



Undertaking a Closing-Out or Going-out of Business Sale

The requirements for undertaking a Closing-Out or Going-Out of Business Sale are covered mainly by State Law. The business owner must complete the following steps as laid out in the MGL, 93§28, 28A and 28D and deliver the material listed below to the Freetown Town Clerk's Office at least 3 days before the start of the sale.

1. The owner of the business must provide the Town Clerk a complete and detailed inventory, including the following, and it must be signed by the owner(s) under the penalties of perjury:
 - a) A complete and detailed list of all items to be included in the sale which shall consist of the goods, wares and merchandise actually in the place of business wherein and whereat such sale is to be conducted, at the opening of such sale, with a description of the name or kinds of goods and the quantity of each, and
 - b) Whether or not previously listed in section (a), a listing separately in the same manner of any goods, wares and merchandise to be included in such sale which had been purchased during a 60 day period immediately prior to the filing of the inventory.
2. The fee for filing this inventory is \$1.00/page. Check may be made payable to the Town of Freetown.
3. As per MGL, a required surety bond (not a check) in the amount of \$1,000.00 payable to the Town of Freetown with sureties approved by the Board of Selectmen. *(You can contact your insurance company to assist with this performance/surety bond. The Bond company used must be licensed to issue bonds in Massachusetts. Once submitted, the Town Counsel will review, and if sufficient, the Board of Selectmen will approve.)*
4. Contact information of the responsible for the sale, including phone, street address and email. *(Form available at Town Clerk's Office)*

All of the above items must be delivered to the Town Clerk's Office at 3 North Main St, Assonet, MA at least 3 days prior to the opening of the sale. In addition, the owner(s) must also submit a copy of the date-stamped filing (as received) to the MA Attorney General's Office in Boston.

In accordance with MGL (state law), no person can conduct a removal or termination sale for a period of more than 60 days from the opening of the sale. No person can advertise a removal sale without stating the FINAL date of the sale and include no goods other than those listed on the filed inventory.

For additional information please see MG MGL, 93§28, 28A and 28D attached.

If you have a Business Certificate (DBA) on file with the Town Clerk's Office, a Discontinuance or Withdrawal from Business form also needs to be filed (in accordance with MGL).



Town of Freetown
3 North Main St, P O Box 438, Assonet, MA 02702
508-644-2201

Closing-Out or Going-Out of Business Sale

Business Name: _____

Business Location/Address: _____

Phone number: _____ Email address: _____

Name & Address of Person(s)/Corporation conducting such business:

- | | | | |
|----|--------------|---------|-----------|
| 1. | _____ | _____ | _____ |
| | Name (Print) | Address | Signature |
| 2. | _____ | _____ | _____ |
| | Name (Print) | Address | Signature |
| 3. | _____ | _____ | _____ |
| | Name (Print) | Address | Signature |

Start Date of Closing-out Sale: _____ (The sale must end 60 Days after the start date)

Number of Pages of Inventory: _____

_____, S.S.

On this _____ day of _____, 20____, before me, the undersigned
notary public, personally appeared _____
and proved to me his/her identity through satisfactory evidence which was _____
to be the person(s) whose name is signed on the above document in my presence and who swore
or affirmed to me that the contents of the document are truthful and accurate to the best of his/her
knowledge and belief.

Notary Public

(Commission expires)

Part I ADMINISTRATION OF THE GOVERNMENT**Title XV** REGULATION OF TRADE**Chapter 93** REGULATION OF TRADE AND CERTAIN ENTERPRISES**Section 28** PENALTIES

Section 28. Any person doing any business for which a bond is required by section twenty-four or any member of a partnership or officer of an association or corporation doing such business shall, upon written demand, render a true and complete account to the person, partnership, association or corporation from whom any account, bill or indebtedness was taken for collection and shall turn over to or for such person, partnership, association or corporation the proceeds of such collection within thirty days after such written demand and shall return any claim or claims upon the written demand of such person, partnership, association or corporation within thirty days after such written demand and after the tender of any amounts, if any, as may be due and owing from such person, partnership, association or corporation to the agency.

Whoever fails to comply with any provision of this section or sections twenty-four to twenty-seven, inclusive, or any regulation promulgated in accordance with the provisions of section twenty-four, shall be punished by a fine of not more than five hundred dollars or by imprisonment for not more than three months, or both.

Failure to comply with any provision of this section or of section twenty-four to twenty-seven, inclusive, or any regulation promulgated in accordance with the provisions of section twenty-four shall constitute an unfair or deceptive act or practice under the provisions of paragraph (a) of section two of chapter ninety-three A.

Part I ADMINISTRATION OF THE GOVERNMENT**Title XV** REGULATION OF TRADE**Chapter 93** REGULATION OF TRADE AND CERTAIN ENTERPRISES**Section 28A** REMOVAL OR TERMINATION SALES

Section 28A. (1) The following words, as used in this section, shall have the following meanings:?

"Person" shall include any natural person, corporation, trust, partnership, incorporated or unincorporated association, assignees under voluntary assignments for the benefit of creditors or insurers, persons required by law to sell personal property, or any other legal entity, but shall not include any executors, administrators, guardians, conservators, receivers, sheriffs, deputy sheriffs, constables, collectors of taxes, or those persons conducting a sale in accordance with sections eighteen to twenty-one, inclusive, of chapter one hundred, all acting in their capacity as such.

"Removal sale" shall include any sale by any person of a stock of goods, wares, or merchandise under the designation of "lost our lease", "must vacate", "forced out", or any designation signifying cessation of the business by such person only at the sale location.

"Termination sale" shall include any sale by any person of a stock of goods, wares, or merchandise under the designation of "closing out", "going out of business", "discontinuing business", "selling out", "retirement sale", or any designation signifying cessation of business by such person at all locations within the commonwealth, provided that a seller may use the words "manufacturer's closeout" where there has been an actual discontinuance by a manufacturer of a model or line of merchandise and where a seller is not otherwise engaged in a removal or termination sale.

(2) No person shall conduct a removal or termination sale in any city or town at any place, without having first paid the fee provided by clause (69) of section thirty-four of chapter two hundred and sixty-two and filed with the clerk of any such city or town with a copy thereof to the attorney general at least three days prior to the opening of such sale the following:?

(a) A complete and detailed inventory, signed by the owner under the penalties of perjury, which inventory shall include:

(i) A list of all items to be included in such sale which shall consist of only the goods, wares and merchandise actually in the place of business wherein or whereat such sale is to be conducted, at the opening of such sale, describing same by name or kind and the quantity of each thereof, and

(ii) Whether or not previously listed, a listing separately in the same manner of any goods, wares and merchandise to be included in such sale which had been purchased during a sixty day period immediately prior to the filing of the inventory, and

(b) A good and sufficient bond, payable to the city or town, in the penal sum of one thousand dollars, with sureties approved by the mayor or selectmen or by a justice of the district court in whose judicial district is situated the city, town or ward in which such sale is to be conducted, conditioned upon compliance with this section. Every bond given in connection with any such sale shall be kept by the clerk of the city or town until the expiration of three years from the final date of such sale as filed as aforesaid, and shall then be surrendered to the principal if he has so requested, otherwise to one of the sureties; provided, however, that if at the expiration of said three years such clerk has reason to believe a pending action relates to such bond, he shall retain such bond until final disposition of such action.

(3) No person shall advertise a removal or termination sale unless such sale is for the purpose designated in the advertising of such sale.

(4) No person, in the course of a removal or termination sale, shall offer any goods, wares, or merchandise purchased on consignment or not in the usual course of business for resale on bona fide orders without cancellation privileges, nor shall such stock of goods include any items purchased for the purpose of selling same at such sale or any items not listed in the inventory for such sale. Any unusual addition to the stock made within sixty days prior to the filing of the inventory shall be prima facie evidence that such addition was made in contemplation of such sale and for the purpose of selling same at such sale.

(5) No person shall conduct a removal or termination sale if the owner, or partnership or corporation with which he is associated in such business, has conducted a removal sale at the same location within two years prior to the date of the subsequent sale or has conducted a termination sale at the same location or elsewhere in the commonwealth within two years prior to the date of the subsequent sale.

(6) No person shall conduct a removal sale if any means have been established by the owner for continuation of the business at the same location at the conclusion of such sale.

(7) No person shall conduct a termination sale if any means have been established by the owner for continuation of the business by the same owner, directly or indirectly, by partnership, corporation or otherwise under the same name or under a different name, at the same location, or elsewhere within the commonwealth.

(8) No person shall conduct a removal or termination sale for a period of more than sixty days from the opening of such sale.

(9) No person shall advertise a removal or termination sale without prominently stating the final date of said sale and that the sale includes no goods other than those listed in the inventory as required by this section, and all such advertising shall be confined to or refer only to the address and place of business specified in the inventory which is to be discontinued.

(10) No person shall make a sale of any of the goods, wares and merchandise previously offered in the course of a removal or termination sale except in bulk to a new owner.

(11) Every inventory and all other records required by this section to be filed with the city or town clerk and the attorney general shall be a public record as provided in clause Twenty-sixth of section seven of chapter four.

Part I ADMINISTRATION OF THE GOVERNMENT**Title XV** REGULATION OF TRADE**Chapter 93** REGULATION OF TRADE AND CERTAIN ENTERPRISES**Section 28D**PENALTY

Section 28D. Whoever violates any provision of sections twenty-eight A to twenty-eight C, inclusive, or section twenty-eight F, shall be punished by a fine of not more than one hundred dollars or by imprisonment for not more than thirty days, or both, and each day on which a sale is conducted in violation of any of said provisions shall constitute a separate offence.