

October 23, 1967

FILED NO. 389 - 1969

The Honorable James C. Kirkpatrick
Secretary of State
Capitol Building
Jefferson City, Missouri

Dear Jim:

As you will recall, on April 25, 1967, by letter, you asked the following question:

"Is it your opinion that Chapter 356 of the Missouri Revised Statutes, 1959, is meant to exclude those named professions from incorporating under Chapter 351 of the Missouri Revised Statutes, 1959?"

We subsequently discussed the matter on the phone and decided that a letter would be sent, in answer, rather than an opinion.

Thereafter, on May 3, 1967, a letter was sent stating, in part, that:

". . . those professions listed under Chapter 356 were meant to be excluded from the provisions of Chapter 351 . . ."

As a result of my letter we received comment from various attorneys to the effect that we were in error as to our statement to you in our letter of May 3, 1967.

The matter was reviewed and I'm convinced that we were in error.

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This office is of the opinion that Chapter 356, RSMo, was intended by the legislature to be an enabling act and not a regulating act, in conjunction with Chapter 351, RSMo.

I believe there is very little doubt that professional persons might incorporate either under the General Business Corporation Act, if their licensing laws permit, or under Chapter 356 if they so desire.

I certainly apologize for any inconvenience, to say the least, that may have occurred because of our error.

If you have any further questions please contact me.

I assume that this letter will replace the aforementioned letter containing the erroneous information.

Respectfully,

NORMAN H. ANDERSON
Attorney General

NHA/hw

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