

No. 397

AN ACT

Amending the act of June 8, 1911 (P. L. 710), entitled "An act to regulate the doing of business in this Commonwealth by foreign corporations; the registration thereof and service of process thereon; and providing punishment and penalties for the violation of its provisions; and repealing previous legislation on the subject," providing for the withdrawal from business and the surrender of the certificate of authority.

The General Assembly of the Commonwealth of Pennsylvania hereby enacts as follows:

Foreign corporations.

Section 1. The act of June 8, 1911 (P. L. 710), entitled "An act to regulate the doing of business in this Commonwealth by foreign corporations; the registration thereof and service of process thereon; and providing punishment and penalties for the violation of its provisions; and repealing previous legislation on the subject," is amended by adding, after section 4, a new section to read:

Act of June 8, 1911, P. L. 710, amended by adding a new section 4.1.

Section 4.1. (a) Any corporation having received a certificate of authority under this act may withdraw from doing business in this Commonwealth and surrender its certificate of authority by filing with the Department of State an application for a certificate of withdrawal executed under the seal of the corporation and signed by two duly authorized officers thereof, which shall set forth:

Procedure for withdrawal from business.

Contents of application for certificate of withdrawal.

- (1) *The name of the corporation.*
- (2) *The state or country of its incorporation.*
- (3) *The date on which it received a certificate of authority to do business in the Commonwealth.*
- (4) *A statement that it revokes its designation of the Secretary of the Commonwealth as the person on whom process against it may be served in this Commonwealth.*
- (5) *A statement that it surrenders its certificate of authority to do business in this Commonwealth.*
- (6) *A statement that it consents that process against it in an action or proceeding upon any liability or obligation incurred within this Commonwealth before the issuance of the certificate of withdrawal may be served upon the Secretary of the Commonwealth after the filing of such certificate.*
- (7) *A post office address to which the Secretary of the Commonwealth may mail a copy of any process against it that may be served upon him.*

(b) Upon the filing of such application and certificate or certificates evidencing payment by the corporation of

Issuance of certificate of withdrawal.

all bonus, taxes and charges due to the Commonwealth and the return for cancellation of the corporation's certificate of authority or the filing of proof that it has been lost or destroyed, the Department of State upon payment of the filing fee shall cancel the certificate of authority, if any, and shall issue to the corporation or its representative a certificate of withdrawal. Upon the issuance of the certificate of withdrawal, the authority of the corporation to do business within this Commonwealth shall cease and determine. The issuance of such certificate shall not affect any action pending at the time thereof or affect any right of action upon any contract made by such corporation in the Commonwealth before the issuance of the certificate. Process against the corporation in any action upon any liability or obligation incurred within this Commonwealth before the issuance of such certificate may be served thereafter upon the Secretary of the Commonwealth.

APPROVED—The 23rd day of September, A. D. 1959.

DAVID L. LAWRENCE

No. 398

AN ACT

To validate and quiet the title to lands and buildings heretofore sold by boards of school directors at public auction without full compliance with provisions of law authorizing such sales.

To quiet title.

The General Assembly of the Commonwealth of Pennsylvania hereby enacts as follows:

Sales of lands and buildings by boards of school directors at public auction without proper publication or notice and the purchase price being paid, all deeds given and conveyances made, are validated.

Section 1. Whenever any board of school directors shall have heretofore sold any unused and unnecessary lands and buildings by public auction, the sale of which by public auction is authorized under the provisions of the school laws of the Commonwealth, and such board of school directors has received the purchase price, then such sale shall be valid and binding on the school district, and all deeds or conveyances given by the school district for any such lands and buildings are hereby ratified, confirmed and validated, and such purchasers and their respective heirs, successors and assigns shall hold and may convey such titles and estates indefeasibly as to any rights of the school districts therein, notwithstanding the fact that the notice of the public auction was not published in the legal newspaper in the county, or by posting of handbills, nor over the exact period of time prescribed by law in one or more newspapers of general circulation published within the county or the school district, and notwithstanding the fact that the terms and