

NATURAL PERSONS, JURIDICAL PERSONS AND LEGAL PERSONHOOD

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ABSTRACT. *The study of commercial law can be divided into four basic categories: (a) individuals (natural persons); (b) objects of commerce; (c) legal instruments and (d) administrative and legal procedures. Business relations between individuals and business entities requires significant legal documentation, including atypical or nonstandard business contracts. A central feature of all business transactions is the “legal entity”, used by organizations worldwide to conduct business. In order for many businesses to carry out routine activities, they must have many of the same legal rights and responsibilities as natural persons. In a word, these entities require “legal personhood”. Which leads us to the question of Legitimation. The most widely used legal instruments are non-standardized business contracts. In essence, this is the delineation of contracting parties as entities with well-defined rights and obligations. This authority depends, in turn, on the legitimacy of the “personhood” of the contracting parties, which is often a point of dispute in business relations. Regardless of whether one accepts the use of terms “legal entity” and “legal personhood”, they often give rise to immeasurable and diverse conflicts domestically, regional and at global level. This had led to efforts to improve the rules of the International Chamber of Commerce and improve legal models that provide guidance to diverse nations. We have reviewed the works of different authors concluding with the personal insights of Elvia Arcelia Quintana.*

KEY WORDS: *Commercial, person, legal entity, personhood, legitimation, business contracts.*

RESUMEN. *Para facilitar el estudio de la ciencia del derecho mercantil, se ha delimitado éste en 4 grandes Universos: el de las personas; el de los objetos de comercio; el de los instrumentos jurídicos que derivan de las relaciones comerciales*

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que se desprende de los dos anteriores y por último el de los procedimientos administrativos y jurisdiccionales. Dentro del universo de las relaciones comerciales, en donde se conjugan personas y objetos, se encuentran todos los instrumentos jurídicos de los que se sirven los intercambios comerciales como son, los contratos de carácter mercantil, denominados atípicos. En el gran mundo del intercambio comercial, la figura central es la de las empresas de carácter mercantil, persona jurídica. Las empresas para exteriorizar su actividad requieren de personalidad jurídica, la cual trae aparejada el ejercicio de los derechos y el cumplimiento de las obligaciones, que nos lleva al estudio de la Legitimación. Los instrumentos jurídicos más utilizados son los contratos mercantiles atípicos. Esto nos lleva a analizar a la persona jurídica, de ésta se desprende otro campo de estudio, la delimitación de la competencia de las partes que intervienen en el contrato como entes generadores de derechos y obligaciones, que gira en torno a la legitimación de la personalidad; que a su vez, es centro generador de conflictos en las relaciones comerciales. La problemática anterior, aparentemente acepta los términos persona jurídica y personalidad; los alcances de las consecuencias jurídicas de ambas, provocan incalculables y diversos conflictos domésticos, regionales y mundiales; que ha enriquecido las normas de la Cámara Internacional de Comercio y las leyes modelo de apoyos judiciales trasfronterizos. Para analizar el estudio del tema planteado se han revisado diferentes autores, concluyendo con la aportación personal de Elvia Arcelia Quintana.

PALABRAS CLAVE: *Relaciones comerciales, persona jurídica, juridical person, personalidad, legitimación, contratos de caracter mercantil.*

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