

# MEXICO'S CODE OF COMMERCE

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## I. INTRODUCTION

**I**N A COUNTRY WHERE CODES and other legislative enactments play an important role in the daily conduct of legal, political, social, and economic interactions, Mexico's Code of Commerce is not only the oldest in that nation, but also one of the most venerable throughout Latin America.<sup>1</sup> Originally enacted in 1889<sup>2</sup> during the dictatorship of Porfirio Díaz,<sup>3</sup> whose public policies created a nation of landless and illiterate peons exploited by a wealthy oligarchy,<sup>4</sup> the Mexican Code of Commerce has barely survived until today. For a nineteenth century code to govern commercial matters at the dawn of the twenty-first century, a thorough overhaul was needed. This was made possible only after numerous formal amendments were made to most of the Code's language<sup>5</sup> and the passing of derivative laws in a number of commercial areas - both traditional and novel - at the price of carving out large and important portions of the Code's original legal body.

Acts of commerce and commercial transactions are of a federal nature in Mexico today. This dates back to 1883 when the Federal Constitution was amended to reserve for the Federation the exclusive power to legis-

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<sup>1</sup> For a historical and legal analysis of Mexico's Code of Commerce within the context of Latin America, see *Centenario del Código de Comercio* (Centennial of the Code of Commerce) [hereinafter *Centennial*]. IJ/UNAM, México, 1991.

<sup>2</sup> It was first published in the *Diario Oficial de la Federación* (Mexico's Federal Official Gazette, which may be equivalent to the Federal Register) on October 7-13, 1889. Its provisions entered into force on January 1, 1890.

<sup>3</sup> Díaz ruled the country for twenty-five years (1876-1911). Defeated by the *Plan de San Luis* enacted by Francisco I. Madero on October 5, 1910, Díaz formally resigned as President on May 21, 1911, and left for France ten days later. He died in Paris in 1915.

<sup>4</sup> The dramatically unfair social and economic conditions of Díaz's dictatorship led to Mexico's 1910 revolution, the enactment of the Federal Constitution of 1917, and the emergence of an incipient but modern Mexico.

<sup>5</sup> For a chronological history of the twenty-nine amendments as of this date (December 31, 2004), see the chart in Appendix One.

late on mercantile matters.<sup>6</sup> Accordingly, this Code governs the conduct of business transactions throughout the Republic of Mexico, although not in an exclusive manner. This regulatory power is shared, first, with the applicable provisions of the Federal Civil Code, and secondly, with numerous specialized statutes that address specific matters of commercial importance, such as companies, negotiable instruments, insurance contracts, bankruptcies, maritime law, etc.<sup>7</sup>

## 1. The Federal Code Supplements the Code of Commerce

The application of the provisions of the Federal Civil Code to commercial matters is expressly authorized by Article 2 of the Code of Commerce as a mechanism for supplementing its provisions in the absence of commercial rules.<sup>8</sup> Given the paramount importance the Federal Civil Code plays in the conduct of civil and commercial matters throughout Mexico,<sup>9</sup> it is only logical to expect that this Code is to fill in the gaps found in the Code of Commerce. This is especially true when one considers that the Federal Civil Code addresses in detail, *inter alia*, contractual matters - including the formation, interpretation, enforcement and breach of contracts, civil associations and companies, movable and immovable assets, mortgages, the Public Registry of Property and Commerce, etc. - all significant legal avenues for the conduct of business transactions.

## 2. Substantive Areas

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<sup>6</sup> The amendment to Article 72, para. X of the Federal Constitution of 1857 took place on December 14, 1883. As a result of this amendment, on December 15, 1883, the Mexican Congress legislatively empowered then President Manuel González to enact Mexico's very first Code of Commerce on April 20, 1884. See Oscar Cruz Barney, *Historia del Derecho de México* (History of Mexican Law) (México: Oxford University Press, 1999) at 586. Article 73, para. X of Mexico's current Constitution of 1917 continues to reserve to the Federal Congress the power "[T]o legislate throughout the Republic on hydrocarbons, mining, film industry, commerce, gambling and lotteries, intermediation and financial services, electric and nuclear energy, and to issue labor laws derived from Article 123." [Emphasis added].

<sup>7</sup> For the list of federal commercial statutes, see the section titled "3. Special Legislation on Commercial Matters," below.

<sup>8</sup> Article 2 of the Code of Commerce reads: "In the absence of an applicable provision in this Code and in the other mercantile laws, the provisions of the common law contained in the Federal Civil Code shall apply to the acts of commerce." *Código de Comercio* 72th ed. (México: Editorial Porrúa, 2004) at 3.

<sup>9</sup> See Jorge A. Vargas, *The Federal Civil Code of Mexico* (Thomson/West, 2005).

Adhering to the legal philosophy of the epoch, the 1889 Code of Commerce may be described as a comprehensive and systematic legal *corpus* that contains the major principles, rules, and institutions of a mercantile nature, both substantive and procedural, divided into five books.<sup>10</sup> As originally enacted, Book One was devoted to merchants and their obligations, including brokers (Arts. 1-74). Book Two regulated acts of commerce and mercantile contracts; mercantile agencies; agents, factors and employees; mercantile bailments; mercantile loans; purchase and sale; mercantile barter; assignment of commercial credits; overland mercantile carrier contracts; and overland and fluvial commerce (Arts. 75-640). Book Three regulated maritime commerce (Arts. 641-944). Book Four addressed bankruptcies (Arts. 945-1037), and Book Five governed the mercantile procedure, including general provisions, ordinary lawsuits, and special summary executory proceedings involving attachments (*Juicios ejecutivos mercantiles*) (Arts. 1049-1500).

Out of these five books, Book Three and most of Book Four have been repealed.<sup>11</sup> The Code was originally composed of 1,500 Articles, but 649 Articles (approximately 43%) have since been abrogated or statutorily replaced, resulting from twenty-nine major amendments that took place from 1932 through 2003.<sup>12</sup> Today, the Code of Commerce is effectively composed of only 780 Articles.<sup>13</sup>

### 3. Special Legislation on Commercial Matters

Many of these Books present ostensible gaps (*i.e.* public brokers, commercial companies, negotiable instruments, bankruptcy) resulting from the enactment of separate statutes, which govern specific commercial matters today and were originally regulated by the Code when it was first promulgated over a hundred years ago.

The process of dismembering the legal *corpus* of this Code started

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<sup>10</sup> Elvia Arcelia Quintana, *Código de Comercio*. Enciclopedia Jurídica Mexicana. Porrúa/UNAM, Vol. II, México, 2004 at 216.

<sup>11</sup> See Agenda Mercantil 2004. Ediciones Fiscales ISEF, México, D.F., 2004 at 1-139. See also Commercial Code of Mexico, trans. by Julio Romanach, Jr. (Jura Division, 2003) at 1.

<sup>12</sup> See the list of amendments with the respective date of publication in the *Diario Oficial de la Federación* [hereinafter *D.O.*], in the document "Code of Commerce. History of Reforms" (*Código de Comercio. Historial de Reformas*), online: Cámara de Diputados del H. Congreso de la Unión (House of Representatives of the Hon. Congress of the Union) <<http://www.cddhcu.gob.mx>>. See also Appendix One.

<sup>13</sup> Numerically, however, the Code enlists a total of 1,463 Articles. Articles 1464-1500 were repealed by the Bankruptcy and Suspension of Payments Act, published in the *D.O.* of April 20, 1943, and now substituted by the Commercial Bankruptcies Act (*Ley de Concursos Mercantiles*, *D.O.* of May 12, 2000).

early in 1932 with the enactment of the Negotiable Instruments and Credit Transactions Act, to be followed in rapid succession by similar federal statutes.<sup>14</sup>

According to Mantilla Molina, a leading expert on Commercial Law, only five special legislative enactments<sup>15</sup> have been derived from the original text of the Code. The following statutes govern specific areas of commercial transactions:

- 1) Negotiable Instruments and Credit Transactions Act (*Ley de Títulos y Operaciones de Crédito, D.O. of August 27, 1932*);<sup>16</sup>
- 2) General Commercial Companies Act (*Ley General de Sociedades Mercantiles, D.O. of August 4 and 26, 1934*);<sup>17</sup>
- 3) Insurance Contracts Act (*Ley Sobre el Contrato de Seguro, D.O. of August 31, 1935*);<sup>18</sup>
- 4) General Act of Institutions and Mutualist Companies of Insurance (*Ley General de Instituciones y Sociedades Mutualistas de Seguros, D.O. of August 21 and September 12, 1935. As amended by D.O. of January 16, 2002*);
- 5) Commercial Bankruptcies Act (*Ley de Concursos Mercantiles, D.O. of May 12, 2000*), which replaced the previous Act of Bankruptcies and Suspension of

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<sup>14</sup> See Quintana, *supra* note 10 at 216-17; Cruz Barney, *supra* note 6 at 587-88. See also Zamora *et al. Mexican Law. Civil and Commercial Code* (Oxford University Press, 2004) at 450.

<sup>15</sup> See Roberto L. Mantilla Molina, *Derecho Mercantil* (México: Editorial Porrúa, 2003) at 18. The special statutes are: 1) the Negotiable Instruments and Commercial Transactions Act of 1932; 2) the General Companies Act of 1934; 3) the Securities Act of 1975; 4) the Insurance Contracts Act of 1935; and 5) the Bankruptcies and Suspension of Payments Act of 1943. All of these statutes, according to Mantilla Molina, are duly based on Art. 73, para. X of Mexico's Federal Constitution of 1917. *Ibid.* The text of all of these federal statutes is available in Spanish, online: Mexico's Chamber of Deputies (Cámara de Diputados) <<http://www.cddhcu.gov.mx>>.

<sup>16</sup> This statute replaced Arts. 337, 339, 340-57, 365-70, 449-575, 605-34 and 1044, para. I of the Code of Commerce. See Quintana, *supra* note 10 at 216.

<sup>17</sup> This statute abrogated Arts. 89-272, of the Code, *ibid.*

<sup>18</sup> This Act replaced Arts. 392-448 of the Code. See Quintana, *supra* note 10 at 216.

- Payments (*Ley de Quiebras y Suspensión de Pagos*, D.O. of April 20, 1943);
- 6) Federal Act of Bonding Institutions (*Ley Federal de Instituciones de Fianzas*, D.O. of December 29, 1950. As amended by D.O. of January 16, 2002);
  - 7) Navigation and Maritime Commerce Act (*Ley de Navegación y Comercio Marítimo*, D.O. of November 21, 1963);
  - 8) Securities Act (*Ley del Mercado de Valores*, D.O. of January 21, 1971. As amended by D.O. of June 1, 2001);<sup>19</sup>
  - 9) General Act of Organizations and Auxiliary Activities of Credit (*Ley General de Organizaciones y Actividades Auxiliares de Crédito*, D.O. of January 14, 1985. As amended by D.O. of June 4, 2001);
  - 10) Financial Institutions Act (*Ley de Instituciones de Crédito*, D.O. of July 16, 1990. As amended by D.O. of May 23, 2000);
  - 11) Industrial Property Act (*Ley de Propiedad Industrial*, D.O. of June 27, 1991. As amended by D.O. of May 17, 1999);
  - 12) Federal Act of Economic Competition (*Ley Federal de Competencia Económica*, D.O. of December 24, 1992. As amended by D.O. of January 23, 1998);
  - 13) Federal Act of Public Brokers (*Ley Federal de Corredores Públicos*, D.O. of December 29, 1992);<sup>20</sup>
  - 14) Foreign Trade Act (*Ley de Comercio Exterior*, D.O. of July 27, 1993);
  - 15) Foreign Investment Act (*Ley de Inversión Extranjera*, D.O. of December 27, 1993. As amended by D.O. of June 4, 2001);

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<sup>19</sup> See Mantilla Molina, *supra* note 15 at 18.

<sup>20</sup> This statute replaced Arts. 51-74 of the Code. See Quintana, *supra* note 10 at 216.

- 16) General Act of Cooperative Companies (*Ley General de Sociedades Cooperativas*, D.O. of August 30, 1994. As amended by D.O. of June 4, 2001);
- 17) Federal Copyright Act (*Ley Federal de Derechos de Autor*, D.O. of May 19, 1997); and
- 18) Investment Companies Act (*Ley de Sociedades de Inversión*, D.O. of June 4, 2001).

From the above, it may be deduced, first, that many important commercial subjects are controlled in Mexico by specific federal statutes rather than by the Code of Commerce. The proliferation of these statutes has been characterized as a "decodification"<sup>21</sup> trend especially affecting commercial and civil matters. Second, federal statutes govern most of the key legal areas in Mexico, such as foreign investment, companies, negotiable instruments, anti-trust, foreign trade, bankruptcies, securities, intellectual property, certain environmental questions, and credit institutions. Therefore, rather than applying the provisions of the Code of Commerce, all the commercial matters listed above are today governed by the provisions of the federal statute in question.

The dismemberment of the current Code of Commerce has led a leading specialist on commercial matters, Dr. Guillermo Aguilar Alvarez, to lament:

When Porfirio Díaz signed the promulgating decree in September of 1889, the then brand new Code of Commerce was formed by 1500 Articles. Essentially based on the Spanish Code of Commerce of 1885, our code is today an agonizing Code, amputated by the enactment of repealing laws and ignored by the promulgation of supplementary laws. That Code of 1500 Articles enacted a century ago does not reach today 750 Articles and it has been deprived from covering matters such as companies, credit trans-

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<sup>21</sup> "Decodification" refers to the thesis that Mexico is undergoing a process of producing a growing number of individual legislative enactments on specific and specialized legal areas in response to domestic and international influences. Rather than incorporating these emerging areas as part of the respective code, *i.e.* civil, commercial, penal, etc., these recent statutes depart from the codes, thus signaling a so-called "decodification" process. See for example, in the civil area, Miguel Acosta Romero *et al.* Código Civil para el Distrito Federal. *Legislación, Doctrina y Jurisprudencia*, Porrúa, México, 1998, Vol. I at xxi; and in the mercantile areas, Barrera Graf, Centennial, *supra* note 1 at 80-82.

actions, bankruptcies, maritime, and insurance laws. Equally, in an anarchic legislative production with no precedent in the history of our commercial law, numerous statutes of a mercantile nature that escape the Code of Commerce have been enacted. This is the case of matters such as foreign investments, the stock market, banking and insurance institutions, sale of shares, consumer protection, patents and trademarks, and technology transfer. Naturally, this situation has contributed to the dispersion of the sources of mercantile law, thus fomenting instability in this field.<sup>22</sup>

## II. HISTORY OF MEXICO'S CODE OF COMMERCE

### 1. The Ordenanzas de Bilbao

Notwithstanding Mexico becoming politically independent from Spain in 1821, Spanish laws and institutions remained in place during the early years of that Latin American nation. This included mercantile laws and commercial courts.<sup>23</sup>

Accordingly, prior to the enactment of Mexico's first Code of Commerce in 1854, known as the *Código Lares*, commercial transactions in the new republic were governed by the *Ordenanzas de Bilbao*, approved by the King of Spain, Felipe V on December 2, 1737, and later ratified by Fernando VII on June 27, 1814.<sup>24</sup>

These rules (*Ordenanzas*) were formulated not by attorneys, but by a group of six merchants from the City of Bilbao, famous throughout Europe for their vast transactions in the trading of wool. Therefore, these rules were eminently practical, rather than theoretical, and customary, rather than doctrinarian.<sup>25</sup> In general, the *Ordenanzas* consisted of a set of rules governing a number of commercial activities, including: the jurisdiction and organization of the *Consulados*, which were administrative bodies (*i.e.* Commercial Courts) regulating and adjudicating commercial controversies; negotiable instruments, such as promissory notes and maritime insurance; commercial companies and maritime law, involving

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<sup>22</sup> Guillermo Aguilar Alvarez, *El Título Cuarto del Código de Comercio Mexicano y la Legislación Comparada en Materia de Arbitraje Comercial Internacional* (Title Four of the Mexican Code of Commerce and the Comparative Legislation regarding International Commercial Arbitration). Centennial, *supra* note 1 at 53.

<sup>23</sup> See Quintana, *supra* note 10 at 215-16; Cruz Barney, *supra* note 6 at 583-84.

<sup>24</sup> See Quintana, *supra* note 10 at 215.

<sup>25</sup> Francisco Tomás y Valiente, *Manual de Historia del Derecho Español* (History Manual of Spanish Law) (Madrid: Tecnos, 1995) at 367.

ships, cargo, and shipwrecks; bankruptcy and mercantile contracts.<sup>26</sup>

## 2. The Commercial Decree of 1841

According to the eminent mercantile jurist, Dr. Jorge Barrera Graf, the first commercial statute enacted in Mexico was promulgated by President Antonio López de Santa Ana in 1841. This enactment established commercial courts and special boards to promote trade activities.<sup>27</sup> The limited scope of the Spanish mercantile provisions intensified the need for Mexico to have its own civil and commercial codes.

## 3. Mexico's First Code of Commerce of 1854 (*Código Lares*)

The first Mexican Code of Commerce was promulgated on May 16, 1854, during the last administration of President Antonio López de Santa Ana, after Mexico had just concluded its negotiations with the United States for the sale of the territory known as *La Mesilla*.<sup>28</sup> This Code was highly influenced by the French *Code de Commerce* and by the Spanish Code of Commerce of 1829, formulated by Sáinz de Andino.<sup>29</sup> It was known as *Código Lares*, named after Teodosio Lares, who served as Minister of Justice during Santa Ana's dictatorship and who coordinated the formulation of the Code. The life of this first code - which was local and not federal in its application - was quite ephemeral, since it was repealed by decree of November 22, 1855 and restored the application of the *Ordenanzas*.<sup>30</sup>

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<sup>26</sup> The *Ordenanzas de Bilbao*, although practical and customary, thus denoting a strong local influence from Bilbao merchants, were also influenced by other Spanish *Ordenanzas* from Burgos and Seville, and even from France (*i.e.* the Colbert Rules of 1673 and 1681). Given their mercantile importance, the application of the Bilbao Rules extended to Madrid and Málaga, *ibid.*

<sup>27</sup> The historical statute was called *Decreto de Organización de las Juntas de Fomento y Tribunales Mercantiles* (Decree Establishing Commercial Boards and Mercantile Courts). See Jorge Barrera Graf, *Mercantile Law* (Derecho Mercantil). *Introducción al Derecho Mexicano* (Introduction to Mexican Law). IIJ/UNAM, México, 1983, Vol. 2 at 808.

<sup>28</sup> See Gadsden Purchase: Treaty relating to the boundary line, transit of persons, etc. across the Isthmus of Tehuantepec, signed December 30, 1853. It entered into force on June 30, 1854.

<sup>29</sup> See Barrera Graf, *supra* note 27 at 808-09. See also Quintana, *supra* note 10 at 216.

<sup>30</sup> See Quintana, *supra* note 10 at 216.



According to Barrera Graf, the *Código Lares* was strongly influenced by the Spanish Code of Commerce of 1829, "copying its structure and almost the totality of its provisions."<sup>31</sup> This Code centered on the status and concept of "merchant" (*Comerciante*), who had to be officially registered in order to acquire such status.<sup>32</sup>

#### 4. The Code of Commerce of 1884

Pursuant to the 1883 constitutional amendment to the Federal Constitution of 1857 that empowered the Executive to enact obligatory codes on mercantile and mining matters (including banking institutions) throughout the Republic, Mexico enacted its second Code of Commerce. It entered into force on July 20, 1884.<sup>33</sup> This Code, which was also short-lived and the first to apply federally, was based on two Code of Commerce drafts produced by Mexican jurists in 1869 and 1880.<sup>34</sup>

#### 5. From "Merchants" to "Acts of Commerce"

Traditionally, the nature and scope of commercial law was based upon the fact that "merchants" were the only subjects to engage in the conduct of commercial transactions. The origin of this legal association dates back to ancient times and was eventually incorporated into the practices and customs that led to the formulation of rules and institutions recognized in Europe in the late XVII century as mercantile law.<sup>35</sup> This legal association between merchants and commercial transactions gave a distinct "subjective" approach to mercantile law.<sup>36</sup>

However, this subjective approach changed completely with the

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<sup>31</sup> Jorge Barrera Graf, *Codificación en México. Antecedentes. Código de Comercio de 1889. Perspectivas*. (Codification in Mexico. Background. The Code of Commerce of 1889. Perspectives). Centennial, *supra* note 1 at 69-83.

<sup>32</sup> *Ibid.* at 72.

<sup>33</sup> *Ibid.* at 75-77. See also *supra* note 6 and accompanying text.

<sup>34</sup> The 1869 draft titled *Proyecto de Código Mercantil para el Distrito Federal* (Draft for a Mercantile Code for the Federal District) consisted of 1,875 Articles, in contrast to the *Código Lares* of 1854, formed by only 422 Articles. See Cruz Barney, *supra* note 6 at 585. For a discussion of the content of these two drafts, see Barrera Graf, *supra* note 27 at 71-72.

<sup>35</sup> See Quintana, *supra* note 10 at 214-17. This legal historian provides a narrative of the origin and evolution of mercantile law from ancient times and the Middle Ages to modern and contemporary times, as a historical background to Mexico's Code of Commerce.

<sup>36</sup> See Mantilla Molina, *supra* note 15 at 6. This author writes: "The formation of mercantile law explains that it was a predominantly *subjective law*, whose application was limited to the class of merchants." [Emphasis in original].

enactment of Napoleon's Code of Commerce of 1808, which introduced the "objective" concept of "acts of commerce" as the basis and center of commercial law.<sup>37</sup> According to the French Code, the mercantile nature of transactions was to be determined by the execution of certain acts of commerce and not by the nature of the individuals involved in the conduct of the transactions. This was accomplished by simply enumerating in the Code a list of acts legally defined as "acts of commerce." Thus, whoever performed any of these acts was involved in a commercial transaction, which was to be governed by commercial law.

The influence exercised by the Code of Napoleon was powerful and universal. It drastically changed the traditional principles and institutions, and especially the legal philosophy behind commercial law. Up until that time, commercial law was built upon centuries of practice and embraced by a very large number of nations, including Mexico and the rest of Latin America.<sup>38</sup>

Mexico's second Code of Commerce of 1884, attributed to the eminent jurist Joaquín Baranda, adhered to France's objective approach. It adopted the notion of freedom of commerce and rejected the traditional notion that merchants had to be registered. Pursuant to this Code, commerce was defined based on three elements: first, "the execution of a massive number of acts" undertaken by merchants and entrepreneurs, which may be described today as industrial production; second, the acts in question must be done for profit; and third, such commercial transactions had to be authorized by the law or by custom.<sup>39</sup>

The Code of Commerce of 1884, as indicated earlier, had a very brief legal existence. Composed of 1616 Articles, it was substituted by the current Code of 1889.<sup>40</sup>

### III. THE CODE OF COMMERCE OF 1889

#### 1. Substantive Provisions

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<sup>37</sup> Barrera Graf, *supra* note 27 at 808. See also his work on the historical background of the 1889 Code of Commerce titled *Codificación en México. Antecedentes. Código de Comercio de 1889. Perspectivas*. Centennial, *supra* note 1 at 71-72.

<sup>38</sup> See Julio Olavarria Avila, *Los Códigos de Comercio Latinoamericanos* (The Latin American Codes of Commerce), (Chile, 1961); J. Barrera Graf, *El Derecho Mercantil en América Latina* (Mercantile Law in Latin America), (México, 1963).

<sup>39</sup> Barrera Graf, *supra* note 27 at 76.

<sup>40</sup> As reported by Dr. Quintana, Mexico's Federal Congress expressly authorized President Porfirio Díaz on July 20, 1884, to enact a new Code of Commerce, i.e. the current 1889 Code. See Quintana, *supra* note 10 at 216. See also *supra* note 6 and accompanying text.

The current Code maintains the original format it had when enacted in 1889: five major Books and 1,500 Articles. Given the specialization and technical aspects of commercial transactions, however, a very large number of mercantile areas are governed by specific federal statutes and not by the provisions of the Code.

As indicated earlier, these mercantile areas include negotiable instruments, commercial companies, bankruptcies, insurance contracts, copyright and industrial property, bonding institutions, economic competition, foreign trade, and foreign investment, to name a few.<sup>41</sup>

It should be noted that because of a recent amendment, a special Title on "Electronic Commerce" was added to the Code in 2003.<sup>42</sup> A special reference should also be made to Book Five, Title Four, devoted to "Commercial Arbitration."<sup>43</sup>

## 2. Commercial Procedure

In Mexico, the Code of Commerce is unique because "unlike the Federal Civil Code and the Federal Penal Code," it regulates *both* the substance and the procedure in commercial matters.<sup>44</sup> However, procedural questions in bankruptcy situations are governed by the pertinent provisions of the Commercial Bankruptcies Act.<sup>45</sup> Since commerce is federal in nature in Mexico, it should be clarified that both federal and ordinary courts have concurrent jurisdiction over commercial disputes.

The historical origin of mercantile procedure dates back to ancient times when commercial law was developed based on customs and practices applied by merchants to solve disputes at markets and public fairs during the Middle Ages (*Ius Mercatorum, Droit de Foir, Droit de Marché*).<sup>46</sup> Since its inception, mercantile law was recognized as an "exceptional"

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<sup>41</sup> For the complete list of these commercial statutes, see the section titled "3. Special Legislation on Commercial Matters."

<sup>42</sup> See the D.O. of August 29, 2003. This new Title is formed by Articles 89-114.

<sup>43</sup> See Articles 1415-63, Code of Commerce.

<sup>44</sup> In contrast, procedural questions in civil matters are regulated by the Federal Code of Civil Procedure (*Código Federal de Procedimientos Civiles*, D.O. of February 24, 1943, as amended) and in criminal matters, by the Federal Code of Penal Procedure (*Código Federal de Procedimientos Penales*, it entered into force on October 1, 1934). The Spanish texts of these codes are available online: Camara de Diputados - H. Congreso de la Union <<http://www.cddhcu.gob.mx>>.

<sup>45</sup> *Ley de Concursos Mercantiles*, D.O. of May 12, 2000.

<sup>46</sup> See Jesús Zamora Pierce, *Proceso Mercantil: Pasado, Presente y Futuro* (Mercantile Process: Past, Present and Future). Centennial, *supra* note 1 at 597-611.

kind of law (*Derecho de excepción*), departing from the civil law, which was then acknowledged as the "common law" (*Derecho común*) or "general law."<sup>47</sup>

The proceedings were presided over by two authorities of the place in question and lasted only a couple of days. According to custom, mercantile proceedings had to be initiated and concluded prior to the ending of the fair, which generally lasted for a few days.<sup>48</sup> A more elaborate system was developed centuries later when groups or associations of merchants, structured as incipient trade unions, companies, and even universities (*Universitatis mercatorum*), resolved commercial disputes.<sup>49</sup> These groups established mercantile tribunals based on their own by-laws, where experienced merchants adjudicated commercial controversies based on the practice and customs developed by merchants. The practical substantive norms and rules contained in these decisions gradually contributed to the formation of mercantile law (*Ius Mercatorum*).

Evidently, mercantile law was not the product of the legislature, nor the result of legal doctrine. Instead, it was formed by the gradual accumulation of commercial practices and usages generated and applied by merchants. Interestingly, in their desire to render the most practical and expeditious type of justice, mercantile courts decided cases based on principles of equity (*Ex aequo et bono* rules), and seldom distinguished between substantive and procedural rules, mixing and combining them in an undistinguishable manner.<sup>50</sup>

At that time, mercantile tribunals shared specific characteristics: their rendering of justice, for example, may be aptly described as "class" generated law since it was produced by the merchants; and the procedure was oral and informal, influenced by practical considerations, relaying the application of equitable principles. Through the passage of time and the international nature of commerce, the newly created commercial rules slowly acquired uniformity and authority throughout Europe.<sup>51</sup>

The Code of Commerce enacted by Napoleon in 1807<sup>52</sup> may be responsible for two major developments in mercantile law. First, it drastically

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<sup>47</sup> *Ibid.* at 598.

<sup>48</sup> *Ibid.*

<sup>49</sup> In the ninth century during the Middle Ages, groups of this nature were reported to operate in England, Sweden, Finland, The Netherlands, and Italy. *Ibid.*

<sup>50</sup> *Ibid.*

<sup>51</sup> For an interesting discussion on the historical origin and development of commercial tribunals and mercantile law with specific reference to Mexico, see the work of Dr. Zamora Pierce, *supra* note 46 at 597-600 and 602-06.

<sup>52</sup> Napoleon's *Code de Commerce* was enacted on September 15, 1807, and entered into force on January 1, 1808.

departed from the "subjective" notion of "merchant" as the key notion for defining the nature of commercial transactions.<sup>53</sup> As indicated earlier, it was this Code that introduced the concept of "Act of Commerce" as the essential component to determine the substance of mercantile law, regardless of the person who performs such an act. Second, it continued with the ancient custom of recognizing the need to have a "special mercantile procedure" to be used in the adjudication of mercantile disputes. Therefore, the Napoleonic legislature was responsible for recapturing the authority over mercantile matters and systematically codifying the corresponding procedural rules.

### **Mexico's Special Commercial Procedure**

Mercantile specialists are of the uniform opinion that with the disappearance of the Commercial Courts (*Tribunales de Comercio* or *Consulados*) during the XIX century in Mexico, the special mercantile procedure is lost. This is because mercantile litigation is transferred over to civil courts to be governed by civil procedure rules. Despite this, the special mercantile procedure remains in place today, "albeit more in theory than in practice," as part of the Code of Commerce.<sup>54</sup>

When one considers the large substantive areas that have been taken out of the Code of Commerce through repeals and derivative legislation, what remains of the Mexican Code of Commerce may be more aptly described as a "Code of Mercantile Procedure."<sup>55</sup> In effect, Book Five of this Code is exclusively devoted to mercantile procedure.<sup>56</sup>

Although the Drafting Commission (who formulated the Code) decided to maintain the special mercantile procedure, this procedure was actually copied from the Code of Civil Procedure for the Federal District (*Código de Procedimientos Civiles para el Distrito Federal*), promulgated in 1884.<sup>57</sup> Mexican specialists have characterized this decision as most unfortunate. Regarding this question, for example, Dr. Zamora Pierce writes:

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<sup>53</sup> See *supra* notes 35-38 and accompanying texts.

<sup>54</sup> See Zamora Pierce, *supra* note 46 at 602.

<sup>55</sup> *Ibid.* From a different perspective, the Mexican Code of Commerce is the only one that goes back to the XIX century, thus antedating the Federal Constitution of 1917 (still in force after close to 500 amendments!).

<sup>56</sup> Book Five is formed by Articles 1049-1463, under the following four titles: Title I: General Provisions (Arts. 1049-1376 Bis); Title II: Ordinary lawsuits (Arts. 1377-90); Title III: Special Summary Executory Proceedings (*Juicios Ejecutivos Mercantiles*, Arts. 1391-1414); Title III Bis: Special Proceedings for the Enforcement of a Non-possessory Security Interest in Personal Property (Arts. 1414 Bis-1414 Bis 20); and Title Five: Commercial Arbitration (Arts. 1415-1463).

<sup>57</sup> See Zamora Pierce, *supra* note 46 at 602.

[I]f the mercantile procedure is considered to be as something autonomous and different from the civil procedure, its rules should have been taken from the old norms and principles laid down by the old mercantile courts. If both procedures are identical, one code should have sufficed. Therefore, it is a contradiction in terms to affirm the speciality of the mercantile procedure, on the one hand, and then give it as a model the Code of Civil Procedure, on the other.

The Mexican legislature chose neither to following France, which for traditional reasons still maintains mercantile tribunals and a mercantile procedure, nor the majority of the other counties which abandoned both the tribunals and the procedure.<sup>58</sup>

In summary, there are no commercial courts in Mexico today and commercial litigation is flooding the ordinary civil courts, although the current Code of Commerce still maintains a special mercantile procedure.

Pursuant to Mexico's Code of Commerce, the application of mercantile procedure is subject to these fundamental rules:

1. Preferably, to those procedural rules that the contending parties mutually agree upon (Art. 1051);<sup>59</sup>

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<sup>58</sup> *Ibid.* Comparing the mercantile procedure followed by the original commercial courts (*i.e.*, *Tribunales de Comercio* or *Consulados*), which existed prior to the Commercial Code of 1884 with the procedural system introduced by the current Code of Commerce of 1889, Zamora Pierce finds glaring deficiencies in this Code. For example, the old system was quite informal and endowed the Commercial Judge with powers to direct the proceedings, whereas the new system adheres to a highly ritualistic process, limiting the evidence; the old system was oral, whereas the new system imposed a written one; and the new system created some uncertainty in allowing the supplementary application of the local codes of civil procedure in mercantile suits. *Ibid.* at 603.

<sup>59</sup> Article 1051 of the Code of Commerce reads:

The preferred mercantile procedure is one to which the parties fully agree to submit themselves, subject to the limitations set forth in this Book [Five]; and it may be a conventional procedure before the tribunals or an arbitration procedure.

.....

Ordinary proceedings before tribunals shall be governed by the provisions of Articles 1051 and 1053, and arbitration proceedings shall be governed in accordance with the provisions of Title Four of this Book.

2. In the absence of explicit agreement between the parties, to the provisions contained in Book Five of the Code of Commerce (Art. 1054)<sup>60</sup>; and
3. In the absence of the preceding two, to the procedural law contained in the Federal Code of Civil Procedure.

The Code defines as "mercantile judicial proceedings" (*Juicio mercantil*) those that resolve and decide controversies deriving from "Commercial transactions" (*Actos de Comercio*), which generally involve merchants or persons who sporadically perform mercantile transactions (Art. 4) and those explicitly "considered to be commercial transactions" in Articles 75 and 76 of the Code.<sup>61</sup>

In symmetry with this constitutional mandate, the Code of Commerce prescribes that the tribunals shall conform to the conventional procedure agreed by the parties provided that (i) the procedure in question be formalized in a notarial document (*Escritura Pública*), a public broker's instrument or before the judge who has taken cognizance of the case at any time during the proceedings, and (ii) that the due process formalities prescribed by the Federal Constitution be respected.<sup>62</sup> The Code sets out the necessary content of the judicial procedural agreement to be entered into by the contending parties with the competent court in order to be valid.<sup>63</sup>

Mainly for practical reasons, it is understandable that most parties in a mercantile dispute tend to adhere to the procedural rules contained in the Federal Code of Civil Procedure, rather than enter into special procedural mercantile agreements between themselves or with the court. In recent years, commercial arbitration has become a preferred avenue for solving commercial controversies at the domestic and international level.<sup>64</sup>

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<sup>60</sup> Article 1054 of the Code reads:

In the absence of an agreement between the parties regarding the procedure to be followed before tribunals as provided by the preceding Articles, save when the mercantile laws establish a special procedure or an explicit supplementation, mercantile law suits shall be governed by the provisions of this Book and, in their absence, by those of the Federal Code of Civil Procedure.

<sup>61</sup> See the full texts of Articles 4, 75, and 76 of the Code of Commerce for a detailed list of legally reputed "Commercial transactions" (*Actos de Comercio*). Under Mexican Law, the legal term "*Actos de Comercio*" (i.e. translated here as "Commercial transactions") is a term of art.

<sup>62</sup> Art. 1052, Code of Commerce.

<sup>63</sup> See Art. 1053 of the Code.

<sup>64</sup> See Guillermo Aguilar Alvarez, *El Título Cuarto del Código de Comercio Mexicano y la Legislación Comparada en Materia de Arbitraje Comercial Internacional* (Title

The procedural provisions of the Code of Commerce have not been exempted from major revisions. Two major changes deserve to be mentioned: first, the revision of 1989, which amended and repealed twenty-three provisions of Book Five;<sup>65</sup> second, the addition of commercial arbitration proceedings.<sup>66</sup>

Mexican mercantile specialists are engaged in a discussion to determine the future of the special mercantile procedure.<sup>67</sup> Following the examples of Italy and Switzerland, a major doctrinarian trend in Mexico advocates the unification of private law, thus consolidating into one legal *corpus* both civil and mercantile law. This would result, they predicate, in the elimination of the special mercantile procedure. At the national level, this "unification" idea has been strongly supported by a number of Mexican Congresses on Procedural Law.<sup>68</sup>

Dr. Barrera Graf has recommended that the special mercantile procedure be incorporated into the Federal Code of Civil Procedure, thus repealing Book Five of the Code of Commerce. Moreover, this author has suggested that the reform should contemplate the "unification of all procedural law, local and federal, civil and mercantile, as part of a single statute" that would substitute all of the existing codes of procedure (*i.e.*, (a) the Code of Civil Procedure of the Federal District; (b) the Federal Code of Civil Procedure; and (c) Book Five of the Code of Commerce).<sup>69</sup>

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Four of the Mexican Code of Commerce and the Comparative Legislation in the Matter of International Commercial Arbitration). Centennial, *supra* note 1 at 53-68. See also Jorge A. Vargas (Ed.). *International Commercial Arbitration. Mexican Law: A Treatise for Legal Practitioners and International Investors* (West Group, 1998), Vol. 2 at 1-41; and Jorge Alberto Silva Silva, *Arbitraje Comercial Internacional en México (International Commercial Arbitration in Mexico)* 2nd ed. (México: Oxford University Press, 2001).

<sup>65</sup> The Articles affected included 1075 and 1077 on judicial terms. Under this amendment, the counting of judicial terms take effect the day after the corresponding summons (as is the case in civil proceedings); Art. 1296 regarding the evidentiary value of private documents, which is now recognised when said documents are acknowledged by its author; Arts. 1094, 1378, 1379, 1380, and 1381 to regulate the ordinary mercantile proceedings; Arts. 1396, 1399, 1401, and 1404 regarding the special summary executory proceedings (*Juicio ejecutivo mercantil*); and Arts. 1897, 1118, 1120, and 1124-1126 on jurisdictional questions. For the complete list of all the amendments to the Code of Commerce, see Appendix One.

<sup>66</sup> See Arts. 1415-1457, Code of Commerce.

<sup>67</sup> See, for example, the opinions of Zamora Pierce, Barrera Graf, Mantilla Molina, Rafael de Pina, and Niceto Alcalá Zamora.

<sup>68</sup> See, for example, the proceedings of the Seventh Mexican Congress on Procedural Law, Monterrey, Nuevo León, 1976.

<sup>69</sup> See Barrera Graf, *supra* note 37 at 80-81.



### III. CONCLUSION

**M**EXICAN MERCANTILE SPECIALISTS appear to be interested in determining whether Mexico should formulate a new Code of Commerce more in symmetry with the legal and commercial developments and institutions of the XXI century, or simply allow the "decodification" process to continue as it has over the last decades. The prospects for a new Code of Commerce, however, seem to be rather remote.<sup>70</sup>

From a different perspective, it is undeniable that the old 1889 Code of Commerce, and especially its prolific derivative mercantile legislation, have managed to play a decisive role not only in turning NAFTA into a success story but, more importantly, in implementing an aggressive commercial and foreign trade policy advanced by Mexico at the domestic, regional, and international levels.

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<sup>70</sup> See Barrera Graf, *supra* note 37 at 82-83. Among the obstacles running contrary to a new Code of Commerce, this author enlists: a) The strong international trend affecting mercantile law on a global basis; b) The high specialization demanded by a codification work; c) The growing legislative work of international mercantile organizations; d) The lack of uniform criteria applied to a social and economic policy; and, e) The strong involvement of the Government of Mexico in steering Mexico's national development (Art. 25 of the Federal Constitution).

## Appendix 1

**CODE OF COMMERCE  
CHRONOLOGY OF AMENDMENTS**

<b>Amend-ment</b>	<b>Decree</b>	<b>Amended Article</b>	<b>Publica-tion</b>
<b>New Code</b>	<b>Code of Commerce</b>	<b>New Code</b>	<b>DO 09-15-1889</b>
01	Negotiable Instruments and Credit Operations Act.	In transitory Article 3 of the Negotiable Instruments and Credit Operations Act, articles 337, 339, 340 to 357, 365 to 379, 449 to 575, 605 to 634 and 1,044 para. V are repealed.	DO 08-27-1932
02	General Act of Cooperative Associations	Article 61 of the General Act of Cooperative Associations, Chapter 7 of Title II, Second Book of the Code of Commerce is repealed.	DO 05-30-1933
03	Variable Capital Associations Act	Associations of Variable Capital Act, the Transitory of Repeals, Article 4, Second Title, Second Book.	DO 08-04-1934
04	Decree that adds to article 75 of the Code of Commerce.	Paragraph VIII of Article 75 is added.	DO 08-31-1934
05	Insurance Contracts Act	Insurance Contracts Act, Article 196 repeals Title VII, Book II.	DO 08-31-1935
06	Bankruptcy and Suspension of Payments Act	Bankruptcy and of Suspension of Payments Act, Article 3, on repeals, articles 945 to 1037, and 1415 to 1500.	DO 04-20-1943
07	Decree that amends various articles of the Code of Commerce.	Articles 812, 823, 830 and 831 are amended.	DO 05-03-1946

08	Decree that reforms articles 9 to 54, and repeals articles 80, 10, and 11 of the Code of Commerce.	Article 80, 10 and 11 are repealed, Article 9a is amended, and Para. I of article 54 is amended.	DO 01-06-1954
09	Decree by which article 64 of the Code of Commerce is amended.	Article 64 is amended.	DO 02-04-1963
10	Navigation and Maritime Commerce Act	Navigation and Maritime Commerce Act, Transitory article 2, and Code of Commerce, articles of the Book III are repealed.	DO 11-21-1963
11	Decree that amends articles 51 to 74 of the Code of Commerce.	Articles 51 to 74 are amended.	DO 01-27-1970
12	Decree by which articles 6, 7 are repealed, of para.VII of article 21 of the Code of Commerce.	Articles 6, 7, and para. VIII of Art. 21 are repealed.	DO 01-27-1970
13	Decree by which various laws are amended to make them agree with the Decree that amended article 43 and others related, of the Political Constitution of the United States of Mexico.	Articles 52; 56; 600 para. I; and 1070; 1072 and 1073, are amended.	DO 12-23-1974

14	Decree of Amendments and Additions to various articles of the General of Population Act, the Nationality and Naturalization Act; the Federal Employment Act; the Federal State Employees Act; the Civil Code for the Federal District, the Code of Civil Procedure for the Federal District and the Code of Commerce.	Article 21 paras. IX and X, are amended.	DO 09-15-1889 14  DO 12-31-1974
15	Decree of amendments and additions to the Organic Act of the Tribunals of Justice in Ordinary Matters for the Federal District, the Code of Civil Procedure for the Federal District and the Code of Commerce.	Article 1340 is amended.	DO 12-30-1975
16	Decree by which various provisions of the Code of Commerce and the General Act of Commercial Associations are modified, added and repealed.	Articles 16, 17, 21, 38, 34, 35, 36, 37, 38, 39, 40, 42, 43, 44, 46, 47, 48, 49 and 50, are repealed.	DO 01-23-1981

17	Decree that reforms, adds and repeals various dispositions of the Civil Code for the Federal District in Ordinary Matters, and for the entire Republic in Federal Matters; the Code of Civil Procedures for the Federal District, the Organic Act of the Tribunals of Justice in Ordinary Matters for the Federal District, and of the Code of Commerce.	Article 1134 is repealed and article 1148 is amended.	DO 12-27-1983
18	Decree by which various dispositions of the Code of Commerce are amended, added and repealed.	Articles: 1050; 1051; 1052; 1053; 1054, 1055, 1061 Fraction III, 1063, 1064, 1066, 1067; 1068, 1069, 1071, 1072, 1073, 1074, 1075, 1077, 1078, 1093, 1094 Para. II, 1118, 1126, 1142, 1201, 1206, 1248, 1249, 1267, 1268, 1296, 1340, 1378, 1379, 1380, 1396, 1399, 1401 and 1404, are amended. Article 1097-Bis, 1347-A, 1394 2 <sup>nd</sup> Paragraph and Fourth Title of the Fifth Book titled "Arbitration Procedure" containing articles 1415 to 1437, are added. Para. III, Article 1079; the title of Chapter VI, para. III of Article 1094; articles 1247 and 1250; para. V, Article 1295; and Chapter XXVI of the First Title, Fifth Book, and Articles 1344 and 1345, are repealed.	DO 01-04-1989

19	Decree that adds para. V to Article 21 of the Code of Commerce.	Para. V of Article 21, is added.	DO 02-07-1992
20	Public Brokers Act	The transitory article II of the Public Brokers Act repeals the Third Title, First Book of the Code of Commerce, articles 51 to 74.	DO 12-29-1992
21	Decree by which various provisions of the Code of Commerce and the Federal Code of Civil Procedure are amended and added.	Article 1347-A first paragraph, para. I and last paragraph; title of the Fourth Title of the Fifth Book; and articles 1415 to 1437 are amended. Articles 1438 to 1463 are added to Fourth Title of the Fifth Book.	DO 07-22-1993
22	Navigation Act	Transitory article 3 of the Navigations Act repeals articles 19, 21, paras. XIII and XVI to XVIII, 641 to 944, 1043, paras III, V, VII and VIII, and 1044.	DO 01-04-1994

23	Decree by which various provisions of the Code of Civil Procedure for the Federal District; the Organic Law of National Financing; the Code of Commerce; the Negotiable and Credit Instruments Act; and the Civil Code for the Federal District are reformed, added and repealed.	The following articles are amended 1 <sup>st</sup> , 2 <sup>nd</sup> ; 1054; 1055, 1056; 1057; 1058; 1059; 1060; 1061; 1062; 1063; 1072; 1075; 1076; 1077; 1079; para. I to VI; 1080; 1082; 1090; 1094; para. II and III; 1096; 1097; 1098; 1099; 1100; 1101; 1102; 1103; 1111; 1114; 1115; 1116; 1117; 1118; 1119; 1120; 1121;1122; 1123;1124;1125; 1126; 1127;1128; 1129; 1130; 1131, 1132, first para.; 1133; 1134; 1135; 1139; 1140; 1144; 1146; 1147, 1148; 1149; 1150; 1151, paras. I and V; 1152; 1153; 1154; 1155; 1156; 1157; 1158, 1159, 1160; 1161; 1162, 1163; 1164, 1165; 1166; 1167; 1174; 1183; 1184; 1185; 1186; 1189; 1190; 1193; 1198; 1201; 1202; 1203; 1205; 1207; 1214; 1215; 1216; 1217; 1219; 1220; 1232, paras.; 1234; 1236; 1241; 1242; 1243; 1247; 1250; 1252; 1253; 1254; 1255; 1256; 1257; 1258; 1261; 1262; 1263; 1264; 1265; 1268; 1269; 1271; 1303; paras.; I; 1307; 1310; 1312; 1314; 1318; 1319; 1334; 1335; 1336; 1337; para II; 1339, para II; 1343; 1344; 1345; 1348; 1349; 1350; 1351; 1352; 1353; 1354; 1355; 1356; 1357; 1360; 1361; 1372; 1377; 1378; 1380, first paragraph; 1383; 1384; 1385; 1386; 1387; 1388; 1391; paras. IV, V and VI; 1392; 1393; 1394; 1399; 1400; 1401; 1403, last paragraph; 1404; 1405; 1406 and 1414, as well as the title of Chapter XXIV and XXVI of the First Title of the Fifth Book; A fourth and fifth paragraphs are added to article 1061; a second, third and fourth paragraphs to article 1067; a second paragraph with six paras. to article 1068; a third, fourth, fifth, sixth, seventh paragraphs to article 1069; a second paragraph to article 1070; a second paragraph with four paras. and a third and fourth paragraph to article 1071; a fifth para. to article 1084; a sixth para. to article 1094; a fifth, sixth, seventh and eight para. to article 1151; a second paragraph to article 1209; a second paragraph to article 1249; a second, third and fourth paragraph to article 1259; a second, third, fourth, fifth and sixth paragraph to article 1272; a third para. to article 1337; an eighth fraction to article 1391; a first and second paragraph to article 1394; as well as the name to Chapter VIII of the First Title of the Fifth Book; and the seventh and eighth paras. of article 1079, and article 1309 are repealed.	DO 05-24-1996
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24	Decree by which various provisions of the Code of Commerce are amended, added, and repealed.	The following provisions are added: para. XXIV of article 75, with which the actual para. XXIV will be looked over to be XXV; Third Title Bis, Chapter I; articles 1414 Bis, 1414 Bis 1, 1414 Bis 2, 1414 Bis 3, 1414 Bis 4, 1414 Bis 5, 1414 Bis 6, and Chapter II, articles 1414 Bis 10, 1414 Bis 11, 1414 Bis 12, 1414 Bis 13, 1414 Bis 14, 1414 Bis 15, 1414 Bis 16, 1414 Bis 17, 1414 Bis 18, 1414 Bis 19, and 1414 Bis 20, of the Fifth Book; paras. XXV of article 75 and articles 1091, 1093, 1097, 1104 and 1105 are amended; and articles 1097 Bis, 1098 and 1109. are repealed.	DO 05-23-2000
25	Decree by which various provisions of the Code of Commerce are reformed and added.	Articles 18, 20, 21, first paragraph, 22, 23, 24, 25, 26, 27, 30, 31, 32, 49, 80 and 1205 are amended; and article 20 Bis, 21 Bis, 21 Bis 1, 30 Bis, 30 Bis 1, 32 Bis 1298-A; Title II that will be titled "Of Electronic Commerce", containing articles 89 to 94, and the title of the Second Book, are amended.	DO 05-29-2000
26	Decree by which the Sixth Title of the Second Book of the Code of Commerce is amended.	The title of the Sixth Title of the Second Book of the Code of Commerce is amended, Chapter IV is added to the Sixth Title of the Second Book of the Code of Commerce and the provisions that are indicated in article 392, 393, and 394, are added.	DO 06-05-2000



27	Decree by which various provisions to the Civil Code for the Federal District; the Federal Code of Civil Procedure; the Code of Commerce; and the Federal Consumer Protection Act, are amended and were published on May 29 of 2000.	The Transitory Fifth Article is amended of the decree that Amends and Changes various provisions of the Civil Code for the Federal District, the Federal Code of Civil Procedure, the Code of Commerce and the Federal Consumer Protection Act published in the Official Daily Gazette of the Federation on May 29, 2000.	DO 06-13-2003
28	Decree by which various provisions of the Negotiable Instruments and Credit Operations Act, the Market of Values Act, the General Act of Institutions and Mutual Insurance Associations, the Federal Act of Guarantee Institutions and the General Act of Organizations and Auxiliary Credit Activities are amended, added and repealed.	Articles 1054, 1063, 1070 first paragraph, 1373, 1391 para. II, 1393, 1401 third paragraph, 1414, 1414 Bis 7 first paragraph, 1414 Bis 8 first paragraph, 1414 Bis 17 fractions I, II, 1414 Bis 18 and 1414 Bis 19 are amended; and articles 1055 Bis, the second, third, fourth, and fifth paragraphs of 1070, 1070 Bis, 1376 Bis, the last third paragraphs of 1395, 1412 Bis and 1412 Bis 1, and para. III of 1414 Bis 17 are added.	DO 05-13-2003
29	Decree by which various provisions of the Code of Commerce in Matters of Electronic Signatures are amended and added.	Articles 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114 are amended. Article 89 Bis, 90 Bis, 91 Bis, 93 Bis are added. First, Second, Third, Fourth to the Second Titles are added, titled Electronic Commerce in the Second Book.	DO 08-29-2003