WEST VIRGINIA LEGISLATURE
REGULAR SESSION, 1951

ENROLLED

SENATE BILL NO. 199

(By Mr. )

PASSED March 3, 1951

In Effect
ENROLLED

Senate Bill No. 199
(By Mr. Love)

[Passed March 3, 1951; in effect from passage.]

AN ACT to amend and reenact section seventy-nine, article one, chapter thirty-one of the code of West Virginia, one thousand nine hundred thirty-one, as amended, relating to the conditions for doing business in this state by foreign corporations.

Be it enacted by the Legislature of West Virginia:

That section seventy-nine, article one, chapter thirty-one of the code of West Virginia, one thousand nine hundred thirty-one, as amended, be amended and reenacted to read as follows:

Section 79. Foreign Corporations; Conditions for Doing Business in this State.—Any corporation duly incorporated by the laws of any other state or territory of the United States, the District of Columbia, or of any foreign
country, may, unless it be otherwise expressly provided, hold property and transact business in this state, upon complying with the provisions of this section and not otherwise. Such corporations so complying shall have the rights, powers and privileges, and be subject to the same regulations, restrictions and liabilities conferred and imposed on corporations chartered under the laws of this state. Every such corporation shall file with the secretary of state a copy of its articles of association or certificate of incorporation, with all amendments thereto, certified either by the secretary of state of the state of incorporation or the president or vice president of the corporation. The secretary of state shall thereupon issue to such corporation a certificate of the fact of its having done so, which certificate, together with a copy of its articles of association or certificate of incorporation and all prior and subsequent amendments shall be recorded in the office of the clerk of the county court of the county, or one of the counties, in which its business is to be conducted. A copy of every other amendment, certified as hereinabove provided, made to such articles of agreement or
certificate of incorporation and becoming effective subsequent to the filing of such articles of association or certificate of incorporation in the office of the secretary of state of this state shall also be filed with the secretary of state of this state who shall issue to such corporation a certificate showing the filing of such amendment and collect a fee of five dollars for such certificate.

Every railroad corporation now or hereafter engaged in business in this state under the provisions of this section, or under a charter granted by laws passed by state of Virginia before the formation of this state, or of this state, is hereby declared to be, as to its works, property, operations, acts and business in this state, a domestic corporation, and shall be so held and treated in all suits and legal proceedings which may be commenced or carried on by or against any such railroad corporation, as well as in all other matters relating to corporations, except as to the right to sue in, or remove actions into, the courts of the United States, but such corporation shall not be required to file a copy of its charter or any writ-
ing with the secretary of state as provided in this sec-
tion.

No corporation chartered under the laws of any other
state or jurisdiction shall hold any property or transact
any business or bring or maintain any action, suit or
proceeding in this state without having complied with
the requirements hereinbefore stated, and, in addition
thereto, having filed in the office of the secretary of state
a writing duly executed under its corporate seal, ac-
cepting the provisions of this section and agreeing to be
governed thereby and by the laws of this state with
respect to corporations chartered under the laws of this
state for similar purposes; and its failure so to do may
be pleaded in abatement of any action, suit or proceed-
ing instituted by it; but nothing herein contained shall
be construed to lessen the liability of any corporation
which may not have complied with the requirements
of this section upon any contract or for any wrong. No
such corporation shall hold any property or transact
any business, or bring or maintain any action, suit or
proceeding in this state, where the cause of action arises
out of the holding of property or doing business therein,
without first complying with the provisions hereof.
Every corporation which shall hold property or do busi-
ness in this state without having complied with the pro-
visions of this section shall be guilty of a misdemeanor,
and, upon conviction thereof, shall be fined not less than
five hundred nor more than one thousand dollars for
each month its failure so to comply shall continue, and
prosecutions hereunder shall be in the county in which
the seat of government is.
The Joint Committee on Enrolled Bills hereby certifies that the foregoing bill is correctly enrolled.

Chairman Senate Committee

Chairman House Committee

Originated in the Senate.

Takes effect upon passage.

Clerk of the Senate

Clerk of the House of Delegates

President of the Senate

Speaker House of Delegates

The within _______ approved _______ this the _______ day of _______ March 1951.

Governor.

Filed in the office of the Secretary of State of West Virginia MAR 8 1951

D. Pitt O'Brien, Secretary of State