

## CHAPTER LV.

*An Act to amend Chapter Thirty of the General Statutes, relating to Limited Partnerships.* March 4, 1872.

SECTION 1 Amendment to section 13 of chapter 30 of the general statutes relating to limited partnerships.

Section 13. Relating to the firm name.

2. Amendment to section 16 of the same chapter.

Sec. 16. Relating to the powers of a special partner.

3. Additional sections added.

Section 22. Accounting between general and special partners.

Section 23. Frauds in the affairs of the partnership, how punished.

4. When act to take effect.

*Be it enacted by the Legislature of the State of Minnesota:*

SECTION 1. Section thirteen (13) of said chapter is hereby amended so as to read as follows:

Sec. 13. The business of the partnership shall be conducted under a firm name, in which the names of the general partners only shall be inserted: provided, that when there are two or more general partners, the firm name may consist of either the name or names of one or more of such general partners, with or without the addition of the words "& company," or "& co;" and if the name of any special partner shall be inserted in said firm name with his privity, he shall be deemed a general partner: provided further, that the partnership shall put upon the outside and in front of the building in which it has its chief place of business, in a conspicuous place, a sign on which shall be painted in legible English characters, all the names in full of all the members of the partnership.

The partnership name.

SEC. 2. Section sixteen (16) of said chapter is hereby amended so as to read as follows:

Sec. 16. A special partner may from time to time, examine into the state and progress of the partnership concerns, may advise as to their management, may loan money to and advance and pay money for the partnership,

Special partner  
—what he may do.

and take and hold the notes, drafts, acceptances and bonds of the partnership as security for the repayment of any money so loaned, advanced or paid by him, with interest thereon. He may use and lend his name and credit as security for the partnership in its business, and shall have the same remedies in these respects as any other creditor of the partnership. He may negotiate sales and make purchases for the partnership, with the approval of one or more of the general partners. He shall not transact any business for the partnership or be employed for that purpose otherwise than is herein provided, and if he shall interfere contrary to these provisions he shall be deemed a general partner.

SEC. 3. Said chapter is further amended by adding thereto the following sections:

Accounts between partners

Sec. 22. The general and special partners shall be liable to account to each other for all their acts relating to the partnership affairs, and the management of the concerns of the partnership both in law and equity.

Fraud in conducting partnership.

Sec. 23. A partner who shall be guilty of any wilful fraud in the affairs of the partnership shall be deemed guilty of a misdemeanor, and on conviction thereof shall be punished by fine or imprisonment, or both, in the discretion of the court in which such conviction is had.

SEC. 4. This act shall take effect and be in force from and after its passage.

Approved March 4, 1872.