

MASON'S MINNESOTA STATUTES

1927

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STATUTE COMPILATION COMMISSION FOR THE PUBLICATION OF
THE GENERAL STATUTES OF 1923

EMBRACING THE ORGANIC LAWS, THE CONSTITUTION, AND THE STAT-
UTES CONTAINED IN THE GENERAL STATUTES OF 1923, EXCEPT
THOSE WHICH HAVE BEEN REPEALED OR SUPERSEDED
BY THE SUBSEQUENT LEGISLATION OF 1925
AND 1927

AND ALSO EMBRACING LAWS OMITTED FROM THE GENERAL STATUTES
1923, AND THE LAWS OF THE 1925 AND 1927 SESSIONS OF THE
LEGISLATURE UNDER APPROPRIATE CLASSIFICATION.

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WILLIAM H. MASON,
Editor in Chief.
MARTIN S. CHANDLER,
RICHARD O. MASON,
Assistant Editors.

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turer, or closing out sale, or as a sale of any goods, wares and merchandise, damaged by smoke, fire, water, or otherwise, or in any similar form; unless such transient merchant shall file with the county auditor of the county in which the application for license is filed and issued for such purpose, an affidavit at the same time that said application is filed, showing all the facts relating to the reasons and character of such sale so to be advertised or represented, and showing that such sale is in fact as is to be advertised and represented, including a statement of the names of the persons from whom the goods, wares and merchandise so to be advertised or represented were obtained, the date of the delivery to the person applying for the license, and the place from which said goods, wares and merchandise were last taken, and all details necessary to exactly locate and fully itemize all goods, wares and merchandise to be sold. If such affidavit shall fail to show that such sale is of the character as the same is intended to be advertised or represented as shown in such affidavit, and fails to disclose the facts as herein required, then such auditor shall refuse such applicant a license for such sale. Should license be issued to such applicant then such license shall state that such person is authorized and licensed to sell such goods, wares and merchandise, and advertise and represent and hold forth the same as being sold as such insurance, bankrupt, insolvent, assignee, trustee, testator, executor, administrator, receiver, syndicate, wholesale or manufacturer, or closing out sale, or as a sale of any goods, wares and merchandise, damaged by smoke, fire, water, or otherwise, or in any similar manner present other fact as shown in such affidavit. Such affidavit shall be sworn to before a person authorized to administer oaths by such person so applying for such license, or if a partnership, by a member of such partnership, or if a corporation, by one of the officers of such corporation. Every person making a false statement of any fact in such affidavit shall be deemed guilty of perjury, and shall be punished for such offense as is provided by the criminal code of this state. ('11 c. 39 § 3) [6100]

7340. Transient merchant defined—The words "transient merchant" as herein used, shall include all persons, individuals, co-partners and corporations both as principal and agent, who engage in, do or transact any temporary and transient business in this state, either in one locality, or in traveling from place to place in this state, selling goods, wares and merchandise, and who for the purpose of carrying on such business, hire, lease, occupy or use a building, struc-

ture, vacant lot or railroad car for the exhibition and sale of such goods, wares and merchandise. ('11 c. 39 § 4, amended '13 c. 504 § 1) [6101]

7341. Evidence—Provided further, that whenever it appears that any such stock of goods, wares and merchandise has been brought into any county in this state by a person not a resident therein, and that it is claimed that such stock is to be closed out at reduced prices, such facts shall be prima facie evidence that the person, co-partnership or corporation so offering such goods for sale, is a transient merchant as defined in this act. ('11 c. 39 § 5) [6102]

7342. Not applicable to certain sales—The provisions of this act shall not apply to sales made to dealers by commercial travelers or selling agents in the usual course of business, nor to bona fide sales of goods, wares and merchandise, by sample, for future delivery, or to hawkers on the street, or to peddlers from vehicles, baskets or packs carried on their backs, or to sheriffs, constables or other public officers selling goods, wares and merchandise according to law; nor to bona fide assignees or receivers appointed in this state selling goods, wares and merchandise for the benefit of creditors, nor to any person who may sell or peddle the products of the farm or garden occupied and cultivated by him. ('11 c. 39 § 6) [6103]

7343. Right of municipalities, etc., to regulate—Nothing in this act contained shall be construed as prohibiting or in any way limiting or interfering with the right of any city, village or other municipal corporation or governmental subdivision of the state, to regulate or license the carrying on within such municipality the business of a transient merchant as in this act defined, in any case where authority has been or shall hereafter be conferred upon it so to do, but the requirements of this act shall be in addition thereto. ('11 c. 39 § 7) [6104]

7344. Disposition of fees—All license fees collected under this act shall be paid into the general revenue fund of the county. ('11 c. 39 § 8) [6105]

7345. Violation a gross misdemeanor—Every person, either as principal or agent, who shall in any manner engage in, do, or transact any business as a transient merchant, without having first obtained a license as before provided, or who shall conduct any sale, or who shall sell or expose for sale any goods, wares and merchandise contrary to the provisions of this act, or who shall advertise, represent, or hold forth any sale of goods, wares and merchandise, to be conducted contrary to the provisions of this act, shall be guilty of a gross misdemeanor. ('11 c. 39 § 9) [6106]

CHAPTER 56B

TRADE NAMES

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7346. Commercial business—Trade and individual names—Certificate—No person or persons shall hereafter carry on or conduct or transact a commercial

business in this state under any designation, name or style, which does not set forth the full individual name or names of every person interested in such business unless such person or persons shall file in the office of the clerk of the district court of the county or counties, in which said person, or persons, conduct or transact, or intend to conduct or transact such business, a certificate, setting forth the name under which said business is conducted or transacted, or is to be conducted or transacted and the true or real full name,

or names, of the person or persons conducting or transacting the same, with the postoffice address or addresses of such person or persons. Said certificate shall be executed and duly acknowledged by one of the persons conducting, or intending to conduct said business. ('11 c. 271 § 1) [6107]

129-472, 152+885.
Trade name involved in interstate commerce is not subject to these statutes (133-240, 153+239).

7347. Certificate to be filed—Persons now conducting any such business under any such designation, name or style, as referred to in sub-division one, shall file such certificate as hereintofore prescribed within ninety (90) days after this act shall take effect, and persons hereafter conducting or transacting business as aforesaid shall, before commencing such business, file such certificate in the manner hereinbefore prescribed. ('11 c. 271 § 2) [6108]

7348. New certificate on change of ownership—Continuing liability—On every change in ownership of every such business as is described in sub-division one hereof, a new certificate must be filed with the clerk of said district court, either by one of the retiring or incoming owners of said business, setting forth the full individual name or names, together with the post-office address or addresses of the new owners thereof. Until the filing of such new certificate, the person or persons whose names appear as owners upon the certificate heretofore filed, shall continue liable to all persons who extend credit to said business, except only in the case of creditors who have actual notice or knowledge of such change of ownership. ('11 c. 271 § 3) [6109]

7349. Duty of clerks of court—Fees—Evidence—The several clerks of the district courts of this state shall keep an alphabetical list of all persons filing cer-

tificates provided for herein, and for the indexing and filing of such certificates, they shall receive a fee of twenty-five (25) cents. A copy of such certificate, duly certified to by the clerk of the district court in whose office the same shall be filed, shall be presumptive evidence in all courts of law in this state of the facts therein contained. ('11 c. 271 § 4) [6110]

7350. Not applicable to corporations or certain partnerships—This act shall not apply to corporations, domestic or foreign, nor to co-partnerships in which one of the individual names of all of the members thereof appear in the co-partnership name of designation. ('11 c. 271 § 5) [6111]

7351. Violation a misdemeanor—Any person or persons carrying on or conducting or transacting a business as aforesaid, who shall fail to comply with the provisions of this act, shall be guilty of a misdemeanor. ('11 c. 271 § 6) [6112]

7352. Pleading failure to file certificate—Costs—If any person or persons conducting a business contrary to the terms of this act shall, prior to the filing of the certificate herein prescribed, commence a civil action in any court of this state on account of any contract made by or transaction had on behalf of said business, the defendant may plead such failure in abatement of the action; on all proceedings had in said action shall thereupon be stayed until the certificate provided for by this act is duly filed, and the defendant in case he prevails in said action, shall also be entitled to tax five dollars (\$5.00) costs in addition to such other statutory costs as are now allowed by law, and in case he does not prevail in said action, shall be entitled to deduct said five dollars (\$5.00) from the judgment otherwise recoverable therein. ('11 c. 271 § 7) [6113]
133-240, 153+239.

CHAPTER 57

LIMITED PARTNERSHIP

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7353. Limited partnership defined—A limited partnership is a partnership formed by two or more persons under the provisions of section 2, having as members one or more general partners and one or more limited partners. The limited partners as such shall not be bound by the obligations of the partnership. ('19 c. 498 § 1)

7354. Formation—1. Two or more persons desiring to form a limited partnership shall:

- (a) Sign and swear to a certificate, which shall state—
 - I. The name of the partnership.
 - II. The character of the business.
 - III. The location of the principal place of business.
 - IV. The name and place of residence of each member; general and limited partners being respectively designated.
 - V. The term for which the partnership is to exist.
 - VI. The amount of cash and a description of and the agreed value of the other property contributed by each limited partner.
 - VII. The additional contributions, if any, agreed to be made by each limited partner and the times at which or events on the happening of which they shall be made.