

as security for any debt a lien upon its shares unless such lien shall be taken to secure a debt previously contracted. Nothing in this section shall be deemed to deny, limit, or restrict the powers of guaranty or warranty of a corporation at common law or under a statute of this state.

Sec. 4. Minnesota Statutes 1978, Section 301.36, is amended to read:

301.36 .VOLUNTARY TRANSFER OR ENCUMBRANCE OF CORPORATE ASSETS. A corporation may, by action taken at a meeting of its board of directors, sell, lease, exchange, or otherwise dispose of all, or substantially all, of its property and assets in the usual and regular course of its business and grant a security interest in part or all of its property and assets whether or not in the usual and regular course of its business, upon those terms and conditions and for those considerations, which may be money, shares, bonds, or other instruments for the payment of money or other property, as its board of directors deems expedient, and, in which case, no authorization or consent of the shareholders shall be required. A corporation may, by action taken at ~~any~~ a meeting of its board of directors, sell, lease, exchange, or otherwise dispose of all, or substantially all, of its property and assets, including its good will, not in the usual and regular course of its business, upon such those terms and conditions and for such those considerations, which may be money, shares, bonds, or other instruments for the payment of money or other property, as its board of directors deems expedient, when authorized by the written consent of the shareholders given as provided by section 301.26, subdivision 11, or when and as authorized by the vote of holders of shares entitling them to exercise at least two-thirds of the voting power on such the proposal or the vote of such the other proportion, not less than a majority, or vote by classes, as the articles or the bylaws may require, at a shareholders' meeting called for that purpose; or when authorized upon the written consent of the holders of such shares. Notice of any such the meetings shall be given to all shareholders of record, whether or not they shall be entitled to vote thereat.

Approved May 17, 1979.

CHAPTER 94—S.F.No.708

An act relating to natural resources; providing for regulation of the harvest and sale of ginseng; amending Minnesota Statutes 1978, Sections 84.028, Subdivision 1; 97.48, by adding a subdivision; and 98.46, Subdivision 3.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MINNESOTA:

Section 1. Minnesota Statutes 1978, Section 84.028, Subdivision 1, is amended to read:

84.028 COMMISSIONER OF NATURAL RESOURCES, SPECIFIC ASSIGNMENTS. Subdivision 1. The powers, duties and responsibilities of the department of natural resources relating to boat safety, firearm safety, wild rice harvest program, ginseng harvest program, and such other programs as are now or hereafter

Changes or additions indicated by underline deletions by ~~strikeout~~

vested by statute in the department of natural resources, shall be under the control and supervision of the commissioner of natural resources.

Sec. 2. Minnesota Statutes 1978, Section 97.48, is amended by adding a subdivision to read:

Subd. 18a. WILD GINSENG PROGRAM. The commissioner may set such seasons and establish whatever regulations he deems necessary for the conservation of wild ginseng.

Sec. 3. Minnesota Statutes 1978, Section 98.46, Subdivision 3, is amended to read:

Subd. 3. ~~The fee for a license to harvest wild rice~~ Fees for the following licenses, to be issued to residents only, shall be \$4 :

- (1) To harvest wild rice, \$4;
- (2) To buy or sell wild ginseng, \$5.

Approved May 17, 1979.

CHAPTER 95—S.F.No.980

An act relating to courts; Hennepin and Ramsey county municipal courts; providing for removal of certain actions to district court; amending Minnesota Statutes 1978, Sections 488A.01, by adding a subdivision; and 488A.18, by adding a subdivision.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MINNESOTA:

Section 1. Minnesota Statutes 1978, Section 488A.01, is amended by adding a subdivision to read:

Subd. 15. Whenever a counterclaim in excess of \$6,000 is asserted, an equitable defense interposed, or it shall otherwise appear that the court is without jurisdiction in a cause pending therein, the fact shall be recorded, and the clerk shall transmit to the clerk of the district court a certified transcript of the record and all papers filed in the case. Thereafter the cause shall proceed to judgment in the district court as if it had there been commenced, and the costs shall abide the event.

Sec. 2. Minnesota Statutes 1978, Section 488A.18, is amended by adding a subdivision to read:

Subd. 15. Whenever a counterclaim in excess of \$6,000 is asserted, an equitable defense interposed, or it shall otherwise appear that the court is without jurisdiction in a cause pending therein, the fact shall be recorded, and the clerk shall transmit to the clerk of the district court a certified transcript of the record and all papers filed in the case.

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