

tion of any mercantile, mechanical, or manufacturing business within this State, may be formed by two or more persons, upon the terms, with the rights and powers, and subject to the conditions and liabilities herein prescribed, but the provisions of this act shall not be construed to authorize any such partnership for the purpose of banking or making insurance.

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Restrictions

SEC. 2. *And be it enacted*, That such partnerships may consist of one or more persons, who shall be called general partners, and who shall be jointly and severally responsible as general partners now are by law, and of one or more persons who shall contribute in actual cash payments a specific sum as capital to the common stock, who shall be called special partners, and who shall not be liable for the debts of the partnership beyond the fund so contributed by him or them to the capital; *provided however*, that the number of special Partners shall in no partnership exceed six.

General and special partners—liabilities

SEC. 3. *And be it enacted*, That persons desirous of forming such partnership, shall make and severally sign a certificate which shall contain the name or firm under which such partnership is to be conducted, the general nature of the business intended to be transacted, the names of all the general and special partners interested therein, distinguishing which are general and which are special partners, and their respective places of residence, the amount of capital which each special partner shall have contributed to the common stock, the period at which the partnership is to commence and the period at which it is to terminate.

Certificate of partnership Form prescribed

SEC. 4. *And be it enacted*, That the certificate shall be acknowledged by the several persons signing the same, before a justice of the peace, or a judge of any court, and such acknowledgments shall be made and certified in the same manner as the acknowledgment of conveyances of land, and when so acknowledged and certified, shall be filed in the office of the clerk of the county in which the principal place of business of the partnership shall be situated, and shall be also recorded by him at large in a book kept for that purpose open to public inspection, and if the partnership shall have places of business situated in different counties, a transcript of the certificate and of the acknowledgment thereof duly certified by the clerk, in whose office it

Acknowledged, filed, recorded