



CHAPTER 59

ARTICLE 2 - UNIFORM PARTNERSHIP ACT

N.C.G.S. § 59-65.

Power of partner to bind partnership to third persons after dissolution; publication of notice of dissolution.

SOURCE	LAST AMENDMENT IN THIS TEXT	RETRIEVED	SOURCE FINGERPRINT
General Statutes of North Carolina, as published by the General Assembly	c. 381, s. 1 — second act in the lineage	21 September 2026, 04:45 UTC	3380e9f23ff8dc70d6dc433a - 389ecd2000b5dacf3fbd876e - be97d78ce9076b14

§ 59-65(a)

After dissolution a partner can bind the partnership except as provided in subsection (c)

- (1) By any act appropriate for winding up partnership affairs or completing transactions unfinished at dissolution;
- (2) By any transaction which would bind the partnership if dissolution had not taken place, provided the other party to the transaction

a.Had extended credit to the partnership prior to dissolution and had no knowledge or notice of the dissolution; or

b.Though he had not so extended credit, had nevertheless known of the partnership prior to dissolution, and, having no knowledge or notice of dissolution, the fact of dissolution had not been published at least once a week for four successive weeks in some newspaper qualified for legal advertising in each county in which the partnership business was regularly carried on, or if no such newspaper is published in the county, posted for 30 days at the courthouse and three other public places in the county.

§ 59-65(b)

The liability of a partner under subdivision (a)(2) shall be satisfied out of partnership assets alone when such partner had been prior to dissolution

- (1) Unknown as a partner to the person with whom the contract is made; and

- (2)
- So far unknown and inactive in partnership affairs that the business reputation of the partnership could not be said to have been in any degree due to his connection with it.

§ 59-65(c)

The partnership is in no case bound by any act of a partner after dissolution

- (1)
- Where the partnership is dissolved because it is unlawful to carry on the business, unless the act is appropriate for winding up partnership affairs; or
- (2)
- Where the partner has become bankrupt; or
- (3)
- Where the partner has no authority to wind up partnership affairs; except by a transaction with one who

a.Had extended credit to the partnership prior to dissolution and had no knowledge or notice of his want of authority; or

b.Had not extended credit to the partnership prior to dissolution, and, having no knowledge or notice of his want of authority, the fact of his want of authority has not been advertised in the manner provided for advertising the fact of dissolution in subdivision (a)(2)b.

§ 59-65(d)

Nothing in this section shall affect the liability under G.S. 59-46 of any person who after dissolution represents himself or consents to another representing him as a partner in a partnership engaged in carrying on business.

END OF SECTION TEXT

APPARATUS FOLLOWS — DERIVED, NOT ENACTED

APPARATUS I
2 ACTS

Amendment lineage

The State prints this history as a single parenthetical at the foot of the section. It is reproduced verbatim in the colophon and unpacked below in order of enactment.

1941			1946	1951
TICK HEIGHT = ACTS IN THAT YEAR			DASHED = RECODIFICATION, NOT AMENDMENT	
Nº	YEAR	ACT	CHARACTER	
01	1941	c. 374, s. 35	ENACTED	
02	1951	c. 381, s. 1	AMENDED	

APPARATUS II
1 AUTHORITY

Authorities referenced

Every G.S. cross-reference appearing in the text of this section, in order of first appearance. Nothing is characterized; the operative language is quoted from the section itself.

REFERENCE	APPEARS IN	OPERATIVE LANGUAGE IN THIS SECTION
G.S. 59-46	(d)	"section shall affect the liability under"

APPARATUS III

Citation

FULL SECTION

N.C. Gen. Stat. § 59-65 (1951).

PINPOINT

N.C. Gen. Stat. § 59-65(a) (1951).

Pinpoint keys are set in the left margin of the text rather than line numbers; subsection designators are stable across editions and paper sizes, line numbers are not.

COLOPHON

Provenance

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HISTORY PARENTHETICAL, AS PRINTED BY THE STATE
(1941, c. 374, s. 35; 1951, c. 381, s. 1.)

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NORTH CAROLINA LAW — STATUTE EXPORT, FORMAT V1

