

Acts of the General Assembly of Her Majesty's Province of New-Brunswick passed in the year 1858. Fredericton, NB: John Simpson, Printer to the Queen's Most Excellent Majesty, 1858.

21 Victoria – Chapter 19

An Act relating to Co-Partnerships. Passed 6th April 1858.

Section.

1. Certificate of names of existing Co-Partnerships, with names and residences of members, to be made.
2. Similar certificate of future Co-Partnerships before commencing business
3. Proof and acknowledgment of signatures and registry of certificates.
4. Certificate in case of dissolution or change.
5. Registrars of Deeds to file and record certificates.

Section.

6. Certificates to be published in Royal Gazette.
7. Penalty for omission to file, &c.
8. Recovery and application of penalties.
9. Act not to prejudice rights of third parties.
10. Certificates of dissolution, &c. to involve same penalties as original certificates.
11. Copy from Registry to be *prima facie* evidence.

Whereas it would promote and secure greater confidence in dealings with Co-Partnerships, and greatly facilitate the recovery of debts, if the names of the different persons composing the firms were at all times accessible;—

Be it therefore enacted by the Lieutenant Governor, Legislative Council, and Assembly, as follows:—

1. That all persons now carrying on business together in Co-Partnership in this Province as general partners, do and shall within six months after the passing of this Act severally make and sign a certificate, which certificate shall contain the name or firm of the Co-Partnership, and the names and respective places of residence of the different partners.
2. That in all general Co-Partnerships hereafter to be formed, or that shall at any time carry on business in this Province, the different members thereof do and shall previous to entering upon the joint business, or to establishing the same in this Province, severally make and sign a certificate containing the same particulars as mentioned in the first Section of this Act.
3. That the signatures to all certificates made and signed under the provisions of this Act, shall be acknowledged or proved in the same manner and before the same persons as deeds or conveyances are required to be acknowledged by the Acts of Assembly now in force in this Province regulating the registry of conveyances relating to lands; and all such certificates being so made, signed, and acknowledged, shall be forthwith filed in the office of the Registrar of Deeds for the respective County or Counties where the Co-Partnership business is carried on.

4. That on the occasion of a dissolution, or any change or changes in any Co-Partnership, a certificate shall be made and signed by the retiring, incoming, and other partner or partners, which certificate shall state the name of the retiring partner or partners, and the names and respective places of residence of the incoming partners, and which certificate shall be forthwith acknowledged and filed as hereinbefore mentioned.

5. That the several Registrars of Deeds in and for the different Counties in this Province are hereby required to receive and file all certificates produced to them, and duly acknowledged or proved according to the provisions of this Act, and that each Registrar of Deeds respectively shall keep a Book in which he shall enter the different Co-Partnership names or styles, and the names of the different members composing each Co-Partnership; and for filing and entering each certificate he shall be entitled to receive and take a fee of one shilling and three pence, and that such Book shall at all times be open to inspection on payment of a fee of one shilling for each inspection.

6. That a copy of all such certificates shall, as soon as the same are filed, be published in the Royal Gazette for two consecutive weeks next following the filing thereof.

7. That any person or persons engaged or hereafter to be engaged in business as general partners in this Province, neglecting or refusing to make, sign, acknowledge, file or publish such certificate as aforesaid, shall forfeit and pay the sum of fifteen pounds, and shall also forfeit and pay the farther sum of two pounds ten shillings per day for each and every day that such person shall so neglect or refuse after notice so to do from any creditor or creditors of such firm, or from any person or persons having dealings or transactions therewith.

8. That the penalties imposed in and by the last Section shall and may be recovered by action of debt, to be brought in the name of the Clerk of the Peace in and for the County in which such certificate should be filed, against the Co-Partnership by its joint style, name or firm, and that in any such action judgment may be signed against such Co-Partnership by its joint name, style, or firm, and execution issued thereupon against the persons or goods, chattels, lands and tenements of the firm; which executions may be levied respectively upon the bodies of such members thereof as are known, or upon their property; and all penalties recovered under this Act shall be paid to the County Treasurer of the County, for the uses and purposes of the said County where such certificate should have been filed.

9. Provided always, that nothing herein contained shall be construed or held as in any way to prejudice or affect the rights of third parties against any Co-Partnership, or to limit or restrain the liability of the different members thereof.

10. In case of dissolution, addition, or alteration in the name of the firm, or of the parties composing any Co-Partnership, whose certificate has been filed in accordance with this Act, it shall be imperative that a certificate of such dissolution, addition, or alteration, shall be within thirty days after such dissolution, addition, or alteration, be (without any notice required to be given to the said parties or any of them,) filed, registered, and published as hereinbefore set forth for the

filing of certificate of Co-Partnerships, and subject to the same penalties and forfeitures as for non-compliance with the filing of the original certificate in this Act set forth.

11. When a party may be desirous of giving evidence in any suit in a Court of Law or Equity a certificate which may have been duly registered, and be relevant to the matter in question, he may produce in evidence a copy of the registry of such certificate, certified by the Registrar of the County where the same is registered, which copy shall be prima facie evidence of the fact; provided always, that nothing herein contained shall prevent the parties from proving the Partnership in the usual way.