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COMMENTS, CASES AND MATERIALS ON
CORPORATIONS AND PARTNERSIPS. By
Hugh L. Sowards. Buffalo: Dennis & Co., Inc.,
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tively concerning the five Chief Justices he had known; all these—and many others—are here. There is a striking variety of both subject and style in these literary samplings of legal writing, but it is all effective English deftly used by workmen who understand and appreciate the tool being used.

Legal writing is too often poor and more often dull. This volume brilliantly demonstrates that it need not be either. Lord Macmillan has wisely observed, "Words, the spoken and the written word, are the raw material of the lawyer's trade, and the possession of a good literary style which enables him to make effective use of that material is one of the most valuable of all professional equipments." (p. 104) One would have to search far and wide to find a better model—or rather many excellent models—than the contents of this book. In addition, it is "good reading, which cannot be said of many law books." The reviewer's cliché, "the author has rendered a service to the profession," would be highly appropriate here if too-frequent usage had not made it tawdry. In kindly autographing the book for me, the author charitably remarked that I have "long known the value of the law—literature relationship." Simple fairness demands that I say in return, "His book has materially broadened and deepened and enriched my appreciation of the close relationship between law and literature." I sincerely hope that it will do as much for many other lawyers.

Dillard S. Gardner

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COMMENTS, CASES AND MATERIALS ON CORPORATIONS AND PARTNERSHIPS. By Hugh L. Sowards. Buffalo: Dennis & Co., Inc., 1958. Pp. 614. \$9.00.

Professor Sowards' new book on corporations and partnerships is not just another casebook in the field. The significance of this volume lies in the fact that it was obviously and happily written for the law student, who should receive from its pages a sound, practical and thorough knowledge of the law of business associations.

This reviewer has taken the time to examine other casebooks in the field over the last ten years. Through them all runs a common factor—bigness. One recent volume, for example, contains in excess of 1,400 pages on corporations alone. The apparent inability of an instructor to cover all or even a major portion of the material in such a volume in the time allotted is obvious. This leaves the student at a loss insofar as those portions omitted are concerned; he must dig it out for himself from a law quizzer or a hornbook, thus making that part of his study of the subject little more than a correspondence course. It should be pointed out that the author

has succeeded in avoiding the usual lengthy and cumbersome character of such a casebook through the deliberate omission of any intensive consideration of corporate finance, a specialized subject which has received thorough treatment in an earlier work by Professor Sowards (*Sowards, Comments, Cases and Materials on Corporate Finance* [1950]).

The outstanding feature one observes, even on a casual examination of this new book, is its practicality. Explanatory text has been placed at the beginning of each topic and sub-topic. Modern statutory material and even suggested forms and procedural guides are abundant. By way of illustration, there is a complete certificate of incorporation with comments, a suggested form of restrictive stock transfer agreement and a partnership buy-sell agreement. But scholarship has not been sacrificed for the sake of practicality. Indeed, this volume contains a comprehensive and close-knit treatment of modern corporate and partnership law. The inclusion of recent cases, such as *Gruber v. Chesapeake & O. R.R.* (158 F. Supp. 593 [N.D. Ohio 1958]), *Bing Crosby Minute Maid Corp. v. Eaton*, (297 P.2d 5[1956]), and *Park Terrace, Inc. v. Phoenix Indemnity Co.* (243 N.C. 595, 91 S.E.2d 584 [1956]), all underlining recent significant corporate developments, reveal that the author has engaged in careful research.

Another feature of the book merits special commendation—the separate treatment of corporations and partnerships. I am in complete agreement with the author, to quote from his Preface, that “In recent years there has been an apparent de-emphasis placed on Partnership in the law school curriculum . . . The attorney who is too ‘corporate conscious’ may . . . actually render his client a disservice by advising incorporation.” The full-fledged treatment of partnership as a part of the course on Business Associations should be a welcome revival to both instructors and law students.

Throughout the volume particular emphasis has been placed upon the problems of close corporations. This feature is significant from the standpoint of the practicing attorney, whose corporate clientele most often consists of family and closely held entities rather than public corporations.

The publication of Professor Sowards’ book comes at a propitious time. Rarely in American history has corporate activity and business activity in general been at such a feverish pitch. Thus, the book should take on added significance to attorneys specializing in this field.

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