

## CHAPTER 183.

## AN ACT RELATING TO FOREIGN CORPORATIONS DOING BUSINESS IN THIS STATE.

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

SECTION 1. Where, by the General or Special Laws of this state, relating or in any way appertaining to any foreign corporation, it is provided in substance or effect that in suits and proceedings upon causes of action arising in this state, in which such corporation shall be a party, such corporation shall be deemed to be a domestic corporation, it is hereby provided, that if such corporation shall make application to remove any such suit or proceeding into the United States circuit, or district or federal court, it shall be liable to a penalty of not less than one hundred dollars (\$100) nor more than ten thousand dollars (\$10,000) for each application so made and for each offense so committed for making such application, the same to be recovered by suit in the name of the state of Minnesota. The county attorney of the proper county may, and the attorney general, upon any complaint being made to him, shall institute the necessary action to recover such penalty.

When foreign corporations deemed to be domestic.

Penalties, how recovered.

SEC. 2. In addition to the penalty above prescribed, such corporation shall forfeit all right to transact business within this state, and shall be liable to a penalty of not less than one thousand dollars (\$1,000) nor more than ten thousand dollars (\$10,000) per day for each and every day that it shall do business within this state after such forfeiture, which penalty shall be collected in the manner provided for in the above and preceding section.

Additional penalty.

SEC. 3. That sub-section three (3) of section two hundred and ninety-one (291) of chapter thirty-four (34) of General Statutes one thousand eight hundred and seventy-eight (1878), be amended so as to read as follows:

Sec. 3. Upon complying with the foregoing conditions and all laws of this state applicable to such companies, the insurance commissioner may issue a certificate to such company authorizing it to become, for the purpose of transacting its business, a domestic corporation within this state so long as it shall not violate the laws thereof and until the same expires by the limitations of this act or the laws of this state.

When commissioner to issue a certificate for the purpose of transacting business.

SEC. 4. If any insurance company or association shall make application to remove any case from the state court into the United States district, circuit or federal court, or do any act or thing not authorized by law, all right of such company or association to transact any business whatever

When certificate may be revoked.

in this state shall cease, and it shall be the duty of the insurance commissioner, if the certificate mentioned in section three (3) of this act has been issued to such company or association, to revoke the same.

How penalty may be collected.

SEC. 5. If any insurance company or association shall make application to remove any case from the state court into the United States circuit or district or federal court, for each such application it shall be liable to the penalty provided for in section one (1) of this act, to be collected as therein provided for; and if such company or association shall, when not duly authorized, do or transact any business within this state, it shall forfeit and be liable to the penalty provided for in section two (2) of this act, to be collected as therein provided.

When foreign corporations deemed to be domestic.

SEC. 6. No foreign corporations now or hereafter doing business in this state shall have, possess or exercise any right, privileges or immunities not possessed by domestic corporations; but unless otherwise provided by law shall, in all respects be deemed, if it shall remain in [this] state for sixty days next ensuing after the passage of this act, to be a domestic corporation, and entitled to all the rights, privileges and immunities of domestic corporations, subject to all laws of this state which are now in force or may be hereafter enacted.

What courts to have jurisdiction—penalty for violation.

SEC. 7. No foreign corporation shall commence, prosecute or maintain any action, suit or proceeding upon any cause of action arising within this state in the United States circuit, district or federal court, nor make application to remove any such a claim, suit or proceeding into any federal court nor do any other act not permitted to a domestic corporation. Any corporation that shall violate any of the provisions of this section shall forfeit and be liable to the penalty provided in section one (1) of this act, to be collected as therein provided for; and if any such corporation shall thereafter transact any business within this state it shall forfeit and be liable to the penalty [provided] in section two (2) of this act, to be recovered as herein provided.

When license to do business may be revoked.

SEC. 8. Whenever any foreign corporation doing business in this state shall transfer any case from a state to a federal court, contrary to the provisions of this act, it shall thereby forfeit any permission or license, express or implied, heretofore granted, obtained or enjoyed, or hereafter to be granted, obtained or enjoyed, to do business in this state, and it shall thereafter be unlawful for any such company to do any business whatever in this state, and all rights, privileges, immunities or franchises heretofore granted to or enjoyed by, or which shall hereafter be granted to or enjoyed by any such company, shall thereupon and thereby be and stand revoked, denied and withdrawn. Every contract made by any such company, after its right to do business in this state shall have terminated as herein

provided, shall be null and void. *Provided, however,* That such contract may be enforced by and in favor of any person who entered into said contract in good faith and without notice that said company's right to do business in this state had ceased. It shall be unlawful for any such railway company, after having taken a transfer of any case whereby, under the provisions of this act, its right to do business in this state shall have terminated, to run any locomotive, car or train of cars on any railway in this state, and it shall be liable for all damages done by it in the performance of said unlawful act to any person or property.

Contracts may become null and void—when.

SEC. 9. Whenever any case shall be transferred by any foreign incorporation the clerk of the court from which the transfer is taken shall immediately make a certified copy of the pleadings therein, and of the petition for removal, and of the order of removal, if any, and a certificate of the date of the filing of the petition, and of the date of the order of removal, if any, and transmit the same to the railroad commissioner of this state, if the removal is taken by a railway or telegraph company, and to the commissioner of insurance, if the removal is taken by an insurance company, and to the secretary of the state, if the removal is taken by any other company. Said officer shall preserve said papers in a convenient form for reference.

Duty of clerk of the court in certain cases.

SEC. 10. Nothing in this act shall be construed to deny to any foreign corporation any right of removal or lay any penalty upon any removal taken by it which it might have taken had it been a domestic corporation.

Right of removal not denied.

SEC. 11. This act shall take effect and be in force from and after its passage.

When act to take effect.

Approved March 9, 1885.

## CHAPTER 184.

AN ACT TO PROVIDE FOR INCORPORATION AND REGULATION OF CO-OPERATIVE OR ASSESSMENT LIFE, ENDOWMENT AND CASUALTY INSURANCE ASSOCIATIONS AND SOCIETIES.

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

SECTION 1. Any number of persons, not less than nine (9), residents of the State of Minnesota, hereafter desiring to form an organization, fraternal or non-fraternal, for the

Minimum number of persons necessary to form an organization.