

**Credit Unions—Incorporation—Articles of Incorporation  
—Filing—Chapter 105, Laws 1929.**

Articles of incorporation of credit unions formed under the provisions of chapter 105, laws of 1929 should be filed with the county clerk and recorder of the county wherein the corporation maintains its principal place of business, and a certified copy filed with the secretary of state.

Mr. W. E. Harmon,  
Secretary of State,  
Helena, Montana.

March 22, 1932.

My dear Mr. Harmon:

You have submitted to me the articles of incorporation of the St. Francis Parish Credit Union, organized under the provisions of chapter

105, laws of 1929, and desire to be advised as to whether you should file the original articles in your office or require the same to be filed with the county clerk and recorder of the county where the principal place of business is located and a certified copy filed in your office as provided by the general corporation laws.

Section 2 of said act provides in part as follows:

“Whenever any number of persons not less than five (5) shall desire to incorporate a credit union association having for its object the conduct and operation of such an association as defined in this act they shall prepare and file articles of incorporation to that effect in the manner in this act specified;  
\* \* \*”

The act is silent in so far as providing any manner in which such articles of incorporation shall be filed, the only reference to the filing of the same being that contained in section 27 thereof, as follows:

“The secretary of state shall charge a flat fee of Five Dollars (\$5.00) for filing and recording the articles of incorporation of credit unions, which fee shall be in lieu of other filing fees.”

We do find, however, that upon the dissolution of such corporation that section 24 of said act provides that the certificate of dissolution issued by the state bank examiner be filed with the county clerk of the county in which the credit union is located.

This act is ambiguous, to say the least, and affords a perfect example of ill-prepared and careless legislation. While in the absence of any requirement in the act as to the manner of filing, the filing of the original articles of incorporation with the secretary of state would probably be sufficient, yet it is my opinion that in view of the fact that a certificate of dissolution is required to be filed with the county clerk, that the better practice would be for corporations formed under this special act to comply with the general corporation laws and file their articles with the county clerk and recorder of the county in which they maintain the principal place of business, and a certified copy thereof with the secretary of state.

Very truly yours,

L. A. FOOT,  
Attorney General.