

such bottles, boxes, syphons, tins, kegs, half barrels, or barrels, boxes, cans and tubs in his, her, or its possession or secreted in any place, the said magistrate must thereupon issue a search warrant to discover and obtain the same and may also cause to be brought before him the person in whose possession said bottles, boxes, syphons, tins, kegs, half barrels, or barrels, boxes, cans and tubs, may be found, and shall then inquire into the circumstances of such possession; and if such person is found guilty of violation of section two (2) of this act, he shall be punished as therein prescribed, and the possession of the property taken upon such warrant shall also be awarded to the owner thereof.

SEC. 5. This act shall take effect and be in force from and after its passage.

Approved March 12th, 1895.

95 C 145
 07 - 150
 07 - 228
 09 - 142
 61-M - 440
 68-M - 465
 70-M - 351
 70-M - 356
 70-M - 358
 73-NW 109
 74-NW 287
 75-NW 380
 77-NW 815

F. No. 386.

CHAPTER 145. C. 145 87-M . 79
 87-M . 190

An act to revise the laws relating to banks of discount and deposit.

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

95 C 145
 71-M 497
 95 C 145
 100-M - 442

Banks of discount and deposit may incorporate.

Minimum paid up capital.

Capital to be paid in cash and payment certified.

SECTION 1. Any number of persons not less than three (3) may establish banks of discount and deposit and become incorporated upon the terms and conditions, and subject to the liabilities prescribed in this act; but the aggregate amount of the paid up capital stock of such bank shall not be less than ten thousand dollars in any town containing a population of one thousand persons or less, and not less than fifteen thousand dollars in towns of more than one thousand and not exceeding fifteen hundred population, and not less than twenty thousand dollars, in towns of more than fifteen hundred and not exceeding two thousand population, and not less than twenty-five thousand dollars in towns of more than two thousand inhabitants; the population in all cases to be determined by the last official census.

The full amount of capital stock named in the articles of incorporation shall be paid in cash before any bank shall be authorized to commence business, and such payment shall be certified to the superintendent of banks, under oath by the president or cashier of the bank.

SEC. 2. The persons uniting to form such a corporation shall, under their hands and seal, execute

articles of incorporation which shall specifically state:

First—The name assumed to distinguish the bank and to be used in all dealings, which name shall not be that of any other bank in the state.

Articles of incorporation to specify.

Provided that if such bank is being incorporated for the purpose of succeeding any other bank, such new bank so incorporated may assume the name of the bank which it is intended to succeed.

Second—The place where the business of discount and deposit is to be carried on.

Third—The amount of capital stock and the number of shares into which the same is divided.

Fourth—The names and places of residence of the shareholders and the number of shares held by each of them.

Fifth—The period at which said bank shall commence and terminate, which term shall not exceed thirty (30) years.

The articles of incorporation shall be acknowledged before the clerk of some court of record or notary public, and authenticated by the seal of such court or notary, and shall be recorded in the office of the register of deeds of the county where such bank may be established, and the articles thus authenticated shall be transmitted to the superintendent of banks, who shall carefully preserve the same on file in his office.

Articles to be acknowledged, recorded and filed.

Upon duly making and filing such articles of incorporation, the bank shall become as from the date of execution of the same a body corporate, and as such, and in the name designated in such articles, it shall have the power to make contracts, to sue and be sued and shall have all the powers, privileges and immunities incident to corporations and applicable to the ends of such establishment, subject to the restrictions and provisions of this act.

Date of corporation.

A copy of the articles duly certified by the register of deeds of the county, or by the superintendent of banks, may be used as evidence in all courts for or against such bank, or any person for or against whom such evidence is necessary; whether on civil or on criminal trial;

SEC. 3. Upon making and filing the articles of incorporation required by this act the bank shall become a body corporate, and as such shall have power.

Corporate powers.

First—To adopt and use a corporate seal.

Second—To have succession for the period of years named in the articles of incorporation.

Third—To make contracts.

Fourth—To sue and be sued in any court of law or equity as fully as natural persons.

Fifth—To elect or appoint directors, who shall choose from their members a president and one or more vice presidents and shall have power to appoint and employ a cashier or other officers, define their duties, require bonds from such officers and clerks, dismiss such officers so elected or appointed or any of them at pleasure, and elect or appoint others to fill their places.

Sixth—To prescribe by its board of directors by-laws not inconsistent with law, regulating the manner in which its directors and officers shall be elected or appointed, and fixing their compensation, its stockholders convened for special or regular meetings, its property transferred, its general business conducted and the privileges granted to it by law exercised and enjoyed.

Seventh—To exercise by its board of directors or duly authorized officers or agents, subject to law all such powers as shall be necessary to carry on the business of banking by discounting bills, notes and other evidences of debt, by receiving deposits, by buying and selling gold and silver bullion, foreign coin, promissory notes, mortgages and other evidences of debt, and foreign and inland bills of exchange, by loaning money on real and personal securities and by exercising all the usual and incidental powers and privileges belonging or pertaining to such business.

Provided; that no bank shall transact any business except such as is incidental and necessarily preliminary to its establishment, until it has been authorized by the superintendent of banks to commence the business of banking.

SEC 4. Whenever the articles of incorporation are filed with the superintendent of banks as provided in this act, and the bank transmitting the same files the certificate of payment of capital as provided in this act, and certified that such bank has complied with all the provisions of this act required, before the bank shall be authorized to commence business, the superintendent shall examine the condition of such bank, ascertain the amount of money paid in on account of its capital, the name and place of residence of each of its directors and the amount of capital stock of which each is the owner in good faith, and whether such bank has complied with all the provisions of this act required to entitle it to engage in the business of banking.

If upon such examination it appears to the superintendent of banks that such bank is lawfully entitled to commence the business of banking, he shall, within thirty days after the filing of the certificate of payment of capital, as provided in this act, give to such bank a certificate under his hand and official seal, that such

Limitation of
business until
authorized.

Superintendent
to ascertain
that capital is
paid.

bank has complied with all the provisions required to be complied with before commencing the business of banking and that such bank is authorized to commence such business, which certificate shall be prima facie evidence in all the courts of the state that such bank is duly and legally organized as a corporation.

Superintendent to issue certificates of authority.

The superintendent may withhold from any bank his certificate authorizing the commencement of business whenever he has reason to believe that the stockholders have formed the same for any other purpose than the legitimate objects contemplated by this act.

The bank shall cause the articles of incorporation and the official authorization of the superintendent of banks issued under this section to be published in some paper partly or wholly printed in the city or county where the bank is located, for at least four (4) successive weeks next after the issuing thereof; or if no newspaper is published in such city or county then in some newspaper published at the capital of the state.

Articles and certificate of authority to be published.

SEC. 5. The president and cashier of every bank formed pursuant to the provisions of this act, shall at all times keep a true and correct list of the names of all the shareholders of such bank, with the amount of stock held by each, the time of transfer and to whom transferred, and shall file a copy of such list in the office of the register of deeds of the county wherein such bank is located, and also in the office of the superintendent of banks, on the first day of May in each year; and the stockholders in each bank shall be individually liable in an amount equal to the amount of stock owned by them for all the debts of such bank, and for all transactions prior to such transfer, such individual liability shall continue for one year after any transfer or sale of stock by any stockholder or stockholders, and shall be over and above the stock owned by the stockholders in such corporation, and any amount paid thereon.

List of shareholders to be kept and filed.

The shares in such bank are personal property, and transferable on the books of the bank in such manner as may be agreed upon in the articles of such bank or prescribed in its by-laws; and every person becoming a stockholder therein shall, in proportion to his interest, succeed to all the rights and be subject to all the liabilities of prior share holders; no change shall be made in the articles of such bank, whereby the rights, remedies or securities of existing creditors shall be in any manner impaired; and any bank shall not be dissolved by the death or insanity of any of the shareholders therein.

Liability of shareholders.

Transfer of shares.

SEC. 6. The affairs of each bank shall be managed by a board of not less than three directors, who shall be elected by the stockholders and hold office for one

Board of directors and quorum of same.

year, and until their successors are elected and have qualified.

A majority of the board of directors shall constitute a quorum for the transaction of business:

Provided, that when the number of directors shall exceed nine, they may once in six months designate by resolution nine members, any five of whom shall constitute a quorum.

In the first instance the directors shall be named in the articles prescribed in section two (2) of this act or elected at a meeting held before the bank is authorized to commence business by the superintendent and afterwards elected at the annual meeting of the stockholders each year; and if for any cause an election is not had at that meeting, it may be held at a subsequent meeting called for that purpose, of which due notice shall be given as provided in the by-laws adopted by such bank.

Election and proxies.

At a meeting of stockholders for election of directors each share shall entitle the owner to one vote for each director, and a stockholder may vote at any meeting of the corporation by a proxy in writing signed by him.

Directors to own stock.

Every director must own and hold in his own name not less than five (5) shares of the capital stock of such bank, except that in banks having a capital of fifteen thousand dollars or less, a director must own and hold in his own name not less than three (3) shares of the capital stock of such bank,

Provided, that if the shares in any bank are less than one hundred dollars in par value, the directors shall hold shares of the value of five hundred dollars in the first instance and three hundred dollars in the second instance.

Directors to take oath.

Each director shall take and subscribe an oath that he will diligently and honestly perform his duties in such office, and will not knowingly violate or permit to be violated any provision of this act, and that he is the owner in good faith of the stock of the bank as required to qualify him for such office standing in his name on the books of the bank, the taking of such oath to be noted on the minutes of the records of the bank, and the oath filed in the bank.

Any vacancy in the board of directors shall be filled by the remaining members of the board, and the directors so appointed shall hold office until the next election.

Directors to declare dividends and create surplus fund.

Sec. 7. The board of directors of a bank may declare a dividend of so much of the profits of the bank, after providing for all expenses, losses, interest and taxes accrued or due from said bank, as they shall judge expedient; but before any such dividend is declared, not

less than one-tenth of the net profits of the bank for the preceding half year, or for such period as is covered by the dividend, shall be carried to a fund to be designated the surplus fund, until such surplus fund shall amount to twenty per cent of its capital stock, and thereafter such surplus fund shall equal twenty per cent of the capital stock of such bank, and whenever the same becomes impaired it shall be reimbursed in the manner provided for its accumulation.

SEC. 8. The board of directors of each bank shall annually appoint from its members an examining committee whose duties it shall be to examine the condition of the bank at least once every six months or oftener if required and such committee shall report to the board, giving in detail all items included in the assets of the bank which they have reason to believe are not of the value at which they appear on the books and records of the bank, and giving the value of each of such items as in their judgment they may have determined, and the board shall cause said report to be recorded in the minute books of the bank.

Directors shall appoint examining committee.

Committee shall report.

SEC. 9. No director shall directly or indirectly in any manner use the funds of the bank or any part thereof except for regular business transactions and all loans made to said directors, officers, servants and agents of the bank shall be upon the same security as required of others, and in strict conformity to the rules and regulations of the bank; and all such loans shall be made only by the board, and shall be acted upon in the absence of the party applying therefor.

Directors restricted in use of funds.

SEC. 10. Every bank shall make to the superintendent of banks not less than four reports during the year according to the form which may be prescribed by him, verified by the oath or affirmation of the president, vice president or cashier of such bank, and attested by the signature of at least two (2) of the directors. Each report shall exhibit in detail and under appropriate heads, the resources and liabilities of the bank at the close of business on any past day by him specified; and shall be transmitted to the said superintendent of banks within seven (7) days after the receipt of a request or requisition therefor from him, and in the same form in which it is made to the superintendent of banks, shall be published in a newspaper published in the place where such bank is established, or if there is no newspaper in the place then in one published nearest thereto in the same county, at the expense of the bank; and such proof of publication shall be furnished as may be required by the superintendent of banks. The superintendent of banks shall also have power to

Reports to be made.

Report published.

Special reports
may be called
for.

call for special reports from any particular bank, whenever in his judgment the same are necessary in order to obtain a full and complete knowledge of its condition. Every bank which fails to make and transmit any report required under this section shall be subject to a penalty of one hundred dollars (\$100) for each day after the periods respectively therein mentioned that it delays to make and transmit its report.

False state-
ments, entries
in books and
exhibit of false
papers felony.

SEC. 11. Every officer, agent or clerk of any bank authorized by this act, who willfully and knowingly subscribes or makes any false statement of facts or false entries in the books of such bank, or knowingly subscribes or exhibits false papers with intent to deceive any person authorized to examine as to condition of such bank or willfully or knowingly subscribes or makes false reports shall be deemed guilty of a felony and shall be subject to a imprisonment at hard labor in the state prison for such term, not less than one year nor more than ten years, as the court trying him shall designate.

Superintendent
may prescribe
books.

SEC. 12. The directors, officers and agents of banks shall when required by the superintendent of banks, open and keep such books or accounts as the superintendent may in his discretion determine and prescribe, for the purpose of keeping accurate and convenient records of the transactions and accounts of such banks, and any bank that refuses or neglects to open and keep such books or accounts so prescribed shall be subject to a penalty of ten dollars for each day it neglects and fails to open and keep such prescribed books or accounts.

Bank may not
loan on or pur-
chase its shares

SEC. 13. No bank shall make any loan or discount on the security of the shares of its own capital stock, nor be the purchaser or holder of any such shares unless such security or purchase shall be necessary to prevent loss upon a debt previously contracted in good faith; and stock so purchased or acquired shall within six (6) months from the time of its purchase be sold or disposed of at public or private sale.

Rate of Interest

SEC. 14. Such bank may demand and receive for loans on real and personal security or for notes, bills or other evidences of debt discounted or purchased, such rate of interest as may be agreed upon by the parties, not exceeding ten per cent per annum, subject, however, to such general laws regulating and fixing the rate of interest as may be passed by the legislature; and it shall be lawful to receive the interest in advance, according to the ordinary usage of banking institutions and in general to do all things and have all privileges incident to banks or corporations.

SEC. 15. The total liabilities to any such bank of any person or of any company corporation or firm for money borrowed, including in the liabilities of a company, or firm, the liabilities of the several members thereof, shall at no time exceed fifteen (15) per cent of the aggregate amount of the capital stock of such bank actually paid in, and of the permanent surplus fund of such bank *provided* that the total liability of any officer or director to such bank shall at no time exceed ten (10) per cent of the aggregate amount of the capital stock of such bank actually paid in and of the permanent surplus fund of such bank. But the discount of the following classes of paper shall not be considered as money borrowed within the meaning of this section, viz.:

Limitation of loans to borrowers and directors.

1. The discount of business or commercial paper actually owned by the person negotiating the same.

Certain loans may be enlarged.

2. The discount of bills of exchange drawn in good faith against actually existing values.

3. The discount of paper based upon the collateral security of warehouse receipts covering agricultural and manufactured products in store in elevators and warehouses under the following conditions:

First. That the actual market value of the property held in store and covered by such receipts shall at all times exceed by at least ten (10) per cent the amount loaned upon the same.

Second. That the full amount of the loans shall at all times be covered by policies of fire insurance issued by companies admitted to do business in this state, to the extent of their ability to cover such loans, and then by companies having sufficient paid up capital to be so admitted, and all such policies shall be made payable in case of loss to the bank or holder of the warehouse receipts.

Insurance on collateral security.

SEC. 16. Contracts made by any bank established under the provisions of this act, pursuant to authority of the board of directors of such bank, shall be signed by the president or cashier thereof, or such other officer as may be designated by the directors, and all actions and proceedings brought or prosecuted by and in behalf of such bank shall be brought and prosecuted in the corporate name mentioned in the articles made and filed as hereinbefore required. *Provided* that all instruments that are to be of record shall have the corporate seal of such bank affixed thereto.

Contracts how made and suits brought.

SEC. 17. Such bank may purchase, hold and convey real estate for the following purpose:

First. Such as shall be necessary for the convenient transaction of its business, including with its banking

Real estate how acquired.

office other apartments to rent as a source of income, which investment shall not exceed twenty-five per cent of its paid-in capital stock and permanent surplus. *Provided* that this provision shall not apply to any such investments made before the date when this act takes effect.

Second. Such as is mortgaged to it in good faith, by way of security for loans made or money due to such bank.

Third. Such as is conveyed to it in satisfaction of debts previously contracted in the course of its dealings.

Fourth. Such as it acquires by sale on execution or judgment of any court in its favor.

The bank shall not purchase hold or convey real estate in any other case or for any other purpose whatever. Real estate shall be conveyed only by authority of the board of directors of said bank under the seal of the bank and the hand of either its president, vice president or cashier, free from any claim thereon in favor of or against the shareholders or any person claiming under them. No real estate acquired in the cases contemplated in the second, third, and fourth subsections above shall be held for a longer time than five years unless such period shall be extended by the superintendent of banks *provided* that this provision shall only apply to real estate acquired after the date when this takes effect.

Real estate to be sold in five years.

Reserve in cash and banks.

SEC. 18. Each bank organized under the provisions of this act, shall at all times have on hand in available funds an amount equal at least to twenty (20) per centum of all its immediate liabilities. One-half of this amount of available funds may consist of balances due to the bank from good solvent banks, and one-half of such sum shall be held in reserve in cash on hand. Immediate liabilities shall include all deposits made by individual firms or corporations, or by banks, and all items in the nature of claims payable on demand; in cash on hand shall be counted specie, legal tender notes and all bills of solvent banks. Whenever the available funds of any bank shall be below twenty (20) per centum of its immediate liabilities, such bank shall not make any new loans or discounts otherwise than by discounting or purchasing bills of exchange payable at sight, nor make any dividends of its profits until the required proportion between its immediate liabilities and its available funds has been restored.

Reserve depleted shall be restored.

Capital not to be withdrawn.

SEC. 19. No bank or any stockholder thereof shall, during the time it shall continue its banking operations, withdraw or permit to be withdrawn, either in

the form of dividends or otherwise any portion of its capital. If losses have at any time been sustained by any such bank, equal to or exceeding its undivided profits then on hand, no dividend shall be made and no dividend shall ever be made by any such bank, while it continues its banking operations, to any amount greater than its profits then on hand, deducting therefrom its losses and bad debts. All debts due to any bank, on which interest is past due and unpaid for a period of twelve months, unless the same are well secured, or in process of collection, shall be considered bad debts within the meaning of this section. But nothing in this section shall prevent the reduction of the capital stock of the bank as provided by this act.

Dividends to be made from net profits.

Bad debts defined.

SEC. 20. On becoming satisfied that any bank has refused to pay its deposits in accordance with the terms on which such deposits were received (if received in accordance with the provisions of this act), or that any bank has become insolvent, or that its books and accounts are kept in a false or fraudulent manner, or that any bank has violated any of the provisions of this act, the superintendent of banks may forthwith take possession of the books, records and assets of every description of such bank, and hold the same, and said books, records and assets shall not be subject to levy or attachment during such reasonable time as may be necessary for further examination and to enable the superintendent to apply to a court of competent jurisdiction for the appointment of a receiver for such bank, and under the direction of such court, the receiver so appointed shall take possession of the books, records and assets of every description of such bank, collect all debts, dues and claims belonging to it and sell or compound all bad or doubtful debts, dues and claims belonging to it and sell or compound all bad or doubtful debts, and sell all the real or personal property of such bank on such terms as the court shall direct, and may, if necessary to pay the debts of such bank, enforce all individual liability of the stockholders, such receiver shall pay over all money so collected or received upon the order of the court and make report of his acts and proceedings when required to the superintendent of banks in such form and manner as the superintendent shall prescribe,

Superintendent to take possession and apply for a receiver.

Receiver may enforce liability of stockholders

Provided, that if upon more detailed examination the superintendent of banks finds that the condition of the bank is such that all creditors of the bank other than those represented by the stock, can be paid in full from the assets of the bank, the superintendent may in such cases relinquish possession of the assets to the proper

Bank may have assets restored.

officers of such bank and, *provided, further*, if at any stage of the proceedings the stockholders show to the court that the bank is able to pay all creditors other than those represented by the stock, if such showing is approved after due examination by the superintendent of banks, the court may order the return of the assets to the stockholders for liquidation or such other course as the stockholders may in compliance with law determine to pursue and in such case the receiver shall be discharged by order of the court.

Receiver to advertise.

SEC. 21. Upon appointment as above provided, the receiver shall cause notice to be given by advertising in such newspaper as the court shall direct once in each week, for four (4) successive weeks, calling on all persons who may have claims against such bank to present the same to said receiver and make legal proof thereof.

Unpaid capital and impaired capital to be paid in and assessment of shareholders.

SEC. 22. Every bank which shall have failed to pay up its capital stock, as required by law and every bank whose paid up capital stock shall have become impaired by losses or otherwise, shall within ninety days after receiving notice thereof from the superintendent of banks, pay the deficiency in the paid up capital stock, by assessment upon the shareholders pro rata for the amount of capital stock held by each, and if such bank shall fail to pay in such deficiency of its paid up capital stock and shall refuse to go into liquidation as provided by this act, ninety days after receiving notice from the superintendent a receiver may be appointed to close up the business of the bank, in the same manner as in the case of an insolvent bank: *Provided*, that such bank having such deficiency in its paid up capital stock, may by consent of the superintendent of banks reduce its paid up capital stock, as provided by this act, and in case of such reduction, there should still remain a deficiency in the paid up capital stock, the superintendent shall require such deficiency to be paid in before approving the reduction of its capital stock.

Capital may be reduced.

SEC. 23. Whenever any shareholder or his assignee fails to pay any assessment on the stock when the same is required by the preceding section to be paid, the directors of said association may sell the stock of such delinquent shareholder at public auction, having given three weeks previous notice thereof in a newspaper published and of general circulation in the city or county where the association is located, or if no newspaper is published in said city or county, then in a newspaper published nearest thereto, to any person who will pay the highest price therefor, such price to be not less than the amount then due thereon, with the expenses of advertisement and sale; and the excess, if

Assessment enforced.

any, shall be paid to the delinquent shareholder. If no bidder can be found who will pay for such stock the amount due thereon to the association and the cost of advertisement and sale, the amount previously paid shall be forfeited to the association, and such stock shall be sold as the directors may order, within six months from the time of such forfeiture, and if not sold it shall be cancelled and deducted from the capital stock of the association. If any such cancellation and deduction shall reduce the capital of the association below the minimum of capital required by law, the capital stock shall within thirty days from the date of such cancellation, be increased to the required amount: in default of which a receiver may be appointed, according to the provisions of this act, to close up the business of the association.

SEC. 24. A bank may amend its articles of incorporation in any manner not inconsistent with the provisions of this act, at any time, by a majority vote of its capital stock, had at a meeting duly called for that purpose. A certificate of that fact shall be executed by its officers including a majority of its directors, and filed and published as required for articles of incorporation.

Amendment of articles.

SEC. 25. Any bank organized under the provisions of this act, may, by its articles of incorporation, provide for an increase of its capital from time to time, as may be deemed expedient, subject to the limitations of this act. But no increase of capital shall be valid until the whole amount of the increase proposed is paid in cash, and such payment certified under oath by the president, vice president or cashier of such bank to the superintendent of banks, who shall give his certificate that the provisions of this section have been complied with, and specifying therein the amount of such increase of capital stock, with his approval thereof, and that it has been duly paid in as a part of the capital of such bank. Any bank formed under this act may, by a majority vote of its capital stock reduce its capital to any sum not below the amount required by this act to authorize the formation of banks; but no such reduction shall be made until the amount of the proposed reduction has been reported to the superintendent of banks and his approval in writing obtained, and no such reduction shall be construed as effecting the liability of shareholders for any debts of the bank incurred prior to such reduction.

Increase of capital and payment.

Superintendent to certify to payment.

Reduction of capital.

SEC. 26. A bank which is in good faith winding up its business for the purpose of consolidating with some other bank, may transfer its assets and liabilities to

Consolidation authorized.

the bank with which it is in process of consolidation; but no such consolidation of banks shall be made without the consent of the superintendent of banks, and when made with such consent, it shall not operate to defeat or defraud any of the creditors in the collection of their claims against said banks, or either of them.

Stockholders may vote to go into liquidation.

SEC. 27. Any bank organized under the provisions of this act may go into liquidation and be closed by a vote of its stockholders owning more than one-half of its capital. Whenever a vote is taken to go into liquidation it shall be the duty of the board of directors to cause notice of this fact to be certified, under the seal of the bank, by its president, vice president or cashier, to the superintendent of banks, and publication thereof, notifying creditors to present their claims against the bank for payment shall be made once in each week, for eight successive weeks, in a newspaper published in the city, village or county in which the bank is located, or if no newspaper is there published, then in a newspaper at the nearest county seat.

National banks may become incorporated under this act.

SEC. 28. Whenever any bank existing under the laws of the United States, is authorized to dissolve, and shall have taken the necessary steps to effect dissolution, it shall be lawful for a majority of the directors of such bank upon the authority in writing of the owners of two-thirds of its capital stock, with the approval of the superintendent of banks, to execute articles of incorporation as provided in this act, which articles, in addition to the requirements above, shall further set forth the authority derived from the stockholders of such dissolved national bank and upon filing the same as herebefore provided for the incorporation of banks, the same shall become a bank under the laws of this state. Thereupon all assets, real and personal, of said dissolved national bank shall, by act of law, be vested in and become the property of such state bank, subject to all liabilities of said national bank not liquidated under the laws of the United States before such incorporation.

This act applies to existing banks.

SEC. 29. The powers, privileges, duties and restrictions conferred and imposed upon any bank existing and doing business under the laws of this state are hereby abridged, enlarged or modified, as each particular case may require, to conform to the provisions of this act, and to such amendments as may be made thereto. But nothing in this act, shall be construed to affect the legality of investments heretofore made, or of transactions heretofore had, pursuant to any provisions of law in force when such investments were made or transactions had, and nothing herein contained shall be deemed to affect the rights or remedies of per-

sons holding circulating bank notes heretofore issued under any law of this state and remaining unredeemed.

SEC. 30. All acts and parts of acts inconsistent herewith are hereby repealed.

Repeals.

SEC. 31. This act shall take effect and be in force from and after August first, one thousand eight hundred and ninety-five.

Act takes effect

Approved April 15, 1895.

CHAPTER 146.

S. F. No. 44.

An act regulating the naming of banking and trust corporations.

Naming Banking and Trust Co.'s.

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

SECTION 1. No corporation shall hereafter be organized under any law of this state governing the creation of banking or trust companies until the name by which it is proposed such corporation shall be known has been submitted to the public examiner and been by him approved in writing.

To be submitted to public examiner.

SEC. 2. It is hereby made the duty of the public examiner to carefully compare the name of any proposed banking or trust company submitted to him, with the names of all other such institutions organized under the laws of this state, as the same shall be found in the offices of the public examiner and secretary of state. If the name proposed, will, in the opinion of the public examiner, tend to confound any existing banking or trust company with the proposed corporation, should it assume the name suggested, then he shall refuse to approve it, and other names shall be submitted until one shall meet his approval.

Examiner to compare with other names.

SEC. 3. If the public examiner believes that a name submitted may be objectionable to any existing bank or trust company, or companies, it shall be his duty to notify any such company or companies, that a corporation is proposed to be known as.....(giving name); and ask it to file with him within twenty days from that date its objections, if it has any, to the assumption of such name by the proposed corporation. If no objection is filed within such time, then the public examiner may consider that the name in question is not objectionable to any existing corporation and may approve it accordingly, if, however the name proposed is objected to by any existing corporation, then the public examiner shall not approve it.

To confer with other banks and trust companies.