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JUDICIAL CHRONOLOGY of the gradual but steady inflation of corporate rights and destruction of community rights, through the establishment of a two-tiered system of incorporation law establishing the relationships between legislatures, their equals (business corporations) and their subordinates (municipal corporations, whose inhabitants are "tenants" with no decision-making authority separate from the state legislature).

These cases form the history beneath the ongoing issue – If business corporations are "mere creatures of the Legislature and are entirely subject to the legislative will," and the legislature is Constitutionally obliged to protect the public welfare, then how can courts reconcile abrogating the people's right to govern protectively against corporate abuses.

1789 – Congress provided for federal jurisdiction in suits "between a citizen of the State where the suit is brought, and a citizen of another State."

COURT OPINIONS

1809 - Bank of the United States v. Deveaux, 9 U.S. 61 (1809) Chief Justice Marshall, a corporation is not a citizen…There shortly arose the question as to whether a corporation -- a creature of state law -- is to be deemed a "citizen" for purposes of the statute. This Court, through Chief Justice Marshall, initially responded in the negative, holding that a corporation was not a "citizen" and that it might sue and be sued under the diversity statute only if none of its shareholders was a co-citizen of any opposing party

1816 - Dartmouth College v. Woodward (4 Wheat. 518) (1816) at 660, 661, in which the inviolability of private charters was first asserted by this court, a distinction is taken, in the opinion of Mr. Justice Washington, between corporations for public government and those for private charity; and it is said that the first being for public advantage, are to be governed according to the law of the land; and that such a corporation may be controlled, and its constitution altered and amended by the government, in such manner as the public interest may require. "Such legislative interferences cannot be said to impair the contract by which the corporation was formed, because there is in reality but one party to it, the trustees or governors of the corporation being merely the trustees for the public, the cestui que trust of the foundation…" Mr Justice Story was also of opinion, page 694, that, "corporations for mere public government, such as towns, cities and counties, may in many respects be subject to legislative control." ...A municipal corporation, being a mere agent of the State, stands in its governmental or public character, in no contract relation with its sovereign, at whose pleasure its charter may be amended, changed or revoked without the impairment of any constitutional obligation; but such a corporation, in respect of its private or proprietary rights and interests, may be entitled to constitutional protection.

1837 - Briscoe v. President & Directors of Bank of Kentucky, 36 U.S. 257 (1837)

1839 - Bank of Augusta v. Earle, 38 U.S. 519 (1839) - "Corporations are municipal creations of states."

1844 - Louisville, C. & C. R. Co. v. Letson, 43 U.S. 497 - The Court reversed itself and ruled that a corporation was to be treated as a citizen of the State which created it.

1850 - East Hartford v. Hartford Bridge Co., 51 US 511, 533, 534. The legislature was acting here on the one part, and public municipal and political corporations on the other. They were acting, too, in relation to a public object, being virtually a highway across the river over another highway up and down the river. From this standing and relation of these parties and from the subject matter of their action we think that the doings of the legislature as to this ferry must be considered rather as public laws than as contracts. They related to public interests. They changed as those interests demanded. The grantees likewise, the towns being mere organizations for public purposes, were liable to have their public powers, rights, and duties modified or abolished at any moment by the legislature. They are incorporated for public, and not private, objects. They are allowed to hold privileges or property only for public purposes. The members are not shareholders nor joint partners in any corporate estate which they can sell or devise to others or which can be attached and levied on for their debts. Hence, generally, the doings between them and the legislature are in the nature of legislation, rather than compact, and subject to all the legislative conditions just named, and therefore to be considered as not violated by subsequent legislative changes. It is hardly possible to conceive the grounds on which a different result could be vindicated without destroying all legislative sovereignty and checking most legislative improvements and amendments as well as supervision over its subordinate public bodies. Thus, to go a little into details, one of the highest attributes and duties of a legislature is to regulate public matters with all public bodies, no less than the community, from time to time, in the manner which the public welfare may appear to demand. It can neither devolve these duties permanently on other public bodies, nor permanently suspend or abandon them itself, without being usually regarded as unfaithful, and indeed attempting what is wholly beyond its constitutional competency. It is bound also to continue to regulate such public matters and bodies, as much as to organize them at first. Where not restrained by some constitutional provision, this power is inherent in its nature, design, and attitude, and the community possess as deep and permanent an interest in such power remaining in and being exercised by the legislature, when the public progress and welfare demand it, as individuals or corporations can in any instance possess in restraining it. See TANEY, C.J., in 36 U. S. 11 Pet. 547-548.

1854 - Marshall v. Baltimore & O. R. Co., 57 US 314, 329 - The Court reached the same result by a different approach. In a compromise destined to endure for over a century, the Court indulged in the fiction that, although a corporation was not itself a citizen for diversity purposes, its shareholders would conclusively be presumed citizens of the incorporating State.

1855 - Dodge v. Woolsey, 59 U.S. 331 (1855) - From the disssent, by Campbell, Daniel and Catron joined the dissent)

(At 364) The case is one of a stockholder of a corporation, bringing the corporation before the courts of United States to redress a corporate wrong in which both are similarly interested. The early decisions of this court on this question would be conclusive against the bill. They require that the plaintiff should be from a State different from all the individual members of

the corporation. The chief justice said, that invisible, intangible, and artificial being, that mere legal entity -- a corporation aggregate -- is certainly not a citizen; and consequently cannot sue or be sued in the courts of the United States, unless the rights of the members in this respect can be exercised in their corporate name. 5 Cranch, 57, 61, 78; 6 Wheat. 450; 14 Pet. 60.

(At 366) The case is one between a corporator and the corporation, and the jurisdiction cannot be affirmed unless the court is prepared to answer the question whether a mere legal entity, an artificial person, invisible, intangible, can be a citizen of the United States in the sense in which that word is used in the constitution; and relying upon the case of Marshall v. The Baltimore and Ohio Railroad Company, with a long list of antecessors, I am forced to conclude that it cannot be…

(At 374) The inquiry recurs, have the people of Ohio deposited with this tribunal the authority to overrule their own judgment upon the extent of their own powers over institutions created by their own government and commorant within the State? The fundamental principle of American constitutions, it seems to me, is, that to the people of the several States belongs the resolution of all questions, whether of regulation, compact, or punitive justice, arising out of the action of their municipal government upon their citizens, or depending upon their constitutions and laws, and are judges of the validity of all acts done by their municipal authorities in the exercise of their sovereign rights, in either case without responsibility or control from any department of the federal government. This I understand to be the import of the municipal sovereignty of the people within the State...

The people of Ohio, by their state constitution, reserved to themselves "complete power" to "alter, reform, and abolish their government"; "to petition for redress of grievances"; and to "recur, as often as might be necessary, to the first principles of government." It was by a constitution adopted according to established forms, and expressive of the sovereign will of the body politic, that the rule of taxation complained of in this suit was prescribed.

The inquiry arises, to what did the authority of the people extend? It was their right to ameliorate every vicious institution, and to do whatever an enlightened statesmanship might prescribe for the advancement of their own happiness; and for this end, persons and things in the State were submitted to their authority. A material distinction has always been acknowledged to exist as to the degrees of the authority that a people could legitimately exert over persons and corporations. Individuals are not the creatures of the State, but constitute it. They come into society with rights, which cannot be invaded without injustice. But corporations derive their existence from the society, are the offspring of transitory conditions of the State; and, with faculties for good in such conditions, combine durable dispositions for evil. They display a love of power, a preference for corporate interests to moral or political principles or public duties, and an antagonism to individual freedom, which have marked them as objects of jealousy in every epoch of their history. Therefore, the power has been exercised, in all civilized States, to limit their privileges, or to suppress their existence, under the exigencies either of public policy or political necessity.

Sir James McIntosh says: "Property is indeed, in some sense, created by act of the public will, but it is by one of those fundamental acts which constitute society. Theory proves it to be

essential to the social state. Experience proves that it has, in some degree, existed in every age and nation of the world. But those public acts, which form and endow corporations, are subsequent and subordinate. They are only ordinary expedients of legislation. The property of individuals is established on a general principle, which seems coeval with civil society itself. But bodies are instruments fabricated by the legislature for a specific purpose, which ought to be preserved while they are beneficial, amended when they are impaired, and rejected when they become useless or injurious." Vind. Gal. 48, note.

Who, in the United States, is to determine when the public interests demand the suppression of bodies whose existence or modes of action are contrary to the well-being of the state? If the powers of the people of a State are inadequate to this object, then their grave and solemn declarations of their rights and their authority over their governments, and of the ends for which their governments and the institutions of their governments were framed, and the responsibility of rulers and magistrates to themselves, are nothing but "great swelling words of vanity."

(At 376) The true principle, therefore, would seem to be, that if there was any conflict in the tax laws of the State, and a supposed contract of its legislative or executive agents with one of its citizens, it would be for the State to harmonize the two upon principles of general equity; but in no condition of facts for the judiciary department to interfere with state affairs by writs of replevin or injunction. The acknowledgment of such a power would be to establish the alarming doctrine that the empire of Ohio, and the remaining States of the Union, over their revenues, is not to be found in their people, but in the numerical majority of the judges of this court.

1871 - People v. Hurlbut 24 Mich. 44 (1871)

1872 - United States v. Railroad Company, 84 U.S. 322, 329, a municipal corporation is not only a part of the State but is a portion of its governmental power. "It is one of its creatures, made for a specific purpose, to exercise within a limited sphere the powers of the State. The State may withdraw these local powers of government at pleasure, and may, through its legislature or other appointed channels, govern the local territory as it governs the State at large. It may enlarge or contract its powers or destroy its existence. As a portion of the State in the exercise of a limited portion of the powers of the State, its revenues, like those of the State, are not subject to taxation."

1874 - Railroad Co. v. Maryland, 88 U.S. 456 (1874) (At 471) This unlimited right of the State to charge, or to authorize others to charge, toll, freight, or fare for transportation on its roads, canals, and railroads, arises from the simple fact that they are its own works, or constructed under its authority. It gives them being. It has a right to exact compensation for their use. It has a discretion as to the amount of that compensation. That discretion is a legislative -- a sovereign -- discretion, and in its very nature is unrestricted and uncontrolled. The security of the public against any abuse of this discretion resides in the responsibility to the public of those who, for the time being, are officially invested with it. In this respect it is like all other legislative power when not controlled by specific constitutional provisions, and the courts cannot presume that it will be exercised detrimentally…So long, therefore, as it is conceded (as it seems to us it must be) that the power to charge for transportation, and the amount of

the charge, are absolutely within the control of the State, how can it matter what is done with the money, whether it goes to the State or to the stockholders of a private corporation? As before said, the State could have built the road itself and charged any rate it chose, and could thus have filled the coffers of its treasury without being questioned therefor. How does the case differ, in a constitutional point of view, when it authorizes its private citizens to build the road and reserves for its own use a portion of the earnings? We are unable to see any distinction between the two cases. In our judgment there is no solid distinction. If the State, as a consideration of the franchise, had stipulated that it should have all the passenger-money, and that the corporation should have only the freight for the transportation of merchandise, and the corporation had agreed to those terms, it would have been the same thing. It is simply the exercise by the State of absolute control over its own property and prerogatives…

1875 - Commissioners of Laramie County v. Commissioners of Albany County et al., 92 U.S. 307 (1875) held that: public or municipal corporations were but parts of the machinery employed in carrying on the affairs of the State, and that the charters under which such corporations are created may be changed, modified or repealed as the exigencies of the public service or the public welfare may demand; that such corporations were composed of all the inhabitants of the territory included in the political organization; and the attribute of individuality is conferred on the entire mass of such residents, and it may be modified or taken away at the mere will of the legislature, according to its own views of public convenience, and without any necessity for the consent of those composing the body politic…public duties are required of counties as well as of towns, as a part of the machinery of the State; and, in order that they may be able to perform those duties, they are vested with certain corporate powers; but their functions are wholly of a public nature, and they are at all times as much subject to the will of the legislature as incorporated towns, as appears by the best text writers upon the subject and the great weight of judicial authority."

1876 - Board of Commissioners of Tippecanoe v. Lucas, 93 U.S. 108, 114, the question of the validity of an act of the legislature was presented: "Were the transaction one between the State and a private individual, the invalidity of the act would not be a matter of serious doubt. Private property cannot be taken from individuals by the State, except for public purposes, and then only upon compensation or by way of taxation; and any enactments to that end would be regarded as an illegitimate and unwarranted exercise of legislative power. . . . But between the State and municipal corporations, such as cities, counties, and towns, the relation is different from that between the State and the individual. Municipal corporations are mere instrumentalities of the State, for the convenient administration of government; and their powers may be qualified, enlarged or withdrawn, at the pleasure of the legislature."

1876 - Laramie County v. Albany County, 92 U.S. 307, 311, it was held that the legislature had power to diminish or enlarge the area of a county whenever the public convenience or necessity required."Institutions of the kind," said Mr. Justice Clifford, "whether called counties or towns, are the auxiliaries of the State in the important business of municipal rule, and cannot have the least pretension to sustain their privileges or their existence upon anything like a contract between them and the legislature of the State, because there is not

and cannot be any reciprocity of stipulation, and their objects and duties are utterly incompatible with everything of the nature of compact."

1877 - New Orleans v. Clark, 95 U.S. 644, 654 - A city is only a political subdivision of the State, made for the convenient administration of the government. It is an instrumentality, with powers more or less enlarged, according to the requirements of the public, and which may be increased or repealed at the will of the legislature. In directing, therefore, a particular tax by such corporation, and the appropriation of the proceeds to some special municipal purpose, the legislature only exercises a power through its subordinate agent, which it could exercise directly; and it does this only in another way when it directs such corporation to assume and pay a particular claim not legally binding for want of some formality in its creation, but for which the corporation has received an equivalent."

1878 - Sinking-Fund Cases, 99 U.S. 700 (1878)

1878 - United States v. Union Pac. R.Co. 98 U.S. 569 (1878)

1879 - Mount Pleasant v. Beckwith, 100 U.S. 514, it was held that, where no constitutional restriction is imposed, the corporate existence and posers of counties, cities and towns are subject to the legislative control of the State creating them.

1881 - Chincleclamouche Lumber & Broom Co. v. Commonwealth, 100 Pa. 438, 444 (Pa. 1881) - "The objects for which a corporation is created are universally such as the government wishes to promote. They are deemed beneficial to the country."

1881 - Newport and Cincinnati Bridge Co. v. United States, 105 U.S. 470 (1881)

1882 - San Mateo v. Southern Pacific Railroad Co., 13 F. 722 (C.C.D. Cal. 1882) (At 747) Decisions of state courts, in harmony with the views we have expressed, exist in great numbers. But it is unnecessary to cite them. It is sufficient to add that in all text writers, in all codes, and in all revised statutes, it is laid down that the term "person" includes, or may include, corporations; which amounts to what we have already said, that whenever it is necessary for the protection of contract or property rights, the courts will look through the ideal entity and name of the corporation to the persons who compose it, and protect them, though the process be in its name. All the guaranties and safeguards of the constitution for the protection of property possessed by individuals may, therefore, be invoked for the protection of the property of corporations. And as no discriminating and partial legislation, imposing unequal burdens upon the property of individuals, would be valid under the fourteenth amendment, so no legislation imposing such unequal burdens upon the property of corporations can be maintained. The taxation, therefore, of the property of the defendant upon an assessment of its value, without a deduction of the mortgage thereon, is to that extent invalid.

1886 - Santa Clara County v. Southern Pacific Railroad Company, 118 U.S. 394 (1886)

1887 - Philadelphia & Southern Mail S.S. Co. v. Pennsylvania, 122 U.S. 326 (1887) (At 326) If a domestic corporation, it is the creature of the state, a resident of the same, and deriving its privileges from such state. ..The steamship company in the present case is a corporation of Pennsylvania, receiving from that state its corporate existence and franchises, and in contemplation of law it is a citizen and inhabitant of that state…(At 345) The corporate franchises, the property, the business, the income of corporations created by a state may undoubtedly be taxed by the state; but in imposing such taxes care should be taken not to interfere with or hamper, directly or by indirection, interstate or foreign commerce, or any other matter exclusively within the jurisdiction of the Federal government...It is hardly within the scope of the present discussion to refer to the disastrous effects to which the power to tax interstate or foreign commerce may lead. If the power exists in the state at all, it has no limit but the discretion of the state, and might be exercised in such a manner as to drive away that commerce, or to load it with an intolerable burden, seriously affecting the business and prosperity of other states interested in it; and if those states, by way of retaliation, or otherwise, should impose like restrictions, the utmost confusion would prevail in our commercial affairs. In view of such a state of things which actually existed under the Confederation, Chief Justice Marshall, in the case before referred to, said: "Those who felt the injury arising from this state of things, and those who were capable of estimating the influence of commerce on the prosperity of nations, perceived the necessity of giving the control over this important subject to a single government. It may be doubted whether any of the evils proceeding from the feebleness of the Federal government contributed more to that great revolution which introduced the present system, than the deep and general conviction that commerce ought to be regulated by Congress. It is not, therefore, matter of surprise, that the grant should be as extensive as the mischief, and should comprehend all foreign commerce, and all commerce among the states. To construe the power so as to impair its efficacy, would tend to defeat an object, in the attainment of which the American public took, and justly took, that strong interest which arose from a full conviction of its necessity."

1889 - Minneapolis & St. Louis Railroad Company v. Beckwith, 129 U.S. 26 (1889)

1890 - People v. North River Sugar Refining Company, 24 N.E. 834, 835 (NY 1890) - Explained that the court must determine whether a corporation has “exceeded or abused its powers” and if so, whether “that excess or abuse threatens or harms the public welfare” “The life of a corporation is, indeed, less than that of the humblest citizen. . .”

1891 - Merrill v. Monticello, 138 U.S. 673 (1891)...Chancellor Kent, in his Commentaries, vol. 2, 298, 299, referring to the strictness with which corporate powers are construed, irrespective of the distinction between public and private corporations, uses the following language: "The modern doctrine is, to consider corporations as having such powers as are specifically granted by the act of incorporation, or as are necessary for the purpose of carrying into effect the powers expressly granted, and as not having any other. The Supreme Court of the United States declared this obvious doctrine, and it has been repeated in the decisions of the state courts. . . . As corporations are the mere creatures of law, established for special purposes, and derive all their powers from the acts creating them, it is perfectly just and proper that they should be obliged strictly to show their authority for the business they

assume, and be confined, in their operations, to the mode and manner and subject matter prescribed."

1891 - New Orleans v. New Orleans Water Works Co., 142 U.S. 79 (1891). Held that a municipal corporation was the mere agent of the State in its governmental character, and was in no contract relations with its sovereign, at whose pleasure its charter may be amended, changed or revoked without the impairment of any constitutional obligation. It was also therein held that such a corporation, in respect to its private or proprietary rights and interests, might be entitled to constitutional protection. The Massachusetts courts take the same view of such a corporation. Browne v. Turner, 176 Massachusetts, 9. (At 89) "…third, the city being a municipal corporation and the creature of the state legislature, does not stand in a position to claim the benefit of the constitutional provision in question, since its charter can be amended, changed or even abolished at the will of the legislature.

1891 - Essex Public Road Board v. Skinkle, 140 U.S. 334, it was held, the Chief Justice speaking for the court, that an executive agency created by a State for the purpose of improving public highways, and empowered to assess the cost of its improvements upon adjoining lands, and to purchase such lands as were delinquent in the payment of the assessment, did not by such purchase acquire a contract right in the land so bought, which the State could not modify without violating the provisions of the Constitution of the United States. But further citations of authorities upon this point are unnecessary; they are full and conclusive to the point that the HN3 municipality, being a mere agent of the State, stands in its governmental or public character in no contract relation with its sovereign, at whose pleasure its charter may be amended, changed or revoked, without the impairment of any constitutional obligation, while with respect to its private or proprietary rights and interests it may be entitled to the constitutional protection. In this case the city has no more right to claim an immunity for its contract with the Water Works Company, than it would have had if such contract had been made directly with the State. The State, having authorized such contract, might revoke or modify it at its pleasure.

1889 - Williamson v. New Jersey, 130 U.S. 189, 199, it was held that the power of taxation on the part of a municipal corporation is not private property or a vested right of property in its hands; but the conferring of such power is an exercise by the legislature of a public and governmental power which cannot be imparted in perpetuity, and is always subject to revocation, modification and control, and is not the subject of contract. Said Mr. Justice Blatchford: "We are clearly of opinion that such a grant of the power of taxation, by the legislature of a State, does not form such a contract between the State and the township as is within the protection of the provision of the Constitution of the United States which forbids the passage by a State of a law impairing the obligation of contracts."

1893 - Noble v. Union River Logging R. Co., 147 U.S. 165 (1893) (two consecutive Department of Interior Secretaries, the first of whom granted the corporation a right of way, and the second of whom wanted to revoke that right of way on grounds that the corporation had misrepresented its plans for the land. "The [lower court] judgment supporting plaintiff railway's right to construct a right of way over public lands and barring defendant Secretary

of the Interior from molesting plaintiff in enjoying this right of way was affirmed because the right of way was not revocable by defendant and had vested in plaintiff."

1894 - Moran v. Sturges, 154 U.S. 256 (1894)

1896 - Covington & L. Turnpike Road Co. v. Sandford, 164 U.S. 578 (1896)

1896 - Woodruff v. Mississippi, 162 U.S. 291 (1896) (At 299) The general rule is that those powers which are within the intent and purposes of the creation of a corporation, and essential to give effect to the powers expressly granted, may be exercised as necessarily incident thereto, and that a discretion exists in the choice of the means to accomplish the required result, unless restricted by the terms of the grant. (At 309) The corporation was the creature of the state and had only such functions as the state chose to confer on it. Although it be true that the state is absolutely without power to control the right of individuals to contract for such lawful money of the United States as may seem to them best, certainly no such want of authority obtained with reference to the right of a state in granting a charter to a corporation to affix such restrictions as it deemed best.

1898 - Smyth v. Ames, 169 U.S. 466 (1898)

1899 - St. Louis, I.M. & S Ry. Co. v. Paul, 173 U.S. 404 (1899) - declaring that corporations are "creations of state";

1900 - Jellenik v. Huron Copper Mining Co., 177 U.S. 1 (1900)

1900 - Wilmington City Railway Co. v. People's Railway Co., 47 A. 245, 248 (Del. Ch. 1900)

1901 - Hancock Mut. Life Ins. Co. v. Warren, 181 U.S. 73 (1901) at 76: In Waters-Pierce Oil Co. v. Texas, 177 U.S. 28 (1900), where a statute of Texas was assailed on the ground that it took away the liberty of contract, Mr. Justice McKenna, delivering the opinion of the court, said: 'The plaintiff in error is a foreign corporation, and what right of contracting has it in the state of Texas? This is the only inquiry, and it cannot find an answer in the rights of natural persons. It can only find an answer in the rights of corporations and the power of the state over them. What those rights are, and what that power is, has often been declared by this court. A corporation is the creature of the law, and none of its powers are original. They are precisely what the incorporating act has made them, and can only be exerted in the manner which that act authorizes. In other words, the state prescribes the purposes of a corporation and the means of executing those purposes. The purposes and means are within the state's control. This is true as to domestic corporations. It has even a broader application to foreign corporations.'

1902 - Fidelity Mut. Life Asso. v. Mettler, 185 U.S. 308 (1902) (At 327) The constitutionality of that act was upheld by the supreme court of Ohio, and this court affirmed its judgment, and in the opinion the language used in Waters-Pierce Oil Co. v. Texas, 177 U.S. 28 (1900) was quoted: 'A corporation is the creature of the law, and none of its powers are original. They are precisely what the incorporating act has made them, and can only be exerted in the manner which that act authorizes. In other words, the state prescribes the purposes of a corporation and the means of executing those purposes. The purposes and means are within

the state's control. This is true as to domestic corporations. It has even a broader application to foreign corporations.' And we added: 'It was for the legislature of Ohio to define the public policy of that state in respect of life insurance, and to impose such conditions on the transaction of business by life insurance companies within the state as was deemed best. We do not perceive any arbitrary classification or unlawful discrimination in this legislation, but, at all events, we cannot say that the Federal Constitution has been violated in the exercise in this regard by the state of its undoubted power over corporations.'

1903 - Atkin v. Kansas, 191 U.S. 207 (1903) at 220-221…These questions-indeed, the entire argument of defendant's counsel- seem to attach too little consequence to the relation existing between a state and its municipal corporations. Such corporations are the creatures-mere political subdivisions-of the state, for the purpose of exercising a part of its powers. They may exert only such powers as are expressly granted to them, or such as may be necessarily implied from those granted. What they lawfully do of a public character is done under the sanction of the state. They are in every essential sense, only auxiliaries of the state for the purposes of local government. They may be created, or, having been created, their powers may be restricted or enlarged or altogether withdrawn at the will of the legislature; the authority of the legislature, when restricting or withdrawing such powers, being subject only to the fundamental condition that the collective and individual rights of the people of the municipality shall not thereby be destroyed. Rogers v. Burlington, 3 Wall. 654, 663, 18 L. ed. 79, 82; United States v. Baltimore & O. R. Co. 17 Wall. 322, 328-9, 21 L. ed. 597, 600; Mt. Pleasant v. Beckwith, 100 U.S. 514, 525 , 25 S. L. ed. 699, 701; Piqua Branch of State Bank v. Knoop, 16 How. 369, 380, 14 L. ed. 977, 981; Hill v. Memphis, 134 U.S. 198, 203 , 33 S. L. ed. 887, 889, 10 Sup. Ct. Rep. 562; Barnett v. Denison, 145 U.S. 135, 139 , 36 S. L. ed. 652, 653, 12 Sup. Ct. Rep. 819; Williams v. Eggleston, 170 U.S. 304, 310 , 42 S. L. ed. 1047, 1049, 18 Sup. Ct. Rep. 617. In the case last cited we said that 'a municipal corporation is, so far as its purely municipal relations are concerned, simply an agency of the state for conducting the affairs of government, and, as such, it is subject to the control of the legislature.' It may be observed here that the decisions by the supreme court of Kansas are in substantial accord with these principles. That court, in the present case, approved what was said in Clinton v. Cedar Rapids & M. River R. Co. 24 Iowa, 455, 475, in which the supreme court of Iowa said: 'Municipal corporations owe their origin to, and derive their powers and rights wholly from, the legislature. It breathes into them the breath of life, without which they cannot exist. As it creates, so it may destroy. If it may destroy, it may abridge and control. Unless there is some constitutional limitation on the right, the legislature might, by a single act, if we can suppose it capable of so great a folly and so great a wrong, sweep from existence all of the municipal corporations in the state, and the corporation could not prevent it. We know of no limitation on this right so far as the corporations themselves are concerned. They are, so to phrase it, the mere tenants at will of the legislature.' See also Re Dalton, 61 Kan. 257, 47 L. R. A. 380, 59 Pac. 336; State ex rel. Barton County Attorney v. Lake Keon Nav. Reservoir & Irrig. Co. 63 Kan. 394, 65 Pac. 681; State ex rel. Atty. Gen. v. Shawnee County, 28 Kan. 431, 433; Frederick v. Groshon, 30 Md. 436, 444, 96 Am. Dec. 591.

1904 - Carstairs v. Cochran, 193 U.S. 10 (1904) – “The corporation is also the creature of the State. New Orleans v. Houston, 119 U.S. 265, distinguished.

1904 - Terre Haute & I.R.Co. v. Indiana, 194 U.S. 579 (1904) at 584 - Corporations are mere creatures of law and have no powers except those expressly granted or indispensably necessary to the exercise of those expressly granted. Commonwealth v. Erie & N. E. R. R. Co., 27 Pa. St. 339, 351; Holyoke Co. v. Lyman, 15 Wall. 500, 511; Stourbridge Canal Co. v. Wheeley, 2 B. & Ad, 792; 4 Thompson on Corp. § 5661; Covington &c. Turnpike Co. v. Sandford, 164 U.S. 578

1905 - Lochner v. New York, 198 U.S. 45 (1905) Lochner, at 73

(Dissent by Harlan, White and Day)

I take leave to say that the New York statute, in the particulars here involved, cannot be held to be in conflict with the Fourteenth Amendment, without enlarging the scope of the Amendment far beyond its original purpose and without bringing under the supervision of this court matters which have been supposed to belong exclusively to the legislative departments of the several States when exerting their conceded power to guard the health and safety of their citizens by such regulations as they in their wisdom deem best. Health laws of every description constitute, said Chief Justice Marshall, a part of that mass of legislation which "embraces everything within the territory of a State, not surrendered to the General Government; all which can be most advantageously exercised by the States themselves." Gibbons v. Ogden, 9 Wheat. 1, 203. A decision that the New York statute is void under the Fourteenth Amendment will, in my opinion, involve consequences of a far-reaching and mischievous character; for such a decision would seriously cripple the inherent power of the States to care for the lives, health and well-being of their citizens. Those are matters which can be best controlled by the States. The preservation of the just powers of the States is quite as vital as the preservation of the powers of the General Government.

When this court had before it the question of the constitutionality of a statute of Kansas making it a criminal offense for a contractor for public work to permit or require his employes to perform labor upon such work in excess of eight hours each day, it was contended that the statute was in derogation of the liberty both of employes and employer. It was further contended that the Kansas statute was mischievous in its tendencies. This court, while disposing of the question only as it affected public work, held that the Kansas statute was not void under the Fourteenth Amendment. But it took occasion to say what may well be here repeated: "The responsibility therefor rests upon legislators, not upon the courts. No evils arising from such legislation could be more far-reaching than those that might come to our system of government if the judiciary, abandoning the sphere assigned to it by the fundamental law, should enter the domain of legislation, and upon grounds merely of justice or reason or wisdom annul statutes that had received the sanction of the people's representatives. We are reminded by counsel that it is the solemn duty of the courts in cases before them to guard the constitutional rights of the citizen against merely arbitrary power. That is unquestionably true. But it is equally true -- indeed, the public interests imperatively demand -- that legislative enactments should be recognized and enforced by the courts as embodying the will of the people, unless they are plainly and palpably, beyond all question, in violation of the fundamental law of the Constitution." Atkin v. Kansas, 191 U.S. 207, 223.

Lochner, at 74 (Holmes dissent) - This case is decided upon an economic theory which a large part of the country does not entertain. If it were a question whether I agreed with that theory I should desire to study it further and long before making up my mind. But I do not conceive that to be my duty, because I strongly believe that my agreement or disagreement has nothing to do with the right of a majority to embody their opinions in law. It is settled by various decisions of this court that state constitutions and state laws may regulate life in many ways which we as legislators might think as injudicious or if you like as tyrannical as this, and which equally with this interfere with the liberty to contract. Sunday laws and usury laws are ancient examples. A more modern one is the prohibition of lotteries. The liberty of the citizen to do as he likes so long as he does not interfere with the liberty of others to do the same, which has been a shibboleth for some well-known writers, is interfered with by school laws, by the Post Office, by every state or municipal institution which takes his money for purposes thought desirable, whether he likes it or not. The Fourteenth Amendment does not enact Mr. Herbert Spencer's Social Statics. …The other day we sustained the Massachusetts vaccination law…United States and state statutes and decisions cutting down the liberty to contract by way of combination are familiar to this court. .. Two years ago we upheld the prohibition of sales of stock on margins or for future delivery in the constitution of California…The decision sustaining an eight hour law for miners is still recent. … Some of these laws embody convictions or prejudices which judges are likely to share. Some may not. But a constitution is not intended to embody a particular economic theory, whether of paternalism and the organic relation of the citizen to the State or of laissez faire. It is made for people of fundamentally differing views, and the accident of our finding certain opinions natural and familiar or novel and even shocking ought not to conclude our judgment upon the question whether statutes embodying them conflict with the Constitution of the United States. …General propositions do not decide concrete cases. The decision will depend on a judgment or intuition more subtle than any articulate major premise. But I think that the proposition just stated, if it is accepted, will carry us far toward the end. Every opinion tends to become a law. I think that the word liberty in the Fourteenth Amendment is perverted when it is held to prevent the natural outcome of a dominant opinion, unless it can be said that a rational and fair man necessarily would admit that the statute proposed would infringe fundamental principles as they have been understood by the traditions of our people and our law. It does not need research to show that no such sweeping condemnation can be passed upon the statute before us. A reasonable man might think it a proper measure on the score of health. Men whom I certainly could not pronounce unreasonable would uphold it as a first instalment of a general regulation of the hours of work. Whether in the latter aspect it would be open to the charge of inequality I think it unnecessary to discuss.

1905 - Worcester v. Worcester C.S.R.Co., 196 U.S. 539 (1905) at 549 - The question then arising is, whether the legislature, in the exercise of its general legislative power, could abrogate the provisions of the contract between the city and the railroad company with the assent of the latter, and provide another and a different method for the paving and repairing of the streets through which the tracks of the railroad company were laid under the permit of their extended location. We have no doubt that the legislature of the Commonwealth had that power. A municipal corporation is simply a political subdivision of the State, and exists by virtue of the exercise of the power of the State through its legislative department. The legislature could at any time terminate the existence of the corporation itself, and provide

other and different means for the government of the district comprised within the limits of the former city. The city is the creature of the State. East Hartford v. Hartford Bridge Co., 10 How. 511, 533, 534.

1906 - Hale v. Henkel, 201 U.S. 43, 75 (1906) - Declaring that "the corporation is a creature of the state. It is presumed to be incorporated for the benefit of the public. . . . Its rights to act as a corporation are only preserved to it so long as it obeys the laws of its creation."

1908 - Consolidated Rendering Co. v. Vermont, 207 U.S. 541 (1908) at 553, following Adams v. NY, 192 U.S. 585 (1904) ...Sixth. The objection that the notice authorized by the statute amounted to an unreasonable search and seizure of the private books and documents of the company is also not well founded. In Adams v. New York, 192 U.S. 585, where the question was raised, the court refused to discuss the contention that the Fourteenth Amendment made the provisions of the Fourth and Fifth Amendments to the Constitution of the United States, as far as they related to the right of the people to be secure against unreasonable searches and seizures, and to be protected against being compelled to testify in a criminal case against themselves, privileges and immunities of citizens of the United States of which they could not be deprived by the action of the State, because on an examination of the record the court concluded that there had been no violation of this restriction, either in the unreasonable search and seizure or in compelling plaintiff in error to testify against himself. We are of opinion that there was no violation of such rights in the case before us, and we think it equally unnecessary to decide the question which was left undecided in the Adams case.

1911 - Chicago, B&Q.R.Co. v. McGuire, 219 U.S. 549 (1911)

1911 - People v. Curtice, 117 P. 357 (Colo. 1911) - "It is in no sense a sovereign corporation, because it rests on the will of the people of the entire state and continues only so long as the people of the entire state desire it to continue."

1911 - United States v. American Tobacco Co., 221 U.S. 106 (1911) - If the corporate form of combination is beyond the reach of Congress, it lacks supreme power to regulate commerce. Certainly a corporation, a mere creature of state law, cannot be endowed with power to obstruct commerce not possessed by the State itself. Deb's Case, 158 U.S. 564; Addyston Pipe Co. v. United States, 175 U.S. 211; Northern Securities Case, 193 U.S. 197. (At 142) The defendants were twenty-nine individuals, name in the margin,1 sixty-five American corporations, most of them created in the state of New Jersey, and two English corporations.

1911 - Wilson v. United States, 221 U.S. 361 (1911) at 383, quoting Hale v. Henkel at 74, 75 –

"Upon the other hand, the corporation is a creature of the State. It is presumed to be incorporated for the benefit of the public. It receives certain special privileges and franchises, and holds them subject to the laws of the State and the limitations of its charter. Its powers are limited by law. It can make no contract not authorized by its charter. Its rights to act as a corporation are only preserved to it so long as it obeys the laws of its creation. There is a reserved right in the legislature to investigate its contracts and find out whether it has

exceeded its powers. It would be a strange anomaly to hold that a State, having chartered a corporation to make use of certain franchises, could not in the exercise of its sovereignty inquire how these franchises had been employed, and whether they had been abused, and demand the production of the corporate books and papers for that purpose.

The defense amounts to this: That an officer of a corporation, which is charged with a criminal violation of the statute, may plead the criminality of such corporation as a refusal to produce its books. To state this proposition is to answer it. While an individual may lawfully refuse to answer incriminating questions unless protected by an immunity statute, it does not follow that a corporation, vested with special privileges and franchises, may refuse to show its hand when charged with an abuse of such privileges."

1918 - Linn v. United States (C. C. A.) 251 F. 476 (1918)- At 479 - The law is now well established that a corporation is not privileged from the production of its books and papers, even though they tend to incriminate an officer thereof. Johnson v. United States, 228 U.S. 457, 33 Sup. Ct. 572, 57 L. Ed. 919, 47 L.R.A. (N.S.) 263; Grant v. United States, 227 U.S. 74, 33 Sup. Ct. 190, 57 L. Ed. 423; Wheeler v. United States, 226 U.S. 478, 33 Sup. Ct. 158, 57 L. Ed. 309; Wilson v. United States, 221 U.S. 361, 31 Sup. Ct. 538, 55 L. Ed. 771, Ann. Cas. 1912D, 558.

1920 - Silverthorne Lumber Co. v. United States, 251 U.S. 385 (1920) at 392. In Linn v. United States, 251 Fed. Rep. 476, 480, it was thought that a different rule applied to a corporation, on the ground that it was not privileged from producing its books and papers. But the rights of a corporation against unlawful search and seizure are to be protected even if the same result might have been achieved in a lawful way.

1921 - Yazoo & M.V.R.Co. v. Clarksdale, 257 U.S. 10 (1921) at 26 - "The corporation is completely the creature of a State, and it is usually within the function of the creator to say how the creature shall be brought before judicial tribunals."

1922 - Pennsylvania Coal Co. v. Mahon, 260 U.S. 393 (1922)

1923 - Essgee Co. of China v. United States, 262 U.S. 151 (1923)

1923 - Kentucky Finance Corporation v. Paramount Auto Exchange Corporation, 262 U.S. 544, 550 (1923)

1923 - Meyer v. State of Nebraska, 262 U.S. 390, 399 (1923)

1924 - Federal Trade Commission v. American Tobacco Co., 264 U.S. 298 (1924)

1927 - Power Mfg. Co. v. Saunders, 274 U.S. 490 (1927)

1928 - Ferry v. Ramsey, 277 U.S. 88 (1928) dissent at 96-97 - I do not quarrel with the suggestion that it was within the constitutional power of the state to create an absolute liability against a director if, while insolvent, the bank of which he is a director receive a deposit. But this the state did not do. Instead, it adopted a statute creating a liability only in case the director assents to the deposit; and I should have supposed the liability of the director must be measured by what the state has enacted and not by what it had the power to enact. Under such a statute, without more, it is perfectly plain that proof by the state of such assent would be necessary.

1929 - Commonwealth v. Widovich, 145 A. 295 (1929): 'The police power is the greatest and most powerful attribute of government; on it the very existence of the state depends. * * * If the exercise of the police power should be in irreconcilable opposition to a constitutional provision or right, the police power would prevail.' It needs no constitutional reservation or declaration to support it." See also Commonwealth v. Stofchek, 185 A. 840, 844 (1936).

1931 - Go-Bart Co. v. United States, 282 U.S. 344 (1931)

1933 - Louis K. Liggett Co., v. Lee, 288 U.S. 517 (1933)

1933 - Williams v. Baltimore, 289 U.S. 36 (1933)) at 40 - A municipal corporation, created by a state for the better ordering of government, has no privileges or immunities under the federal constitution which it may invoke in opposition to the will of its creator. Trenton v. New Jersey, 262 U.S. 182;Newark v. New Jersey, 262 U.S. 192; Worcester v. Worcester Consolidated Street Ry. Co., 196 U.S. 539;Pawhuska v. Pawhuska Oil Co., 250 U.S. 394;Risty v. Chicago, R. I. & P. Ry. Co., 270 U.S. 378, 390;Railroad Commission v. Los Angeles Ry. Corp., 280 U.S. 145, 156

1934 - F.E. Nugent Funeral Home v. Beamish, 173 A. 177 (Pa. 1934) - "Corporations organized under a state's laws. . . depend on it alone for power and authority"

1935 - State v. Walmsley, 162 So. 826 (La. 1935)...Municipalities are established for public purposes alone, and by specific grant of charter rights by the Legislature are empowered to administer a part of the sovereign power of the state over such territory as the municipality may embrace. They are mere creatures of the Legislature and are entirely subject to the legislative will. Laws which establish and regulate municipal corporations are not contracts; they are ordinary acts of legislation, and the powers and authority which they confer are nothing more than mandates of the sovereign power, the state, and those laws may be repealed or altered at the will of the Legislature, except so far as the repeal may affect the rights of third persons acquired under them…It is only on the theory that the stipulation of the taxpayers in their petition gave rise to a contract between the state and the taxpayers or to a contract between the city, the taxpayers, and the bondholders, and, as such, became inviolable, that this contention would have any weight, but this argument, as far as any contract with the state is concerned, has been absolutely refuted by the decisions of this court in State v. Kohnke, 109 La. 838, 33 So. 793, and in Realty Owners' Protective Alliance v. City of New Orleans, 165 La. 159, 115 So. 444…Both of these cases hold to the contrary on the ground that such statutes are public laws relating to public subjects, and their enactment does not establish the existence of contractual relations, and cite the decision of the United States Supreme Court in Newton v. Mahoning Company, 100 U.S.

548, 557, 25 L. Ed. 710, wherein the court held that a statute of similar tenor did not create a contract, but was "a public law relating to a public subject within the domain of the general legislative power of the State, and involving the public rights and public welfare of the entire community affected by it."

1936 - Commonwealth v. Stofchek, 322 Pa. 513, 185 A. 840 (1936)

1938 - Connecticut General Life Insurance Co. v. Johnson, 303 U.S. 77, 85-90 (1938)

1939 - Coleman v. Miller, 307 U.S. 433 (1939) at 441 - Being but creatures of the State, municipal corporations have no standing to invoke the contract clause or the provisions of the Fourteenth Amendment of the Constitution in opposition to the will of their creator. 6 Pawhuska v. Pawhuska Oil Co., 250 U.S. 394; Trenton v. New Jersey, 262 U.S. 182; Risty v. Chicago, R. I. & P. Ry. Co., 270 U.S. 378; Williams v. Mayor, 289 U.S. 36

1943 - West Virginia State Board of Education v. Barnette, 319 U.S. 624 (1943)

1946 - Oklahoma Press Pub. Co. v. Walling, 327 U.S. 186 (1946) (Corporate "right" to Fourth Amendment protections, at 204:

Correspondingly it has been settled that corporations are not entitled to all of the constitutional protections which private individuals have in these and related matters. As has been noted, they are not at all within the privilege against self-incrimination, although this Court more than once has said that the privilege runs very closely with the Fourth Amendment's search and seizure provisions. It is also settled that an officer of the company cannot refuse to produce its records in his possession, upon the plea that they either will incriminate him or may incriminate it. And, although the Fourth Amendment has been held applicable to corporations notwithstanding their exclusion from the privilege against self-incrimination, the same leading case of Wilson v. United States, 221 U.S. 361, distinguishing the earlier quite different one of Boyd v. United States, 116 U.S. 616, held the process not invalid under the Fourth Amendment, although it broadly required the production of copies of letters and telegrams "signed or purporting to be signed by the President of said company during the months of May and June, 1909; in regard to an alleged violation of the statutes of the United States by C. C. Wilson." 221 U.S. at 368, 375.

The Wilson case has set the pattern of later decisions and has been followed without qualification of its ruling. Contrary suggestions or implications may be explained as dicta; or by virtue of the presence of an actual illegal search and seizure, the effects of which the Government sought later to overcome by applying the more liberal doctrine developed in relation to "constructive search"; or by the scope of the subpoena in calling for documents so broadly or indefinitely that it was thought to approach in this respect the character of a general warrant or writ of assistance, odious in both English and American history. But no case has been cited or found in which, upon similar facts, the Wilson doctrine has not been followed. Nor in any has Congress been adjudged to have exceeded its authority, with the single exception of Boyd v. United States, supra, which differed from both the Wilson case and the present ones in providing a drastically incriminating method of enforcement which was applied to the production of partners' business records. Whatever limits there may be to

congressional power to provide for the production of corporate or other business records, therefore, they are not to be found, in view of the course of prior decisions, in any such absolute or universal immunity as petitioners seek...

Without attempt to summarize or accurately distinguish all of the cases, the fair distillation, in so far as they apply merely to the production of corporate records and papers in response to a subpoena or order authorized by law and safeguarded by judicial sanction, seems to be that the Fifth Amendment affords no protection by virtue of the self-incrimination provision, whether for the corporation or for its officers; and the Fourth, if applicable, at the most guards against abuse only by way of too much indefiniteness or breadth in the things required to be "particularly described," if also the inquiry is one the demanding agency is authorized by law to make and the materials specified are relevant. The gist of the protection is in the requirement, expressed in terms, that the disclosure sought shall not be unreasonable.

When these principles are applied to the facts of the present cases, it is impossible to conceive how a violation of petitioners' rights could have been involved. Both were corporations. The only records or documents sought were corporate ones. No possible element of self-incrimination was therefore presented or in fact claimed. All the records sought were relevant to the authorized inquiry, [46] the purpose of which was to determine two issues, whether petitioners were subject to the Act and, if so, whether they were violating it. These were subjects of investigation authorized by § 11 (a), the latter expressly, the former by necessary implication. [47] It is not to be doubted that Congress could authorize investigation of these matters. In all these respects, [48] the specifications more than meet the requirements long established by many precedents.

1948 - Shapiro v. United States, 335 U.S. 1 (1948)

1949 - Wheeling Steel Corp. v. Glander, 337 U.S. 562, 576-581 (1949)

1950 - United States v. Morton Salt Co., 338 U.S. 632, 650 (1950) - Corporations “are endowed with public attributes. They have a collective impact upon society, from which they derive the privilege as artificial entities”

1958 - Avery v. Midland County, 390 U.S., at 481 (1958) from the page cite in Ball v. James, 451 U.S. 355, 388 (1981) - That the state legislature may itself be properly apportioned does not exempt subdivisions from the Fourteenth Amendment. While state legislatures exercise extensive power over their constituents and over the various units of local government, the States universally leave much policy and decisionmaking to their governmental subdivisions. Legislators enact many laws but do not attempt to reach those countless matters of local concern necessarily left wholly or partly to those who govern at the local level. What is more, in providing for the governments of their cities, counties, towns, and districts, the States characteristically provide for representative government -- for decisionmaking at the local level by representatives elected by the people. And, not infrequently, the delegation of power to local units is contained in constitutional provisions for local home rule which are immune from legislative interference. In a word, institutions of local government have always been a major aspect of our system, and their responsible

and responsive operation is today of increasing importance to the quality of life of more and more of our citizens. We therefore see little difference, in terms of the application of the Equal Protection Clause and of the principles of Reynolds v. Sims, between the exercise of state power through legislatures and its exercise by elected officials in the cities, towns, and counties… Inequitable apportionment of local governing bodies offends the Constitution even if adopted by a properly apportioned legislature representing the majority of the State's citizens. The majority of a State -- by constitutional provision, by referendum, or through accurately apportioned representatives -- can no more place a minority in oversize districts without depriving that minority of equal protection of the laws than they can deprive the minority of the ballot altogether, or impose upon them a tax rate in excess of that to be paid by equally situated members of the majority. Government -- National, State, and local -- must grant to each citizen the equal protection of its laws, which includes an equal opportunity to influence the election of lawmakers, no matter how large the majority wishing to deprive other citizens of equal treatment or how small the minority who object to their mistreatment. Lucas v. Colorado General Assembly, 377 U.S. 713 (1964), stands as a square adjudication by this Court of these principles.

1961 - In the Matter of United States of America, 286 F.2d 556 (1st Cir. 1961)

1961 - Poe v. Ullman, 367 U.S. 497, 516 (1961)

1962 - Fong Foo v. United States, 369 U.S. 141 (1962)

1964 - Bell v. Maryland, 378 U.S. 226 (1964)

1965 - United Steelworkers of America v. R.H. Bouligny, Inc., 382 U.S. 145 (1965) 1965 - at 147 - Article III, § 2, of the Constitution provides: "The judicial Power shall extend . . . to Controversies . . . between Citizens of different States..." Congress lost no time in implementing the grant. In 1789 it provided for federal jurisdiction in suits "between a citizen of the State where the suit is brought, and a citizen of another State." [3] There shortly arose the question as to whether a corporation -- a creature of state law -- is to be deemed a "citizen" for purposes of the statute. This Court, through Chief Justice Marshall, initially responded in the negative, holding that a corporation was not a "citizen" and that it might sue and be sued under the diversity statute only if none of its shareholders was a co-citizen of any opposing party. Bank of the United States v. Deveaux, 5 Cranch 61. In 1844 the Court reversed itself and ruled that a corporation was to be treated as a citizen of the State which created it. Louisville, C. & C. R. Co. v. Letson, 2 How. 497. Ten years later, the Court reached the same result by a different approach. In a compromise destined to endure for over a century, [4] the Court indulged in the fiction that, although a corporation was not itself a citizen for diversity purposes, its shareholders would conclusively be presumed citizens of the incorporating State. Marshall v. Baltimore & O. R. Co., 16 How. 314.

1966 - United States v. Armco Steel Corporation, 252 F.Supp. 364 (S.D. CA 1966) At 367. It is noted that constitutional jeopardy applies to "persons." Everybody here had assumed that "persons" included corporations, but in an examination of the Constitution I find no definition of "persons." In the cases of United States v. General Electric, D.C., 40 F. Supp. 627, and United States v. Ozark Canners, 51 F. Supp. 150, corporations as well as

individuals were indicted. Those cases involved motions concerned with whether or not the indictment stated only one offense But in neither of them nor in any of the other cases examined by the court, including those cited by the parties, has there been found any discussion as to whether or not the constitutional jeopardy extended to persons also included corporations…It again is one of those kind of questions which nag for an answer and which may "lurk in the record" and may become "ripe for decision" when this case reaches the appellate court…Sections 7 and 12 of Title 15, the antitrust law, both define "persons" as including corporations. Section 7 has specific reference to Section 1 under which the present indictment is brought so that under the antitrust law corporations are included as persons…Section 1 of Title 1 of the United States Code does likewise when the question is, "determining the meaning of any act or resolution of Congress," and there are literally scores of similar statutory definitions contained in other acts of Congress to the same effect. I counted more than 120 references to the definition of "persons" in different statutes in the Code Index…And while all of such definitions relate to acts of Congress - and there is no constitutional definition and no case that I can find that has discussed or decided the matter - nevertheless in view of the consistency of such congressional definitions and similar consistent holdings by the courts from the earliest times with relation to statutes and contracts, and in view of the fact that "persons" while they are not corporations, either directly or indirectly ultimately persons own all corporations and thus "persons" must ultimately suffer whatever penalties are imposed upon the corporations, it seems beyond doubt to me that the constitutional jeopardy extended to "persons" includes corporations, which each of the four remaining defendants is.

1967 - Camara v. Municipal Court, 387 U.S. 527, 528, the 'basic purpose of [the Fourth] Amendment … is to safeguard the privacy and security of individuals against arbitrary invasions by governmental officials.' The officials may be health, fire, or building inspectors. Their purpose may be to locate and abate a suspected public nuisance, or simply to perform a routine periodic inspection. The privacy that is invaded may be sheltered by the walls of a warehouse or other commercial establishment not open to the public.

1973 - Salyer Land Co. v. Tulare Lake Basin Water Stor. District, 410 U.S. 719 (1973)

1974 - California Bankers Assn. v. Shultz, 416 U.S. 21 (1974)

1975 - Cort v. Ash, 422 U.S. 66 (1975)

1976 - Virginia Board of Pharmacy v. Virginia Citizens Consumer Council, Inc., 425 U.S. 748 (1976)

1977 - Santa Fe Industries, Inc. v. Green, 430 U.S. 462 (1977)

1977 - United States v. Martin Linen Supply Co., 430 U.S. 564 (1977)

1978 - First National Bank of Boston v. Bellotti, 435 U.S. 765 (1978) (Mass. Supreme Court, lower decision - 371 Mass. 773, 783, 359 N.E.2d 1262, 1269 (Mass. 1977) at 778. - "The Massachusetts court did not go so far as to accept appellee's argument that corporations, as creatures of the State, have only those rights granted them by the State..."

1978 - Marshall v. Barlow's Inc., 436 U.S. 307 (1978) at 323-324, provided the following rationale for so holding: "The authority to make warrantless searches devolves almost unbridled discretion upon executive and administrative officers, particularly those in the field, as to when to search and whom to search. A warrant, by contrast, would provide assurances from a neutral officer that the inspection is reasonable under the Constitution, is authorized by statute, and is pursuant to an administrative plan containing specific neutral criteria. Also, a warrant would then and there advise the owner of the scope and objects of the search, beyond which limits the inspector is not expected to proceed. These are important functions for a warrant to perform, functions which underlie the Court's prior decisions that the Warrant Clause applies to inspection for compliance with regulatory statutes. Camara v. Municipal Court, 387 U.S. 523 (1967) and See v. Seattle, 287 U.S. 541 (1967)."

1978 - Monell v. Department of Social Services of the City of New York, 436 U.S. 658 (1978)

1978 - Regents of the University of California v. Bakke, 438 U.S. 265 (1978)

1979 - Burks v. Lasker, 441 U.S. 471 (1979) at 478 - "Corporations are creatures of state law," ibid., and it is state law which is the font of corporate directors' powers."

1980 - Central Hudson Gas & Electric Corp., v. Public Utilities Comm'n, 447 U.S. 557 (1980)

1981 - Ball v. James, 451 U.S. 355: It is suggested by the Court in a footnote, see ante, at 371, n. 20, and by Justice Powell in his concurring opinion that since the nonvoters living in the District may, of course, vote in the state legislature elections, their interests are sufficiently represented since the state legislature maintains ultimate control over the operation and authority of the District. This suggestion lacks merit and has been specifically rejected in past decisions of this Court. Avery v. Midland County, 390 U.S., at 481. See Kramer, 395 U.S., at 628, n. 10. In most situations involving a state agency or even a city, the state legislature and ultimately the people could exercise control since any municipal corporation is a creature of the State. The Fourteenth Amendment requires a far more direct sense of democratic participation in elective schemes which is not satisfied by the indirect and imprecise voter control suggested by the Court and by Justice Powell. Cf. Lafayette v. Louisiana Power & Light Co., 435 U.S. 389, 406 (1978) (rejecting argument that Sherman Act should not apply to municipally owned utility because dissatisfied consumers had recourse in state legislature).

1982 - City of Cincinnati v. Morris Investment Co., 451 N.E.2d 259 (Hamilton Cty. Ohio 1982) at 260 - It is now established that health and safety inspections of this type are subject to the Fourth Amendment warrant requirements. Torres v. Puerto Rico (1978), 442 U.S. 465, 473. This is true despite statutory or administrative authority for inspection of private homes or businesses. Markus, Trial Handbook for Ohio Lawyers (2 Ed. 1982) 623, Section 366; Camara v. Municipal Court of San Francisco (1967), 387 U.S. 523; See v. Seattle (1967), 387 U.S. 541…The premises involved here are residential, but are not the residence of defendant, a corporation. As to defendant, the premises are commercial. Certainly, however, the present situation is analogous to warrantless inspections of business premises, which have been enjoined as being violative of the Fourth Amendment (following Marshall v. Barlow's, Inc., 436 U.S. 307 (1978) and Camara v. Municipal Court, 387 U.S. 527, 528,

(1967) …These deviations from the typical police search are thus clearly within the protection of the Fourth Amendment." Michigan v. Tyler (1978), 436 U.S. 499, 504-505.

1982 - Plyler v. Doe, 457 U.S. 202 (1982)

1986 - Dow Chemical Corporation v. U.S., 476 U.S. 337 (1986)

1986 - Pacific Gas & Elec. Co. v. Public Utilities Comm'n, 475 U.S. 1 (1986)
1988 - Braswell v. United States, 487 U.S. 99 (1988)

1988 – Braswell v. United States, 487 U.S. 99 (1988)

1990 – Austin v. Michigan Chamber of Commerce, 494 U.S. 652 (1990) at 657: To determine whether Michigan's restriction on corporate political expenditures may constitutionally be applied to the Chamber, we must ascertain whether it burdens the exercise of political speech and, if it does, whether it is narrowly tailored to serve a compelling state interest. Buckley v. Valeo, 424 U.S. 1, 44-45 (1976)(per curiam). Certainly, the use of funds to support a political candidate is "speech"; independent campaign expenditures constitute "political expression 'at the core of our electoral process and of the First Amendment freedoms.'" Id., at 39 (quoting Williams v. Rhodes, 393 U.S. 23, 32 (1968)). The mere fact that the Chamber is a corporation does not remove its speech from the ambit of the First Amendment. See, e. g., First National Bank of Boston v. Bellotti, 435 U.S. 765, 777 (1978).

1991 - Kamen v. Kember Finanicial Services, 500 U.S. 90 (1991)

1991 - Virginia Bankshares v. Sandberg, 501 U.S. 1083 (1991)

1996 - International Dairy Foods Association v. Amestoy, 92 F.3d 67 (2nd Cir. 1996)

1997 - CELDF v. WMX, Technologies, et al., 1074 M.D. 1996 (Commonwealth Court of Pennsylvania 1997)

1999 - Del Monte Dunes at Monterey, Ltd. v. City of Monterey, 95 F.3d 1422 (9th Cir. 1996), aff'd, 526 U.S. 687 (1999)

1999 - William Wynn, ex. rel., v. Philip Morris, Inc. et al., 51 F. Supp. 2d 1232 (N.D. Ala. 1999)

2002 - Synagro-WWT, Inc. v. Rush Township, 204 F. Supp. 2d 827, 843 (M.D. Pa. 2002); 299 F. Supp. 2d 410 (M.D. Pa. 2003)

2003 - Jacobus v. State of Alaska, 338 F. 3d 1095, 1121 (9th Cir. 2003) - Corporations have rights under the First Amendment. Austin, 494 U.S. at 657. However, as the Court has recently noted, "within the realm of contributions generally, corporate contributions are furthest from the core of political expression, since corporations' First Amendment speech and association interests are derived largely from those of their members and of the public in receiving information." Beaumont, 123 S. Ct. at 2210 n.8 (citations omitted). As a result, the power of the state to regulate corporate participation in elections is well established. See Mass. Citizens for Life, 479 U.S. at 252, 256-60; Buckley, 424 U.S. at 25-29; ACLU, 978

P.2d at 614, 634. The breadth of this power was confirmed in Austin, when the Supreme Court upheld a Michigan ban on independent expenditures from corporations' general treasuries, finding that the ban withstood strict scrutiny despite the fact that expenditures are protected more rigorously than contributions. 494 U.S. at 660; see also Beaumont, 123 S. Ct. at 2205 (noting "the current of a century of congressional efforts to curb corporations' potentially 'deleterious influences on federal elections'"). The Court found that restricting "the [**74] corrosive and distorting effects of immense aggregations of wealth" on the political process constituted a compelling governmental interest, providing a rationale for state regulation of corporate political speech separate from the ordinary danger of corruption:

Regardless of whether this danger of "financial quid pro quo" corruption may be sufficient to justify a restriction on independent expenditures, Michigan's regulation aims at a different type of corruption in the political arena: the corrosive and distorting effects of immense aggregations of wealth that are accumulated with the help of the corporate form and that have little or no correlation to the public's support for the corporation's political ideas. Austin, 494 U.S. at 659 (citation omitted). This rationale encompasses not only corporate money contributed directly to candidates, but any corporate political speech that could distort "the integrity of the marketplace of political ideas." Mass. Citizens for Life, 479 U.S. at 257. Despite the broad sweep of the ban on corporate expenditures in Austin, the Court found the ban to be justified, 494 U.S. at 661, suggesting that a ban on corporate contributions is almost certainly also constitutional….In this case, the ban on corporate soft money contributions to political parties is justified by both the danger of corruption and the corrosive effects of wealth accumulated with the aid of the corporate structure. Because the prohibition here is only on contributions, rather than on expenditures, it comprises less of a constitutional burden than the prohibition upheld in Austin. See Austin, 494 U.S. at 660 ("Corporate wealth can unfairly influence elections when it is deployed in the form of independent expenditures, just as it can when it assumes the guise of political contributions." (emphasis added)). "A ban on direct corporate contributions leaves individual members of corporations free to make their own contributions, and deprives the public of little or no material information." Beaumont, 123 S. Ct. at 2210 n.8. We hold that the ban passes constitutional scrutiny.

2003 - Smithfield Foods, Inc. v. Miller, 367 F. 3d 1061, 1063 (8th Cir. 2003).

2003 - South Dakota Farm Bureau, Inc. v. Hazeltine, et al., 340 F. 3d 583, 596 (8th Cir. 2003)

2010- Citizens United v. Federal Elections Commission