

and food commissioner shall collect from such applicant for each license the sum of one dollar, which shall be paid into the state treasury. A separate license shall be required for each creamery. Such license shall permit the operation of a creamery and the manufacture of butter only at the place designated therein.

Sec. 2. **Violation a misdemeanor.**—Any person who shall violate any of the provisions of this act shall be deemed guilty of a misdemeanor and upon conviction shall be punished by a fine of not less than \$25 or by imprisonment for not less than thirty days and for each subsequent offense by a fine of not less than \$50 or by imprisonment for not less than sixty days.

Sec. 3. **Penalties.**—Whenever any person shall have been convicted of the violation of any of the provisions of this act or of any provision of the Minnesota dairy and food laws, or of any provision of any other law of this state relating to the manufacture or sale of butter or the operation of creameries, or of any provision of any rule or regulation of the dairy and food commissioner made and promulgated under the provisions of law, his license may be suspended for a time stated in the order of suspension, or may be revoked or cancelled by the dairy and food commissioner, upon ten days' written notice and opportunity to be heard, but upon conviction of any second or subsequent offense referred to in Section 3 hereof, it shall be the duty of the commissioner to revoke and cancel such license with or without notice of hearing, in his discretion, and in such case said commissioner shall not issue another license for the operation of such creamery for a term of one year from the date of such cancellation or revocation.

Sec. 4. **Dairy and Food Commission to enforce acts.**—The dairy and food commissioner shall enforce the provisions of this act.

Sec. 5. **Prosecuting officers to bring action.**—It shall be the duty of every prosecuting officer to whom the commissioner shall report any violation of this act, to cause appropriate proceedings to be instituted and prosecuted in the proper courts without delay for enforcement of the penalties as in such case herein provided.

Sec. 6. **Effective June 30, 1925.**—This act shall take effect and be in force from and after June 30, 1925.

Approved April 20, 1925.

CHAPTER 272—S. F. No. 102.

(Secs. 8026-8027, G. S. 1923.)

An act to amend Sections 6646, and 6647, General Statutes of 1913, relating to liability of stockholders in corporations and procedure for assessment and in actions therefor.

Be it enacted by the Legislature of the State of Minnesota :

Section 1. Liability of stockholders of corporation—limitations.—Section 6646 is hereby amended so as to read as follows :

Sec. 6646. Upon such hearing, after proof of due service of notice, the court shall receive and consider such evidence by affidavit or otherwise as may be presented by the receiver, or by any creditor, officer, or stockholder, appearing in person or by attorney, *but such evidence shall be the best available under the circumstances of each case*, upon the following points :

1. The nature and probable extent of the indebtedness of the corporation ;
2. The probable expense of the receivership ;
3. The probable amount of available assets ;
4. The parties liable as stockholders, the nature and extent of the liability of each, and their probable solvency or responsibility.

If it appears that the available assets, or such amount as may be realized therefrom within a reasonable time, will be insufficient to pay such expenses and indebtedness in full and without delay, the court shall order a ratable assessment upon all parties liable as stockholders, or upon account of any stock of such corporation, for such amount, proportion, or percentage of such liability upon or on account of each share of such stock as it shall deem proper, considering the probable solvency and responsibility of the stockholders and the probable expense of collecting such assessment, and shall direct payment of the amount so assessed against each share of such stock to the assignee or receiver, within the time specified in such order. *That no assessment shall be made against any stockholder for any liability of any corporation incurred outside of the scope of the powers of such corporation, or of the officers thereof incurring the same, unless such stockholder shall have been found by the court to have consented thereto.*

Sec. 2. Collection of assessments—defenses.—Section 6647 is hereby amended so as to read as follows :

Section 6647. Such order shall authorize and direct the assignee or receiver to collect the amount so assessed, and, on failure of any one liable to such assessment to pay the same within the time prescribed, to prosecute an action against him, whether resident or non-resident, and wherever found. Such order shall be conclusive as to all matters relating to the amount, propriety, and necessity of the assessment, against all parties therein adjudged liable upon, or on account of, any stock or shares of such corporation, whether appearing or being represented at the hearing or not, or having notice thereof or not, *except that the defense of ultra vires set forth in Section 6646 may be interposed by any stockholder in any suit for any such assessment and if maintained shall diminish the liability of such stockholder in the proportion that the liabilities determined*

to be ultra vires shall bear to the total liabilities of such corporation.

Sec. 3. This act shall take effect and be in force from and after its passage.

Approved April 20, 1925.

CHAPTER 273—S. F. No. 128.

(Sec. 8025, G. S. 1923.)

An act to amend Section 6645, General Statutes of 1913, relating to notice of hearing on petition to determine liability of stockholders and directors of corporations.

Be it enacted by the Legislature of the State of Minnesota :

Section 1. **Hearing on petition to determine liability.**—Section 6645, General Statutes of 1913, is hereby amended so as to read as follows:

Section 6645. Whenever it shall be made to appear by the petition of a receiver or assignee of a corporation, or of any creditor thereof whose claim has been filed, that any constitutional, statutory, or other liability of stockholders or directors or both exists, and that it is necessary to resort to the same, the court shall appoint a time for hearing, not less than thirty nor more than sixty days thereafter, and order such notice thereof *to be served on each person against whom such liability is claimed in the same manner a summons is served in a civil action, and said notice shall also be published as the Court shall order.* That such notice shall specify in a general way the nature of the liability claimed in the petition and the amount thereof against the person upon whom it is so served. Whenever the receiver is not the petitioner, personal notice shall be given to him.

Sec. 2. This act shall take effect and be in force from and after its passage.

Approved April 20, 1925.

CHAPTER 274—S. F. No. 224.

An act to amend Section 8490, General Statutes 1923, relating to liens for labor and material for improvement of real estate.

Be it enacted by the Legislature of the State of Minnesota :

Section 1. **Liens for labor and material for improvement on real estate.**—That Section 8490, General Statutes 1923, be and the same is hereby amended so as to read as follows:

Sec. 8490. Whoever contributes to the improvement of real