

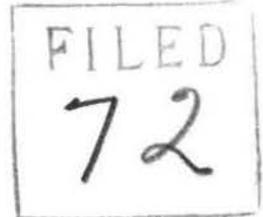
BANKS:
TREASURER:
STATE TREASURER:
STATE DEPOSITORY:
DEPOSITARIES:
STATE MONEYS:
CONSOLIDATION OF BANKS:

When two banks having state depository contracts consolidate, unnecessary to execute depository contract with consolidated bank.

Opinion issued per telephone request.

Opinion No. 72

January 17, 1964



Honorable Milton Carpenter
State Treasurer
Office of State Treasurer
Capitol Building
Jefferson City, Missouri

Attention: Mr. M. Gene Lindsey

Dear Sir:

In a conference with Mr. Lindsey on January 10, 1964, your office submitted to us the Agreement of Consolidation between the Tootle-Enright National Bank and The American National Bank of St. Joseph, together with State Depository Contracts between the state treasurer and each of said banks. We were informed that the authorized deposit by the state treasurer in the Tootle-Enright Bank was \$450,000 under said depository contract, and the authorized deposit under the depository contract with The American National Bank of St. Joseph was \$200,000, that the combined total on deposit by the state treasurer in the consolidated bank amounts to \$375,000 at the present time. You have asked us to advise you whether or not the state treasurer must enter into a new depository contract with the consolidated bank.

Section 5 of the consolidation agreement between said banks contains the following language:

"All assets of each of the consolidating banks, as they exist at the effective time of the consolidation, shall pass to and vest in the Association without any conveyance or other transfer; and the Association shall be responsible for all of the liabilities of every kind and description, * * *"

Honorable Milton Carpenter

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January 17, 1964

Title 12 § 215(e), U.S.C.A. contains the following language:

"The corporate existence of each of the consolidating banks or banking associations participating in such consolidation shall be merged into and continued in the consolidated national banking association and such consolidated national banking association shall be deemed to be the same corporation as each bank or banking association participating in the consolidation. All rights, franchises, and interests of the individual consolidating banks or banking associations in and to every type of property (real, personal, and mixed) and choses in action shall be transferred to and vested in the consolidated national banking association by virtue of such consolidation without any deed or other transfer. The consolidated national banking association, upon the consolidation and without any order or other action on the part of any court or otherwise, shall hold and enjoy all rights of property, franchises, and interests, * * *"

It is, therefore, our opinion that the consolidated bank assumes all obligations and liabilities imposed by each of the depository contracts and in the total amount of both contracts, and the state treasurer is not required to enter into a new depository contract with the consolidated bank.

Yours very truly,

THOMAS F. EAGLETON
Attorney General

BY
J. Gordon Siddens
Assistant Attorney General

JGS:lo

cc: O. W. Watkins, Jr.
St. Joseph, Missouri

P.S. Returned herewith are the documents you delivered to us.