

A Brief Analysis of the Commercial Value of the System of Goodwill Acquisition

Munira•Bardi

Tianjin University of Commerce, Tianjin 300000, China

Abstract

The system of acquisition in good faith means that the possessor of the movable property transfers the movable property that he possesses but has no right to dispose of to a third person. If the assignee acquires the movable property in good faith, the assignee will obtain the ownership of the movable property. The owner of the original movable property may not request the transferee to return it, but can only request compensation for losses from the owner of the movable property. To this day, the bona fide acquisition system has been confirmed by most civil laws, And become an important system in civil law.

Keywords

Acquisition in Good Faith; Transaction Security; Dynamic Security; Commercial Value.

1. Goodwill Acquires the Functions of the System

Whether from the perspective of economics or from the legal point of view, "ensuring the security of transactions and maintaining market transactions" is an important function of the goodwill acquisition system. In a market economy, according to traditional transaction rules, it is difficult for the buyer to identify the ownership of the subject matter in the transaction. Therefore, it is unreasonable for the buyer to bear the transaction risk in the transaction process. On the one hand, the buyer needs to pay extra costs to identify the subject matter during the transaction process; on the other hand, the buyer's identification of the subject matter also causes a time delay in the transaction process. In conclusion, in order to ensure the rapid and stable development of commodity trading in a market economy, the system of bona fide acquisition must be recognized.

In daily business activities, we often have to protect the security of goods in two aspects, namely static security and dynamic security. The so-called static security refers to the protection of commodity ownership, and the so-called dynamic security refers to the protection of commodity transaction security. At present, many academic circles believe that the bona fide acquisition system is to protect the dynamic security and static security of commodities, and seek a balance between them. In short, it is a balance between the security of ownership of commodities and the security of transactions. It can be seen that simply denying the ownership security of commodities or simply denying the transaction security of commodities is open to question. The establishment of the bona fide acquisition system is entirely based on "commodity transaction security". From this point of view, if the bona fide acquisition system is to be fully rational, a stronger basis for existence must be found in economics.

(1) Ensuring transaction security

In theory, the security of transactions depends on the openness and transparency of transaction information. However, as far as the current development of my country's market economy is concerned, it is difficult for the transaction process to be completely open and transparent. Therefore, buyers and sellers have to pay more costs to identify, and in the case of unclear legal regulations or contractual regulations, buyers and sellers may have to bear more worries. If

disputes can be quickly and effectively resolved when disputes occur, then the system of obtaining in good faith has its existence value.

(2) Make the best use of things

In civil law, making the best use of things is one of its important principles. The statute of limitations refers to the legal system in which the owner of the property, in the will of the owner (that is, in the name of the owner), independently, in good faith, openly, peacefully, and continuously owns the property of others for the legal period, that is, legally obtains the ownership of the property. For example, for some reason, A takes and uses a certain property of B as his own, but B ignores it. If this situation lasts for a certain period of time, A will acquire the property according to law. ownership. Acquiring statute of limitations is also known as possession statute of limitations, and the statute of limitations system is an important theoretical source of the goodwill acquisition system.

(3) Embody the principle of good faith

The principle of good faith, referred to as the principle of good faith, is an important principle established in our civil law. The principle of good faith requires civil subjects to honestly and properly exercise their rights and perform their obligations in civil activities. The principle of good faith is also pursued by legislators. It does not stipulate specific rights and obligations, so the principle of good faith has a certain abstraction. In terms of transactions in civil activities, the bona fide acquisition system embodies this principle. First of all, the goodwill acquisition system should reflect the word "goodwill". From the word "goodwill", we can see that the principle of good faith has a great moral restraint effect. Morality is the basis of law, and law is the bottom line of morality. Civil law guarantees the greatest autonomy of will of civil subjects. Therefore, civil law does not excessively stipulate the rights, obligations and responsibilities of civil subjects. However, in the process of concluding the sales contract, if there is a defect in the ownership of the subject matter, if the two parties completely rely on the autonomy of both parties, the frequency of transactions will be greatly reduced. For example, A and B enter into a sales contract, A honestly abides by the contract and fulfills its obligations, and B completes the publicity and delivery, but one day in the future, C appears and asserts his right to the subject matter to B. It's hard to imagine this being acceptable to the masses. Therefore, in this process, buyers and sellers should follow a compromise system that fully reflects the principle of good faith, and the system of obtaining in good faith came into being.

2. The Basic Concept of the Goodwill Acquisition System

In the process of social and economic development, the bona fide acquisition system is playing an increasingly important role in commodity trading. The establishment of the bona fide acquisition system depends on the concepts followed in the commodity economy.

(1) The concept of possession

As the above examples show, in the market economy, possession has its practical significance as an important function of enjoying the ownership of the subject matter. In the process of transferring possession of goods, public announcement is required, which is a manifestation of the credibility of possession. The ownership of the subject matter is properly transferred to the transferee after the public announcement. The transferee's ownership of the subject matter should be protected by law. Even if the transfer of assets or the subject matter itself has ownership defects, the transferee can oppose the claimant based on his good faith transfer behavior. In short, once the subject matter is legally transferred, the effect of the transfer cannot be changed. The assignee has the full right to dispose of the property thereafter. Theoretically, the assignee gains credibility through the system of public announcement, thus fully legalizing his own possession of the subject matter.

(2) The concept of aging

The bona fide acquisition system protects the transferee from effectively using the subject matter after acquiring the ownership of the subject matter. The transferee initially uses the subject matter ineffectively, but the transferee occupies and uses the subject matter in good faith, steadily and continuously for a period of time. After time, can be used effectively. The assignee actually protects its legal rights by means of law.

(3) The concept of legal provisions

No matter what kind of system is considered, we must have laws to abide by, and the establishment of the law by obtaining the system in good faith is itself a rational existence. Establishing the system of obtaining in good faith within the scope stipulated by law is the most effective and reasonable method to safeguard the interests of the assignee and maintain the security of transactions. The first paragraph of Article 311 of the Civil Code clearly stipulates five situations of bona fide acquisition, which fundamentally stipulates the system of bona fide acquisition.

3. The Commercial Significance of the Goodwill Acquisition System

The development of the socialist market economy has been further improved, making my country's trading level develop to an unprecedented scale, and the volume of trading activities has further increased. Under this circumstance, the honesty and credit in the transaction process is particularly prominent, and the issue of transaction security has become an important content. The "Civil Code" also puts the transaction security of movable and immovable property in the most important position. In order to improve the current transaction security in my country and promote the expansion of transaction volume, the goodwill acquisition system has become the focus. But the actual situation is just the opposite. In most transaction activities, both parties often lose too much cost because they are not clear about the legality of the source of the subject matter. If one-sidedly protect the ownership of the subject matter, the increase in transaction volume will be lost. If the increase in transaction volume is pursued excessively, there will be a lack of protection of the rights of the owner of the subject matter. Therefore, it is necessary to pursue the security of commodity transactions without increasing the rights and interests of commodities. Discounting has become the focus of current attention. The provisions of Article 311 of my country's "Civil Code" are the product of balancing the protection of market transaction security and the maintenance of my country's social virtues.

From the essential meaning of the system, the system from the initial prototype to the final overall completion is caused by economic development. Static security refers to the security of ownership of commodities, and acquisition in good faith is a static security system that sacrifices part of property ownership in order to obtain dynamic security of commodity transactions. It can be seen that the good faith acquisition system reflects the strength of the legislator's security protection for commodity transactions, and it is not difficult to find that the good faith acquisition system can greatly promote the development of commodity transactions. For example, Xiao Wang was on a long-distance business trip and entrusted his car to Xiao Li for safekeeping. At the same time, Xiao Wang agreed that Xiao Li could use his car on weekdays. From the objective external phenomenon, Xiao Li seemed to be the owner of the car. One day, due to lack of money, Xiao Li sold the car to Xiao Zhao who did not know about it at a price equivalent to similar items in the market, and Xiao Zhao obtained the ownership of the car. Under such circumstances, even if Xiao Wang returns to China and confronts Xiao Zhao that he is the original owner of the car, he will still not be able to claim his car due to the goodwill acquisition of the system stipulated in the Civil Law. Claiming to Xiao Li in the form of a creditor's right, it seems that the law protects the interests of the unwitting party in the transaction, namely Xiao Zhao. Through the establishment of the bona fide acquisition system,

in our daily transaction process and commercial exchanges, both parties to the contract do not need to spend extra time, financial resources and energy to carry out redundant investigation activities, and do not need to review whether the counterparty is the real owner of the subject matter. Whether it is just a transaction agent or not, there is no need to worry about being claimed by others through legal means because there are many hidden dangers in the products purchased through legal channels. In a sense, the bona fide acquisition system truly guarantees the security and stability of transactions. All in all, the bona fide acquisition system establishes the security of market transactions through legal means, thereby maximizing the protection of transaction security. At the same time, the reliability of transactions fully encourages the growth of transaction volume, and promotes the stability of the market by maintaining the stability of the market. economic prosperity.

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