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# ORGANIZING CORPORATE AND OTHER BUSINESS ENTERPRISES. By Chester Rohrllich. Albany: Matthew Bender & Co., 1949.

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of both majority and minority utterances. In doing so he has unfolded an exceptionally lucid picture of constitutional development in the last decade with one of the most learned jurists of all times as the leading character. The book is stimulating and provocative and enables the reader to gain an understanding of the relationship of the Supreme Court to our system of government.

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ORGANIZING CORPORATE AND OTHER BUSINESS ENTERPRISES. By Chester Rohrllich. Albany: Matthew Bender & Co., 1949. Pp. 533. \$12.00.

THIS book will serve the purpose of supplying a need keenly felt by lawyers and businessmen for a long time. Of course, it is impossible to treat exhaustively in one volume the many aspects of legal and economic aspects touched upon by the author. However, this brief treatise gives much insight into many vital problems confronting the businessman about to launch an enterprise or contemplating changes in the nature of his organization.

Far too many commercial prospectors launch businesses before adequate knowledge is gained as to the relative merits of different types of entrepreneurial units or the devices provided or permitted by law in organizing their business setup, corporate or otherwise. So often a policy of trial and error is invoked with little regard for pitfalls that may lurk just around the corner. Every attorney engaging in any volume of commercial practice can vouch for the many legal difficulties which might have been avoided if a little more foresight had been employed during the creation of the business unit.

This book is more than a legal textbook; it will serve the purpose of a business guide or manual. Every business promoter contemplating the launching of a business project, as well as the attorney supplying him with legal advice, can well afford to read carefully a major portion of this book before he decides upon the type of unit he is to employ and the details of its setup.

The main portion of the book is divided into thirteen chapters. The author first takes up preliminary matters to be considered in a survey of the projected enterprise, giving an analysis of possible legal restrictions to be met and making suggestions as to meeting them. He points out problems to be considered in protecting and making use of inventions, copyrights, trademarks, trade names, etc. Chapter III deals with matters confronting the promoter as to his rights and liabilities. In Chapter IV the merits of the various forms of business units are contrasted and evaluated. In the following two chapters he offers suggestions for choosing the "best" form of business organization, place of domicile, etc., under varied sets of facts.

Chapter VII is concerned with the problems relating to corporate pro-

cedures in bringing the corporation into being. It is this writer's belief that the author could well have devoted more space to this important portion of his treatise. Slightly over twenty-three pages are not sufficient for an adequate treatment of the vital matters confronting incorporators in their functions. Of course, other more exhaustive treatises covering this matter are available, and possibly the author can justify his procedure on the ground that he did not care to duplicate materials already available. It also must be borne in mind that the author's object was to have his single volume serve more as an elementary introductory treatment suitable for businessman and commercial attorney alike.

Approximately one-fourth of the book is contained in the appendix. Much valuable materials in the way of forms and comparative tables on matters of taxation, etc., are included in the appendix. There is but one major objection to the book and that is the form of type. The publishers have employed photo-offset rather than the usual easy-reading booktype. This difficulty in reading detracts from its form. But, in spite of this, the book will serve as a valuable contribution to this field of information so sorely neglected in the past.

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SOUTHERN POLITICS IN STATE AND NATION. By V. O. Key, Jr. with Alexander Heard. New York: Alfred A. Knopf. 1949. Pp. x, 675. \$6.00.

FOR many years we have lacked a scientific analysis of the political phenomena of our Southern states. Efforts to meet this need have too often been theoretical in approach and based on principles rather than upon research and facts. As a result, we have lacked an adequate understanding of the political system of almost one quarter of our states, a section which has been almost uniformly successful in exerting a disproportionately large influence in national affairs by reason of its solid front.

Plans for a thorough study of politics in the South originated in the Bureau of Public Administration of the University of Alabama some ten years ago and the project was made possible through a grant from the Rockefeller Foundation. Professor Key, then of Johns Hopkins and now of Yale, was chosen to direct it. Based primarily on several years of field work and interviews with more than 500 southern politicians, editors, business and labor leaders and others active in public life, this study constitutes an indispensable reference work for all persons interested in the American political scene, the political practitioner as well as the student of government. A great wealth of hitherto unavailable material on the working of the political system of the