

manner in which other fees are collected and in addition thereto, as law library fees, the sum of \$1.00 from the plaintiff or person instituting such suit, action or proceeding at the time of filing the first paper therein.

Subd. 2. The county law library fees shall be costs in the case and taxable as such. Provided, however, that the provisions of this Section 6 shall not apply to actions or proceedings commenced by the state, the county or any municipality or to garnishment proceedings.

Sec. 7. **Library fees; probate court.** Subdivision 1. It shall be the duty of the judge of probate court, when such law library is established, in such proceedings in his court in the matter of the estate of a deceased person looking to the entry of a decree of distribution of such estate, excepting in summary proceedings instituted pursuant to Minnesota Statutes 1945, Section 525.51, to collect, as a county law library fee, the sum of \$1.00 from the petitioner instituting such proceeding at the time of the filing of the petition therein.

Subd. 2. Such disbursement shall be an item of expense of administration of the estate, entitling the petitioner to reimbursement therefor out of the estate.

Sec. 8. **Deposit with county treasurer.** On the first day of each month, the official making collection of such fees shall pay the same to the county treasurer, taking his receipt therefor, and the county treasurer is authorized and directed upon itemized vouchers approved by the board of law library trustees to disburse the funds and any other money belonging to said board, to pay the necessary expenses of equipping and maintaining such library.

Sec. 9. **County appropriation.** The county board may appropriate annually a sum not exceeding \$1,000 for such library purposes.

Approved April 2, 1947.

CHAPTER 196—H. F. No. 190
[Coded as Sections 309.18 to 309.20]

An act to authorize merger or consolidation of certain social, educational, benevolent or charitable corporations.

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

[309.18] Section 1. **Merger or consolidation.** Two or more corporations heretofore or hereafter organized under the statutes of this state for any social, educational, benevolent or charitable purpose, whether organized under the same or different chapters or provisions of said statutes, may merge into one of the constituent corporations or consolidate into a new corporation organized for like purposes.

[309.19] Sec. 2. **Procedure.** Subdivision 1. **Meetings as provided in section 309.02.** Any such merger or consolidation shall be effected by the execution by the corporations who are parties thereto of an agreement of merger or consolidation, in the form theretofore approved and as authorized by a majority vote of the board of trustees or other governing body of each of said corporations at a special meeting thereof duly called for that purpose, prescribing the terms and conditions of the consolidation or merger, the mode of carrying the same into effect, and stating such other facts as are applicable among those required or permitted by section 309.02 to be stated in certificates of incorporation, with such other details and provisions as are deemed necessary or desirable.

Subd. 2. **Execution of merger agreement; certificate.** Said agreement of merger or consolidation shall be executed by the president or a vice-president and the secretary or an assistant secretary of each corporation which is a party thereto and shall be acknowledged on behalf of such corporation by such officers, and shall be accompanied by a certificate of the secretary or other recording officer of each corporation which is a party thereto certifying to the adoption by the board of trustees or other governing body of such corporation of resolutions approving and authorizing the execution of said agreement of merger or consolidation.

Subd. 3. **Filing with secretary of state.** Said agreement of merger or consolidation, when executed as aforesaid and when certified as aforesaid, shall be filed with the secretary of state and recorded in the office of the register of deeds of the county where the surviving or consolidated corporation is located and it shall also be recorded in the office of the register of deeds of each other county of this state where any corporation which is a party to said merger or consolidation shall theretofore, by the provisions of its certificate of incorporation, have been located. Said merger or consolidation shall be and become effective for all purposes upon the filing of said agreement of merger or consolidation and the certificate aforesaid in the office of the secretary of state.

[309.20] Sec. 3. **New corporate identity.** Upon any such merger or consolidation becoming effective,

(1) The corporate existence and identity of each corporation which is a party thereto shall continue in the surviving or consolidated corporation which shall be deemed to be the same corporation as each of the constituent corporations;

(2) All the property, assets, rights, privileges, powers, franchises and immunities of each corporation which is a party to said merger or consolidation shall vest in the surviving or consolidated corporation, and the surviving or consolidated corporation, by the continuance in it of the corporate existence and identity of each corporation which is a party to said merger or consolidation, shall be the corporation entitled to receive all gifts, devises, bequests, legacies, or other transfers or assignments of money or property, real, personal, or mixed, made directly or in trust to or intended for any corporation which is a party to said merger or consolidation; provided always, however, that except as provided in Minnesota Statutes 1945, section 501.12, no properties or assets and no income of any properties or assets held or received by any corporation which is a party to said merger or consolidation or which shall be received by the surviving or consolidated corporation after the date of such merger or consolidation shall be diverted from the uses and purposes for which the same were or are received and held or from the uses and purposes for which same were expressed and intended; and

(3) All debts, liabilities and obligations of each corporation which is a party to said merger or consolidation shall become the debts, liabilities and obligations of the surviving or consolidated corporation.

Approved April 2, 1947.

CHAPTER 197—H. F. No. 310

An act relating to workmen's compensation; providing that the workmen's compensation law shall apply to executive officers of corporations; amending Minnesota Statutes 1945, Section 176.01.

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