

1. The Corporation as an Artificial Being, 1809

The jurisdiction of this court being limited, so far as respects the character of the parties in this particular case, "to controversies between citizens of different states," both parties must be citizens, to come within the description.

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. If the corporation be considered as a mere faculty, and not as a company of individuals, who, in transacting their joint concerns, may use a legal name, they must be excluded from the courts of the Union. . . .

The controversy is substantially between aliens, suing by a corporate name, and a citizen, or between citizens of one state, suing by a corporate name, and those of another state. When these are said to be substantially the parties to the controversy, the court does not mean to liken it to the case of a trustee. A trustee is a real person capable of being a citizen or an alien, who has the whole legal estate in himself. At law, he is the real proprietor, and he represents himself, and sues in his own right. But in this case the corporate name represents persons who are members of the corporation.

If the constitution would authorize Congress to give the courts of the Union jurisdiction in this case, in consequence of the character of the members of the corporation, then the judicial act ought to be construed to give it. For the term citizen ought to be understood as it is used in the constitution, and as it is used in other laws. That is, to describe the real persons who come into court, in this case, under their corporate name.

The Bank of the United States v. Deveaux et al., 5 Cranch 61 (1809), in Joseph P. Cotton, Jr., ed., *The Constitutional Decisions of John Marshall*, vol. 1 (New York: G. P. Putnam's Sons, 1905), pp. 209-210, 215.
The Trustees of Dartmouth College v. Woodward, 4 Wheat 518 (1819), in Joseph P. Cotton, Jr., ed., *The Constitutional Decisions of John Marshall*, vol. 1 (New York: G. P. Putnam's Sons, 1905), pp. 363-366.

4. The Corporation Becomes an Artificial Citizen, 1844

I equally rejoice, that the Supreme Court has at the last come to the conclusion, that a corporation is a citizen, an artificial citizen, I agree, but still a citizen. It gets rid of a great anomaly in our jurisprudence. This was always Judge Washington's opinion. I have held the same opinion for many years, and Mr. Chief Justice Marshall had, before his death, arrived at the conclusion, that our early decisions were wrong.