

3577.

## APPROVAL, ARTICLES OF INCORPORATION OF THE SECURITY CASUALTY COMPANY.

COLUMBUS, OHIO, September 16, 1931.

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

DEAR SIR:—You have submitted for my opinion, the proposed Articles of Incorporation of The Security Casualty Company. The body of the proposed Articles of Incorporation reads in part:

“We, the undersigned, all of whom are citizens of the State of Ohio, hereby mutually agree to unite and associate ourselves as a Corporation under the General Corporation Act of Ohio, and for such purpose, we hereby make, execute and adopt the following Articles of Incorporation:

## ARTICLE I.

The name of said Corporation shall be The Security Casualty Company.

## ARTICLE II.

The principal office of this Corporation is to be located in Cincinnati, Hamilton County, Ohio.

## ARTICLE III.

The purposes of this Corporation shall be to insure against accidental personal injury and loss of life sustained while traveling by railroad, steam boat or other mode of conveyance, and against accidental loss of life and personal injury sustained by accident of any description whatever, and against expenses and loss of time occasioned by injury or sickness, and on such terms and conditions, and for such periods of time and confined to such countries and localities, and to such person as may at any time be, provided in the By-laws of the Company.

## ARTICLE IV.

This Corporation to be organized without capital stock, under Section 9445, etc., of the General Code of the State of Ohio. The expenses of said Corporation shall be met by fixed annual premiums, payable quarterly or otherwise, as specified in Section 9446, General Code of Ohio.”

As indicated in Article IV, *supra*, the corporation derives the authority for its incorporation from section 9445 and related sections of the General Code. Therefore, the statement in the preamble to said proposed articles that the incorporators “agree to unite and associate ourselves as a Corporation under the General Corporation Act of Ohio” is irreconcilable and incorrect in law. See section 8623-132, General Code; *State v. The Pioneer Live Stock Co.*, 38 O. S. 347; Opinions of the Attorney General for 1913, Nos. 3483, 3095, 3008, 2859, 2834 and 2813. See also Opinions of the Attorney General for 1919, volume I, page 36, and Opinions of the Attorney General for 1922, page 621.

However, the reference in Article IV, *supra*, of the proposed articles to the special sections of the General Code, under whose exclusive authority the corporation may be organized, prevents the erroneous reference to the General Corporation Act of Ohio from invalidating the proposed Articles of Incorporation. Volume I, Opinions of the Attorney General for 1919, page 36, and Opinions of the Attorney General for 1913, No. 2834.

I find that the proposed Articles of Incorporation of The Security Casualty Company comply with the Constitutions and Laws of the United States and Ohio in every other respect. I advise accordingly that it is proper for you to file the same.

Respectfully,  
GILBERT BETTMAN,  
*Attorney General.*

3578.

APPROVAL, BONDS OF CITY OF CUYAHOGA FALLS, SUMMIT COUNTY, OHIO—\$76,000.00.

COLUMBUS, OHIO, September 17, 1931.

*Retirement Board, State Teachers Retirement System, Columbus, Ohio.*

3579.

APPROVAL, BONDS OF CITY OF CUYAHOGA FALLS, SUMMIT COUNTY, OHIO—\$69,000.00.

COLUMBUS, OHIO, September 17, 1931.

*Retirement Board, State Teachers Retirement System, Columbus, Ohio.*

3580.

APPROVAL, BONDS OF CANTON TOWNSHIP, STARK COUNTY, OHIO—\$6,000.00.

COLUMBUS, OHIO, September 17, 1931.

*Retirement Board, State Teachers Retirement System, Columbus, Ohio.*

3581.

APPROVAL, BONDS OF CITY OF CUYAHOGA FALLS, SUMMIT COUNTY, OHIO—\$120,525.14.

COLUMBUS, OHIO, September 18, 1931.

*Retirement Board, State Teachers Retirement System, Columbus, Ohio.*