

or sold, and actually receive the same, or give something in earnest to bind the contract, or in part payment, or unless some note or memorandum in writing of the contract or sale be signed by the party to be charged or his agent in that behalf. Provided, however, that it shall not be permissible to raise the defense of Statute of Frauds unless the party raising the same deny the existence of an agreement or a material part thereof in his verified answer or reply, provided that if the original party to an agreement be deceased, this requirement shall not apply as against his personal representative. Provided further, that it shall not be permissible to raise the defense of Statute of Frauds by motion to dismiss unless said motion is supported by an affidavit denying an agreement or a material part thereof.

2. Application of section. The

provisions of this section apply to every such contract or sale, notwithstanding that the goods may be intended to be delivered at some future time or may not at the time of such contract or sale be actually made, procured, or provided, or fit or ready for delivery, or some act may be requisite for the making or completing thereof, or rendering the same fit for delivery; but if the goods are to be manufactured by the seller especially for the buyer and are not suitable for sale to others in the ordinary course of the seller's business, the provisions of this section shall not apply.

3. Acceptance of goods defined.

There is an acceptance of goods within the meaning of this section when the buyer, either before or after delivery of the goods, expresses by words or conduct his assent to becoming the owner of those specific goods.

Approved March 25, 1955

CHAPTER 97

AN ACT

To authorize co-operative business corporations to amend their articles of incorporation by mail ballot; extending their term of corporate existence; amending Sections 36-3-2 and 36-3-3, **ACLA 1949**; and declaring an emergency.

(S. B. 72)

**Be it Enacted by the Legislature
of the Territory of Alaska:**

Section 1. Section 36-3-2 ACCLA 1949, is hereby amended to read as follows:

Sec. 36-3-2. **Articles of incorporation: Filing: Amendment.** Its certificate of articles of incorporation shall be filed for record in the office of the Auditor of the Territory of Alaska and thereupon it shall become a corporation and such association shall have the right and be subject to all the duties, restrictions and liabilities prescribed in chapter 8, of the Session Laws of Alaska, 1931, entitled "An Act to revise the general laws of business corporations of the Territory of Alaska" (Sections 36-1-1—36-1-35, 36-1-91—36-1-122, 36-1-141—36-1-148, 36-6-1 herein) so far as the same apply to or relate to such association. Provided, however, that said articles of incorporation may be amended at any regular or duly called special meeting of the members of the association, by a vote of two-thirds of the

members voting and present at such meeting or by a vote of two-thirds of the members voting by means of a mail ballot, which ballot shall be distributed by registered mail to the members of the association and returned by each voting member in an unmarked, sealed envelope enclosed within a mailing envelope bearing on its face the name and address of the member and his membership number or other means of identification of his status as a member.

Section 2. Section 36-3-3, ACCLA 1949, is hereby amended to read as follows:

Sec. 36-3-3. **Residence of incorporators: Term of corporate existence.** A majority of the incorporators shall be residents of the Territory of Alaska, and the term of existence of any such association without renewal shall not exceed fifty-five years.

Section 3. An emergency is hereby declared to exist and this Act shall take effect immediately upon its passage and approval.

Approved March 25, 1955

CHAPTER 98

AN ACT

Pertaining to Fishermen's license fee; to amend Section 2 of Chapter 66,