

parties governs. This must be primarily determined from the language used in the contract.

In the present contract the County Commissioners have agreed to furnish "all necessary supplies, except firearms." The Dog Warden has agreed to furnish "a dog pound and the equipment therefor."

In the absence of another provision in the contract to the contrary, it would appear that all the dog keeper is required to do is to furnish a dog pound and the equipment necessary for such pound.

A fair interpretation of the contract would permit the County Commissioners in the present situation to furnish gasoline and oil under the terms of the contract, which provide that the County Commissioners shall furnish necessary supplies. It is, therefore, my opinion, in specific answer to your question, that under the terms of the present contract, the County Commissioners may provide the dog warden with gasoline and oil for night driving and pay for the same out of the dog and kennel fund, pursuant to the provisions of Section 5652-13, General Code

Respectfully,

JOHN W. BRICKER,

Attorney General.

2939.

APPROVAL, CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF THE CENTRAL CASUALTY COMPANY

COLUMBUS, OHIO, July 19, 1934.

HON. GEORGE S. MYERS, *Secretary of State, Columbus, Ohio.*

DEAR SIR:—I have examined the certificate of Amendment to the Articles of Incorporation of the Central Casualty Company and finding the same not to be inconsistent with the constitution and laws of the United States or of the State of Ohio, I am herewith returning the same to you with my approval endorsed thereon.

Respectfully,

JOHN W. BRICKER,

Attorney General.

2940.

DISAPPROVAL, ARTICLES OF INCORPORATION OF THE XENIA PRO-
TECTIVE, PROGRESSIVE AND FRATERNAL ASSOCIATION.

COLUMBUS, OHIO, July 19, 1934.

HON. GEORGE S. MYERS, *Secretary of State, Columbus, Ohio.*

DEAR SIR:—I acknowledge receipt of the proposed articles of incorporation of The Xenia Protective, Progressive and Fraternal Association which you have submitted to me for my approval.

This association is proposed to be organized as a fraternal benefit society and there is nothing in the articles which would bring it within any of the exceptions of Section 9491 of the General Code.

Section 9473 provides that articles of incorporation of a fraternal benefit society shall be filed with the Superintendent of Insurance who, when all the provisions of law have been complied with, retains and records the articles of incorporation. It follows that the articles of incorporation of this association should be filed with the Superintendent of Insurance and not with you.

See Opinions of the Attorney General for 1913, Volume 1, Page 96 and Page 100. However, I want to add that these articles, in my opinion, are defective in the following respects:

It is stated in these articles that the incorporators desire to form a corporation, not for profit, under the General Corporation Act of Ohio. Fraternal benefit societies are not organized under the General Corporation Act but are organized under the laws relating to fraternal benefit societies, particularly Section 9473 of the General Code.

It is stated in the articles that a majority of the incorporators are citizens of the United States. Under Section 9473 all must be citizens of the United States and a majority of them must be citizens of the State of Ohio. The articles of incorporation must also state the names, residences and official titles of all the officers, trustees, directors or other persons who are to have and exercise the general control and management of the affairs and funds of the society for the first year or until the ensuing election at which all such officers shall be elected by the supreme legislative or governing body which election must be held not later than one year from the issuance of a permanent certificate, which is to be furnished by the Superintendent of Insurance.

There are only five persons who signed as incorporators, whereas, at least 7 persons are required. Consequently, I am herewith returning the articles of incorporation, together with the constitution and by-laws, without my approval.

Respectfully,

JOHN W. BRICKER,

Attorney General.

2941.

APPROVAL, CONTRACT BETWEEN THE STATE OF OHIO AND THE C. E. BOYD COMPANY OF MASSILLON, OHIO, FOR THE CONSTRUCTION AND COMPLETION OF CONTRACT FOR GENERAL WORK FOR BROADCASTING STATION AND BARRACKS FOR STATE HIGHWAY PATROL AT MASSILLON, OHIO, AT AN EXPENDITURE OF \$20,380.00—CONTRACT BOND EXECUTED BY THE AETNA CASUALTY AND SURETY COMPANY.

COLUMBUS, OHIO, July 19, 1934.

HON. T. S. BRINDLE, *Superintendent of Public Works, Columbus, Ohio.*

DEAR SIR:—You have submitted for my approval a contract between the State of Ohio, acting by the Department of Public Works, for the Department of Highways, and the C. E. Boyd Company of Massillon, Ohio. This contract covers