

Opinion No. 194.**Corporations—Articles of Incorporation, Filing Certified Copy in County—Counties—County Clerk and Recorder.**

HELD: R. C. M. 5909 does not require the filing of a certified copy of articles of incorporation in counties where the corporation does not hold or purchase real estate even though it may purchase or own chattels in such county.

October 31, 1935.
Resettlement Administration
Bozeman, Montana

You have requested of this office an opinion relative to the requirements of a corporation filing a copy of its articles of incorporation in counties where such corporation is purchasing chattels. The pertinent part of your request reads as follows:

“We would appreciate a ruling from your office relative to a domestic corporation filing its articles of incorporation in the counties in the State in which it is transacting business.

“Section 5909 of the Revised Codes of Montana for 1921 specifies that where corporations purchase real estate, they must file their articles of incorporation; however, since the Montana Rural Rehabilitation Corporation is purchasing chattels in large quantities in the various counties, we would appreciate knowing whether the statute provides any additional requirements than those specified in Section 5909.”

First let us call to your attention that the Resettlement Administration is not such an agency that permits this office to give you an official opinion. However, in view of the work you are undertaking in this state, I will give you my personal view of the question you ask.

In your request you refer to Section 5909, R. C. M. 1921. This section of the code has been amended by Chapter 114, Laws of Montana, 1929.

Section 5909, prior to its amendment, required corporations that purchased, located or held property, in

any county in the State of Montana, to file a certified copy of its articles of incorporation in such county. In your request you state that this section required the filing of a certified copy of the articles of incorporation in counties where a corporation purchases real estate. We wish to point out that Section 5909 does not refer to **real estate**, but to the generic term **property**.

Chapter 114, *supra*, in amending Section 5909, R. C. M. 1921, among other things requires a corporation to file a certified copy of its articles of incorporation in a county in this state where it purchases or holds real estate. You will note that this change, by this amendment, limits this requirement to counties where **real estate** is held or purchased, instead of counties where property generally is purchased, located or held.

With this amendment in mind, it is my opinion that the legislature intended to require only those corporations which purchased or held real estate in counties of this state, to file their certified copy of articles of incorporation in such counties, and not to require the filing of such certified copies of articles of incorporation where corporations do not hold or purchase real estate, but do own or purchase chattels.