You have submitted the certificate of the Director of Finance to the effect that there are unencumbered balances legally appropriated in a sum sufficient to cover the obligations of the contract. You have also furnished evidence to the effect that the Controlling Board has approved the expenditure in accordance with Section 8 of House Bill No. 624 of the 89th General Assembly. In addition, you have submitted contract bond, upon which the United States Guarantee Company, of New York, N. Y. appears as surety, sufficient to cover the amount of the contract.

You have further submitted evidence indicating that plans were properly prepared and approved, notice to bidders was properly given, bids tabulated as required by law and the contract duly awarded. Also it appears that the laws relating to the status of surety companies and the workmen's compensation have been complied with.

Finding said contract and bond in proper legal form, I have this day noted by approval thereon and return the same herewith to you, together with all other data submitted in this connection.

Respectfully,
GILBERT BETTMAN,
Attorney General.

4360.

CORPORATION—AMENDMENT—MAY NOT AMEND ARTICLES OF INCORPORATION TO CHANGE NAME TO INCLUDE WORD "TRUST."

SYLLABUS:

A title guarantee and trust company not doing a deposit business, whose name does not contain the word "trust", may not change its name by the amendment of its articles of incorporation to include the word "trust" in such corporate name.

COLUMBUS, OHIO, May 26, 1932.

HON. CLARENCE J. BROWN, *Secretary of State, Columbus, Ohio.*

DEAR SIR:—We are in receipt of your request for opinion, as follows:

> "There has been submitted to the Secretary of State an amendment to the articles of a corporation not previously qualified to do business under the provisions of section 9851, of the General Code, which amendment changes the purpose so as to permit a qualification under the Code section mentioned and which further seeks to change the name of the corporation so as to include the use of the word TRUST in its name. The articles of incorporation of the company as originally filed do not carry the word TRUST in the corporate name.
>
> We have advised that the amendment cannot be accepted in so far as it changes the name so as tc include the usc of the word TRUST, for the reason that the corporation in question is prohibited from using the word TRUST by G. C. 710-3. Your opinion is requested as to whether or not our ruling was correct."

Section 710-3, General Code, referred to in your communication, reads:

> "The use of the word 'bank', 'banker' or 'banking', or 'trust', or words of similar meaning in any foreign language, as a designation or name, or part of a designation or name, under which business is or may be conducted in this state, is restricted to banks as defined in the preceding section.
>
> All other persons, firms or corporations are prohibited from soliciting, accepting or receiving deposits, as defined in section 2 of this act and from using the word 'bank', 'banker', 'banking', or 'trust', or words of similar meaning in any foreign language, as a designation or name, or part of a designation or name, under which business may be conducted in this state. Any violation of this prohibition, after the day when this act becomes effective, shall subject the party chargeable therewith, to a penalty of $100.00 for each day during which it is committed or repeated. Such penalty shall be recovered by the superintendent of banks by an action instituted for that purpose, and in addition to said penalty, such violation may be enjoined and the injunction enforced as in other cases.
>
> Provided, however, that any corporation now incorporated under the name which includes the word 'trust', and which is qualified to transact a trust business, may continue the use of such word so long as it complies with the requirements of this act; provided, that every corporation incorporated under a name which includes the word 'trust' and is not qualified to transact a trust business is required to change its name so as to eliminate the word 'trust' therefrom within two years from the date when this act becomes effective during which period such company shall not be subject to the penalty of this section, but *nothing herein shall prevent a title, guaranty and trust company from continuing the use of the word 'trust' in its name provided such company is qualified to do business under the provisions of section 9851 of the General Code.*"
>
> (Italics, the writer's.)

My predecessor in office, in an opinion addressed to you under date of April 20, 1928 (Opinions of the Attorney General for 1928, page 953) interpreted the foregoing section, but with special reference to the use of the word "bank" as part of a designation or name. The syllabus of such opinion reads as follows:

> "By virtue of the provisions of Section 710-3 of the General Code, the use of the word 'bank' as a part of the designation or name of any person, firm or corporation doing business in this state is confined to banks, as defined in Section 710-2 of the General Code, and such use by any other person, firm or corporation is prohibited."

The Supreme Court of Ohio, in the case of *Ingliss* vs. *Pontius, Superintendent of Banks,* 102 O. S., 140, has also construed such section. The fourth branch of the syllabus is as follows:

> "The designation 'investment banker,' or any similar designation containing the words 'bank', 'banker', banking', or 'trust', may not be used by any person, firm, association or corporation not doing a deposit business or subject to banking regulations."

From this opinion, it is evident that the court has made no distinction between the use of the words "bank", "banker", "banking", or "trust", and has held that such statute prevents the use of either or any of such words as a part of a designation or name.

I am informed that contention has been raised by reason of the language which I have italicized above, and that counsel for the applicant contends that a title guarantee and trust company has the authority, by reason of such italicized language, to use the word "trust". An examination of this language, however, will not permit the construction claimed by counsel for the applicant. In order to place his interpretation upon such language, it would be necessary to change the words used in the statute. That is, the language would have to read:

> "nothing herein shall prevent a title, guarantee and trust company from using the word 'trust' in its name, provided such company is qualified to do business under the provisions of Section 9851, General Code."

He asks that we substitute the word "using" in lieu of the language "continuing the use."

The language as used, shows clearly that the legislative intent was to permit such companies doing a title guarantee and trust business prior to the adoption of such statute, and having the word "trust" as part of their name, to continue to use the same. In other words, such language was evidently used by the legislature in order to prevent a retrospective effect.

Since such language is clear, the rule as laid down in the first paragraph of *Sweatland* vs. *Miles,* 100 O. S., 501, is applicable:

> "Where there is no real room for doubt as to the meaning of a statute there is no right to construe such statute."

Specifically answering your question, it is my opinion that a title guarantee and trust company not doing a deposit business whose name does not contain the word "trust", may not change its name by the amendment of its articles of incorporation to include the word "trust" in such corporate name.

Respectfully,
GILBERT BETTMAN,
Attorney General.

4361.

MUSIC TEACHER—PUBLIC SCHOOLS—MAY NOT ACT AS AGENT FOR MANUFACTURER IN SALE OF INSTRUMENTS TO PUPILS.

SYLLABUS:

The provisions of Section 7718, General Code, prohibit a music teacher or supervisor in the public schools from acting as agent for musical instrument manufacturers or dealers and selling those instruments to the pupils of the public