.

**Sec. 16. Organization for mercantile, mechanical, or manufacturing business.** R. S. c. 35, § 1. Limited partnerships for the transaction of mercantile, mechanical or manufacturing business, but not for banking or insurance, may be formed upon the following conditions and liabilities, to consist of one or more persons, called general partners, who shall be jointly and severally responsible, as general partners are by law, and of one or more persons, who contribute a specific sum in actual cash payment, as capital, to the common stock, called special partners, who shall not be liable for the debts of the partnership beyond the sum so contributed by each.

**Sec. 17. Certificate and particulars thereof.** R. S. c. 35, § 2. Persons forming such a partnership shall sign a certificate, containing the following particulars:

- I. The name of the firm, under which the partnership shall be conducted.
- II. The name and place of residence of each of the general and each of the special partners.
- III. The general nature of the business to be transacted, and the amount of capital which each of the special partners contributes.
- IV. The time when the partnership shall commence, and when it shall cease.

**Sec. 18. Certificate to be acknowledged and recorded.** R. S. c. 35, § 3. Such partnership shall not be considered as formed, until such certificate is acknowledged by all the partners before a justice of the peace, and recorded in the registry of deeds for each county or registry district where such partnership is to have an established place of business, in a book kept for that purpose open to public inspection.

**Sec. 19. Liability for any misstatement therein.** R. S. c. 35, § 4. If any statement is made in such certificate, which misleads third persons, or is intentionally false, all the persons interested in such partnership are liable for all the engagements thereof, as general partners, to any person thereby deceived or injured.

**Sec. 20. Publication of such partnership, and mode of renewing it.** R. S. c. 35, § 5. After such registry, the partners shall cause a copy of the certificate above mentioned to be published in a newspaper printed in the county in which the principal place of business is situated, if any, otherwise in one printed in an adjoining county, or in the state paper, for six weeks successively, the first publication to be within twenty days thereafter; and if not so published, or if upon every renewal or continuance of such partnership beyond the time originally fixed for its duration, a certificate is not made, signed, acknowledged, recorded and published, as aforesaid, it shall be deemed a general one.

**Sec. 21. Special partners not to be named and not to act.** R. S. c. 35, § 6. The business of the partnership shall be conducted under a firm, in which no names are used but those of the general partners, without the word "company," or any other general term; and the general partners only shall transact business; and if the name of any special partner is used in the firm with his consent and privity, or if he makes any contract respecting the concerns of the partnership with any person, except the general partners, he shall be deemed a general partner as to such contract.

**Sec. 22. Capital not to be reduced below the amount stated in the certificate.** R. S. c. 35, § 7. During the continuance of such partnership, no part of the capital stock shall be withdrawn therefrom, nor any division of interest or profits be made, so as to reduce the capital stock below the sum stated in the certificate above mentioned; and if during the continuance or at the termination of the partnership, the property is not sufficient to pay the partnership debts, the special partners shall be severally answerable for all sums by them in any way received, withdrawn or divided, with interest thereon from the time of withdrawal, notwithstanding the provision in the following section.

**Sec. 23. Prosecution of suits relating to partnership business.** R. S. c. 35, § 8. Suits respecting the business of such partnership shall be commenced and prosecuted by and against the general partners only, except in those cases in which provision is hereinbefore made, that special partners shall be deemed general partners, and special partnerships, general partnerships; in which cases all the partners deemed general partners, may join or be joined in such suits.

**Sec. 24. Voluntary dissolution, and notice thereof.** R. S. c. 35, § 9. No voluntary dissolution of such partnerships shall take place before the time specified in the certificate before named, unless a notice thereof is recorded in each registry, in which the original certificate, or certificate of renewal or continuance is recorded, and published in such paper, as is directed in section twenty.

**Sec. 25. In cases not otherwise provided for herein, limited partners to be same as general.** R. S. c. 35, § 10. In all cases not otherwise provided

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for herein, the members of limited partnerships are subject to the liabilities, and entitled to the immunities, incident to general partnerships, and the supreme judicial court may hear and determine, in equity, all questions between copartners in any partnership formed by virtue of this chapter, and between said copartners and any creditors of the firm.

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## CHAPTER 40.

**Board of Accountancy. Registration of Dealers in Securities. Notaries Public. Holidays and Days of Public Observance. Demand on Bills and Notes. Forged Checks. Interest.**

Sections 1-10	State Board of Accountancy.
Sections 11-23	Registration of Dealers in Securities.
Sections 24-32	Notaries Public and Protests.
Sections 33-38	Holidays and Days of Public Observance.
Section 39	Demand on Bills and Notes.
Section 40	Liability of Banks on Forged Checks.
Sections 41-47	Interest.

### State Board of Accountancy.

**Sec. 1. Appointment of Board of Accountancy.** 1913, c. 144, §§ 2, 3. The Maine Board of Accountancy as heretofore established shall consist of three members, who shall be citizens and residents of the state, appointed annually by the governor, with the advice and consent of the council, for terms of three years, as the terms of the several members expire. Vacancies occurring during a term shall be filled for the unexpired term. Two members of said board shall be skilled in the art of accounting and shall have been actively engaged in the profession of a public accountant; they shall be holders of certificates issued under the provisions of the first ten sections of this chapter; the other member shall be a practicing attorney in good standing in the courts of this state.

**Sec. 2. Organization; powers and duties.** 1913, c. 144, §§ 1, 4. A majority of the board shall constitute a quorum for the transaction of its business. They shall annually elect a chairman and secretary. They may have and use a common seal and make such rules, by-laws and regulations, not inconsistent with law, as they shall deem necessary to improve and promote the science and art of accounting, and to carry out the purposes and enforce the provisions of sections one to ten, both inclusive, of this chapter. The board shall promote the standard of general education; the standard of special education in the science and art of accounting; the standard of moral character and general public experience as prescribed in said sections, in all examinations conducted hereunder. The secretary shall keep proper records of the doings of the board, and of his receipts and expenditures, and of all certificates issued and applications received by the board.

See c. 117, §§ 54, 55.