

Certificate of incorporation.

What to contain.

known, and a certificate shall be made out and signed by the president of said meeting, showing the compliance by said corporation, and by the said meeting of stockholders, with the requirements of this article in that behalf, and the said certificate shall also show the proposed name of the new corporation, which shall always include the name of the county or city in which it may be formed, the former name of said corporation, the objects or purposes for which the new corporation is sought, the term of its existence not to exceed forty years, and the articles, conditions and provisions under which the incorporation is formed, the place or places of business where the occupations of the corporations are to be carried on, and the place in this state in which the principal office of the corporation will be located, the amount of the capital stock of the corporation, the number of shares, and the amount of each share, and the number of trustees, directors, or managers who shall manage the concerns of the corporation for the first year.

Certificate to be under oath.

To be inspected, certified to, and recorded

Corporation completed

Powers and privileges.

Property and debts of former corporation.

Liability of new corporation

76. The said certificate shall be signed and sworn to or affirmed by the chairman of the said meeting, and shall be also signed by the president of the said corporation, and attested by its seal, and shall be thereupon submitted to judicial inspection, as required by the thirty-eighth section of this article, and shall be certified and recorded as required by the thirty-ninth section of this article; and thereupon the said corporation shall be a body corporate, in fact and in law, under the name set forth in the said certificate, and shall be subject to all the provisions and entitled to all the powers and privileges conferred by this article, so far as the same are applicable to the said corporation, and the former charter of said corporation shall be deemed to be thereupon surrendered, and all the property and assets belonging to the said former corporation, of whatsoever nature and description, and all the debts and liabilities of the said former corporation, of whatsoever nature and description, shall, upon such recording as aforesaid, be devolved upon the said new corporation,