1926 PL 155:10

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CHAPTER 155
GENERAL PARTNERSHIPS

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Registration of Partnerships

1. Certificate. Every sole proprietor doing business in this state under any name other than his own, and every partnership or association doing business in this state, shall file in the office of the secretary of state a certificate signed and sworn to by such sole proprietor or by the members of such partnership or association, stating the name under which such business is to be carried on, the place of such business, a brief description of the kind of business to be carried on, and the individual name or names and addresses of such sole proprietor or the members of such partnership or association.

G. S. 106:1. G. L. 117:1. P. S. 121:1. 1919, 57:1.

2. Withdrawal of Partner. Whenever any member of such partnership or association withdraws therefrom the remaining members of such partnership or association shall, and the withdrawing member may, within ten days thereof file in the office of said secretary a certificate signed and sworn to by the remaining members, setting forth the fact of such withdrawal, together with the date thereof.
1919, 57:2.

3. ——, Evidence. Until the certificate of the person withdrawing, or that of the remaining members of the partnership or association, is filed, such failure to file shall be *prima facie* evidence of a continuation of said partnership or association.
1919, 57:2.

4. Discontinuance. If any person, partnership or association to whom the provisions of this subdivision apply shall cease to do business a certificate setting forth such fact, and the date of such discontinuance, shall be filed with the said secretary within thirty days subsequent thereto. Such certificate shall be signed and sworn to by the members of such partnership or association, or by any sole proprietor, or by his or their executors or administrators.
1919, 57:3.

5. Record; Fees; Blanks. The secretary of state shall keep a suitable file or record of such certificates, and the filing fee for each certificate shall be one dollar. He shall prepare blanks for such certificates, and shall, on request, furnish such blanks to persons, partnerships or associations, subject to the provisions of this subdivision.
1919, 57:4.

6. Failure to File. Whenever the secretary of state shall have reason to believe that a person, partnership or association has not filed a certificate in accordance with the provisions of this subdivision he shall forthwith send to such person, partnership or association a blank certificate, and shall demand that filing be made. If no reply thereto be received within fifteen days thereafter he shall mail a second request, so marked, and if no reply be received or registration made within thirty days thereafter he shall certify the facts to the attorney-general.
1921, 98:2.

7. Limitation. This subdivision shall not apply to any partnership which has complied with the provisions of chapter 156, nor to any firm, partnership, joint stock company or association the business of which is conducted by trustees under a written instrument or declaration of trust; provided, that the names of such trustees shall be filed as provided in section 1.
1919, 57:5.

8. Penalty. Whoever fails to comply with the provisions of this subdivision shall be fined not more than one hundred dollars.
1919, 57:6.

9. Nonjoinder as Defendant. No action commenced against any such person, partnership or association or any member thereof, upon any cause of action growing out of their affairs, transactions or business, shall be abated, nor shall any attachment made upon the writ in

such action be affected, by reason of the nonjoinder of any member of such partnership or association, or individual, who has not been included in such certificate.

G. S. 106:2. G. L. 117:2. P. S. 121:2. 1919, 57:6. lxiii, 361.

10. Trade Name. Upon receipt of any certificate of a person, partnership or association under this subdivision, the secretary of state shall at once compare the trade or firm name thus presented with such as shall have been previously registered from the city or town in which the new registrant is located. If it is the same as the name or names under which any person, partnership or association has previously registered and is actively engaged in business in the same town or city, the secretary shall decline to permit such registration, and shall require said person, partnership or association to adopt and register some other trade or partnership name or business sty[illegible]

P. L. Ch. 155, s. 10
1931 Ch. 68

1921, 98:4.

Surviving Partners

11. Inventory. In case of the death of any member of a partnership the surviving partner shall, within one month thereafter, return to the probate office in the county in which administration on the estate of such deceased member is granted, under oath, a true inventory of all the estate, together with a correct schedule of all debts and demands due the partnership.

1860, 2345:1. G. S. 106:3. G. L. 117:3. P. S. 121:3. lii, 345.

12. Appraisal. The personal property returned in the inventory shall, upon the application of the administrator or executor, be appraised, and a correct schedule of the debts and demands shall be made, by three suitable persons, to be appointed by the judge of probate, in the same county where administration is granted as aforesaid, and sworn.

1860, 2345:2. G. S. 106:4. G. L. 117:4. P. S. 121:4.

13. Bond. The surviving partner shall, at the time of returning the schedule, when requested by the administrator or executor of the deceased person, give a bond to the judge of probate, with sufficient sureties, in such sum as the judge shall order, conditioned to account and pay to the administrator of the deceased person such share of the partnership property as may of right belong to his estate after payment of the debts of the partnership and the necessary expense of adjusting the same.

1860, 2345:3. G. S. 106:5. G. L. 117:5. P. S. 121:5.

14. ——, Neglect to Give. If the bond is not given within sixty days after request by the administrator of the deceased partner the administrator, on giving a like bond, shall cause the inventory to be made, and shall thereafter have the entire control of the partnership property, and shall have the same authority in relation to it that he has to the estate of the deceased; but he shall keep a distinct account of all partnership affairs.

1860, 2345:4. G. S. 106:6. G. L. 117:6. P. S. 121:6.

15. Examinations. Any person suspected and complained of, by any partner, administrator, executor, heir or creditor, to have concealed, embezzled or conveyed away any personal estate of the part-