

Foreign Corporations, Statement of. Statement, Foreign Corporations. Attestation, Statement Foreign Corporation.

Where a statement of a Foreign Corporation complies with the provisions of Section 4413 of the Revised Codes and is sworn to by the President and Secretary of such corporation, and it further appears therein that said parties constitute a majority of the Board of Trustees, such statement is sufficiently attested to meet the requirements of said Section 4413.

Helena, Mont., Dec. 7, 1908.

Hon. A. N. Yoder, Secretary of State, Helena, Mont.

Dear Sir:

I am in receipt of your favor of the 7th inst., requesting a written opinion from this office as to the sufficiency of the statement made to you by the American Light and Water Company, a foreign corporation, which statement you transmit with your letter for inspection. The statement is an attempted compliance with the provisions of Section 4413 of the Revised Codes, and seems to contain in its body all that is required by that section, and the statement so made is sworn to by Henry C. Ulen, Jr., and C. M. Bounell, but there is no specific attestation by a majority of the Board of Trustees. Attached to the statement, however, is a certified copy of a resolution of the corporation, adopted by all of the Board of Trustees, which contains a copy of that portion of the statement relating to the status of the company and what they consist of; also a statement of the liabilities of the company, which statements are verbatim copies of that portion of the statement relating to such matters. It appears from the articles of incorporation that the number of trustees in this corporation is three. It appears from the certified copy of the resolutions attached to the statement, and accompanying the statement as a part thereof, that the names of the trustees on the 30th day of November, 1908, when the statement was made, were Edward C. Dunmeyer, C. M. Bounell, and Henry C. Ulen, Jr., and that Ulen, Jr., was president of the corporation and Bounell, secretary thereof, on that date. The statement proper, submitted, is subscribed and sworn to by said Ulen and Bounell, and it affirmatively appears from the articles of incorporation and from the resolution attached to the statement and submitted therewith, that the president and secretary of the company signed and swore to the statement were, in fact, a majority of the Board of Trustees, and while these parties did not again attest the statement, designating themselves as a majority of the Board of Trustees, yet it appears that the statement is, in fact, signed by a majority and is attested by such majority by being sworn to. Attest merely means "to bear witness to;" to affirm; to be true or genuine." All this was accomplished when the parties took their oath that the facts set forth in the statement were true.

"The law disregards trifles." Section 6201, Revised Codes.

"The law respects form less than substance." Sec. 6196,

Revised Codes.

While this statement is not technically correct, yet we think it is a substantial and sufficient compliance with the provisions of Section 4413 of the Revised Codes.

Very respectfully yours,

ALBERT J. GALEN,  
Attorney General.