

MAINE STATE LEGISLATURE

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PUBLIC ACTS

OF THE

STATE OF MAINE,

PASSED BY THE

SIXTEENTH LEGISLATURE,

JANUARY SESSION, 1836.

PUBLISHED AGREEABLY TO THE RESOLVE OF JUNE 23, 1820.

AUGUSTA:

SMITH & ROBINSON.....PRINTERS TO THE STATE.

1836.

Travel of officer to be taxed from residence of officer to place of service.

tax, under the provision of this Act for a greater number of miles travel, than the distance from the residence of said officer to the place of service of said execution, and the postage for the receiving and return of said execution.

[Approved by the Governor, March 15, 1836.]

Chapter 211.

AN ACT concerning Limited Partnerships.

Limited partnerships may be formed, but not for banking or insurance.

SECT. 1. *Be it enacted by the Senate and House of Representatives, in Legislature assembled,* That limited Partnerships, for the transaction of Mercantile, Mechanical or Manufacturing business, within this State, may be formed by two or more persons, upon the terms, and subject to the conditions and liabilities hereinafter prescribed: *Provided however,* that nothing in this Act contained shall authorize such partnerships for the purpose of banking or insurance.

May consist of general and special partners.

SECT. 2. *Be it further enacted,* That Partnerships formed under this Act, may consist of one or more persons, who shall be called general Partners, and who shall be jointly and severally responsible, as general Partners now are by law; and of one or more persons who shall contribute a specific sum in actual cash payment as Capital, to the common stock, who shall be called Special Partners, and who shall not be liable for the debts of the partnership beyond the sum so contributed by him or them to such Capital.

Special partners' liabilities limited.

Partners to sign a certificate of the name of their firm and of the partners and their residence.

SECT. 3. *Be it further enacted,* That persons forming such Partnerships shall make, and severally sign a certificate, which shall contain the name or firm, under which said partnership is to be conducted; the names and respective places of residence

of all the general and special partners, distinguishing which are general and which are special partners; the amount of Capital which each special partner has contributed to the common stock; the general nature of the business to be transacted and the time the partnership is to commence, and when it is to terminate.

Duration of partnership.

SECT. 4. *Be it further enacted,* That such partnership shall not be deemed to have been formed, until a certificate, made as aforesaid, shall be acknowledged by all the partners, before some Justice of the Peace, and recorded in the registry of deeds of the County in which the principal place of the business of the partnership is situated, in a book, to be kept for that purpose, open to public inspection. And if the partnership shall have places of business situated in different Counties, a copy of the certificate certified by the register of deeds in whose office it shall be so recorded, shall be filed and recorded in like manner in the office of the register of deeds in every such County. And if any false statement shall be made in such certificate, all the persons interested in said partnership shall be liable for all the engagements thereof as general partners.

Certificates to be acknowledged and recorded.

SECT. 5. *Be it further enacted,* That, after such registry, the partners shall, for six successive weeks, immediately thereafter, publish a copy of the certificate abovementioned, in a newspaper printed in the County where the principal place of business is situated, and if no such paper be there printed, then in a newspaper printed in an adjoining County, and, if such publication be not so made, the partnership shall be deemed general.

In case of false certificates to be liable for all engagements of the firm.

Immediately after registry copy of certificate to be published in newspaper for six successive weeks, &c.

SECT. 6. *Be it further enacted,* That, upon every renewal or continuance of such partnership, beyond the time originally fixed for its duration, a certificate thereof shall be made and acknowledged, recorded and published, in the same manner as is provided for in the third, fourth and fifth sections of

In case of renewal or continuance of partnership the same proceedings to be had as in original formation.

this Act, respecting the original formation of such partnerships. And every such partnership otherwise renewed or continued, shall be deemed a general partnership.

Business to be transacted under names of the general partners only without addition of word "company."

SECT. 7. *Be it further enacted,* That the business of the partnership shall be conducted under a firm, in which the names of the general partners only shall be inserted, without the addition of the word "company," or any other general term; and the general partners only shall transact business. And if the name of any special partner shall be used in such firm, with his consent, or privity, or if he shall personally make any contract respecting the concerns of the partnership, with any person except the general partners, he shall be deemed and treated as a general partner.

Special partners to be treated as general partners in certain cases.

Capital not to be withdrawn, nor interest on profits divided during term of partnership, so as to reduce the capital stated in certificate.

SECT. 8. *Be it further enacted,* That, during the continuance of any partnership under the authority of this Act, no part of the Capital Stock thereof shall be withdrawn therefrom, nor any division of interest or profits be made, so as to reduce such Capital Stock below the sum stated in the certificates before mentioned; and, if at any time during the continuance or at the termination of the partnership, the property or assets shall not be sufficient to pay the partnership debts, then the special partners shall severally be held responsible for all sums by them in any way received, withdrawn, or divided, with interest thereon, from the time they were so withdrawn respectively. And no general assignment by said partnership, in view of insolvency, or where their goods and estate are insufficient for the payment of all their debts, shall be valid unless it shall provide for a distribution of the partnership property among all the creditors, in proportion to the amount of their several claims, excepting the claims of the Government of the United States, arising from bonds for duties, which are first to be paid or secured. And the assent of

Liable in case they do so to pay debts.

No assignment valid unless it provide for an equal distribution among creditors, excepting that bonds due to U. States for duties are first to be paid or secured.

Assent of cred-

the creditors to such assignment shall be presumed, unless they, either expressly, or by some act inconsistent with such assent, shall dissent therefrom within sixty days from the time of notice; and no such assignment shall be valid, unless notice of the same shall be given in some newspaper, printed in the County where the place of business of the party making the same is situated, and if no newspaper be printed in said County, then in some newspaper printed in an adjoining County, within fourteen days after the making such assignment.

SECT. 9. *Be it further enacted,* That all 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 herein before made, that special shall be deemed general partners, and special partnerships general, in which cases all the partners deemed general as aforesaid may join or be joined in such suits, excepting also cases where special partners shall be severally held responsible under the provisions of the foregoing section.

SECT. 10. *Be it further enacted,* That no dissolution of such partnership shall take place, (except by operation of law,) before the time specified in the certificate before named; unless a notice of said dissolution be recorded in the registry in which the original certificate or certificates of renewal or continuance was recorded, and in any other registry where the copy of said certificate was recorded, and published in such newspaper as is directed in the fifth section of this Act.

SECT. 11. *Be it further enacted,* That in all cases, not otherwise provided for in this Act, the members of limited partnerships shall be subject to all the legal liabilities, and entitled to all the legal immunities which are incident to general partnerships and the Justices of the Supreme Judicial Court may hear and determine in Equity all ques-

itors to assignment to be presumed, unless, &c.

Notice of assignment to be given in newspaper.

Suits for and against to be in name of general partner excepting, &c.

No dissolution to take place before time specified in certificate unless notice be recorded and published.

Liabilities and immunities are same as in general partnership.

S. J. C. may determine in equity all questions

between copartners & creditors. tions between copartners, in any partnership formed by virtue of this Act, and between said copartners and any creditor or creditors of the firm.

[Approved by the Governor, March 15, 1836.]

Chapter 212.

AN ACT concerning Constables' and Collectors' Bonds.

Be it enacted by the Senate and House of Representatives in Legislature assembled, That all

Bonds of Constables or Collectors of taxes to be given to town and be approved by Selectmen.

Bonds required to be given by Constables or Collectors of taxes, shall be given to the inhabitants of the towns for which they shall be chosen, or appointed, to be approved by the Selectmen of such

Bonds of Collectors of Parishes or Plantations to be given to inhabitants, and approved by the Assessors or committee.

Towns, and all Bonds required to be given the Collectors of Parishes or Plantations shall be given to the inhabitants of such Parishes or Plantations to be approved by the Assessors or Committee of such Parishes and Assessors of such Plantations, any law to the contrary notwithstanding.

[Approved by the Governor, March 15, 1836.]

Chapter 213.

AN ACT concerning Toll Bridges.

Be it enacted by the Senate and House of Representatives in Legislature assembled, That the officers soldiers and musicians of all military Companies in this State, together with their ordinance and equipage, on days of training or review, while under arms, or in going to, or returning from their place of parade, and all persons going to or from any funeral, or to or from public worship on the Sabbath, be, and they hereby are allowed to pass over and upon any toll bridge in this State free from toll, any law to the contrary notwithstanding.

Military companies — funerals, and persons going to public worship, allowed to pass toll free.

[Approved by the Governor, March 18, 1836.]