

HOUSE.....No. 43.

Commonwealth of Massachusetts.

In the Year One Thousand Eight Hundred and Thirty-Eight.

AN ACT

Concerning the Ownership of Shares in Corporations.

BE *it enacted by the Senate and House of Representatives, in General Court assembled, and by the authority of the same, as follows :*

1 SEC. 1. No persons holding stock in any corpora-
2 tion, as executors, administrators, guardians or trustees,
3 shall be personally subject to any liabilities as stock-
4 holders of such corporation ; but the estates and funds
5 in the hands of such executors, administrators, guardi-
6 ans and trustees, shall be liable in their hands in like
7 manner, and to the same extent as the deceased testa-

8 tor or intestate, or the ward or person interested in
9 such trust fund would have been, if they had respect-
10 ively been living and competent to act, and had held
11 the same stock in their own names: *provided, always,*
12 that this act shall not be construed to affect or impair
13 any right heretofore acquired by any person against a
14 holder of stock in any corporation by force of the laws
15 of this Commonwealth, but all existing liabilities of
16 such stockholders under any preceding act, shall be
17 adjudged and determined upon as if this act had not
18 been passed.

1 SEC. 2. Every such executor, administrator, guar-
2 dian and trustee, shall represent the shares or stock
3 in his hands at all meetings of the corporation, and
4 may vote as a stockholder.

1 SEC. 3. In all transfers of stock in any corporation
2 hereafter made as collateral security, the debt or duty
3 which such transfer is intended to secure, shall be sub-
4 stantially described in the deed or instrument of
5 transfer; and any certificate of stock which shall be
6 issued to any pledgee or holder of such collateral secu-
7 rity, shall express, on the face of it, that the same
8 is so holden; and the name of the pledger shall be
9 stated therein.

1 SEC. 4. It shall be the duty of the treasurer or
2 cashier, or of any other officer who has the lawful cus-
3 tody of the records of transfers of shares in any cor-
4 poration, upon the written request of a creditor of the
5 general owner of any stock pledged or transferred
6 as aforesaid, to exhibit to him the record of such trans-
7 fer; and in case of refusal, and of any loss to such
8 creditor by reason thereof, such corporation shall be
9 liable to said creditor for the amount of such loss.