

SCHEDULE

DEED OF SALE

Know all men by these presents that I
of the in the of for
and in consideration of the sum of to
 paid by the Quebec and James Bay Railway
Company, which acknowledge to have received, do
grant, bargain, sell and convey unto the said The Quebec
and James Bay Railway Company, its successors and
assigns, all that tract or parcel of land (*describe the land,*)
the same having been selected and laid out by the said
company for the purposes of its said railway, to have and
to hold the said lands and premises unto the said company,
its successors and assigns for ever.

WITNESS hand and seal at this
 day of one thousand
nine hundred and in presence of

CHAP. 63

An Act to incorporate the Atlantic, Quebec and Western
Railway Company

[Assented to 28th March, 1901]

WHEREAS Henry Higgins, gentleman ; Alfred William Preamble.
Carpenter, banker ; Charles Ernest Richard Preston-
Hillary, solicitor-at-law, all three of the city of London, in
England, and Joseph Xenophon Lavoie, of Percé, in the coun-
ty of Gaspé, advocate, have presented a petition praying
that a company be incorporated for the purpose of locating,
building and operating a railway as herein below described
and representing that such railway will cross the interior of
Gaspé throughout its length and open up to colonization, for
a distance of one hundred miles, a region hitherto unin-
habited ;

Whereas, without the construction of such railway, that
vast region will continue to be inaccessible, and its immense
resources will remain unproductive ;

That the construction of such railway will be a great
advantage to the section of the province through which it
will run :

That the powers asked by the said company are necessary for working, utilizing and deriving benefit from the forest, mining and other resources of the region through which it will run ;

And whereas it is expedient to grant such prayer ;

Therefore, His Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows :

TITLE I

INCORPORATION OF THE COMPANY—ITS OBJECT

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|---|--|
| Persons in-
corporated. | 1. The said Henry Higgins, Alfred William Carpenter, Charles Ernest Richard Preston-Hillary and Joseph Xenophon Lavoie, together with all such other persons, firms and corporations as may hereafter become shareholders in the company, are hereby constituted a body corporate and politic under the name of "The Atlantic, Quebec and Western Railway Company", hereinafter called the company. |
| Name. | |
| Head office. | 2. The head office of the company shall be at Gaspé Basin, in the county of Gaspé, or at such other place in this Province as the directors may, by by-law, determine when necessary. |
| Provisional
directors. | 3. The persons mentioned in the first article of this act shall be the provisional directors of the company. |
| Power to
locate, &c.,
certain line
of railway. | 4. The company may locate, construct and operate a line of railway, starting from some point at or near Gaspé Basin in the county of Gaspé, following the valley of the York river or that of the Dartmouth river for a distance of about thirty miles, thence through the interior of the peninsula of Gaspé to some point north of Causapscah but not beyond Sayabec, in the county of Matane. |
| Power to
build termi-
nus at certain
place. | 5. The company shall further have power to build a suitable terminus at deep water in Gaspé Basin or Gaspé Bay, and to prolong its line to the said terminus. |
| Motive
power. | 6. The motive power of the railway may be steam, electricity or any other power. |
| Power to con-
struct, &c.,
telegraph
and telephone
lines. | 7. (1) The company may construct and operate telegraph and telephone lines along its line of railway and branches ; establish offices from which the public may send messages, and receive a remuneration for such service ; and, in connection with the working of such telegraph and telephone lines, it may enter into contracts with any company |

or lease its own lines or any part thereof ; it may also connect them with the lines of any other telegraph or telephone company.

2. The company may make arrangements with any other telegraph or telephone company for exchanging and forwarding despatches or messages, or for working the whole or a portion of its lines.

Power to make arrangement for exchanging, &c., despatches, &c.

8. The company may, in connection with its railway and for the needs of its operations :

Power for purposes of railway to :

(a) Acquire lands, water-courses and water powers and erect, make use of and administer shops and works, manufacture machines and machinery along its line for producing, transmitting and distributing electric and any other motive power ;

Acquire lands, &c. ;

(b) Build and maintain works and stations along its line for developing electric power, and acquire or lease works and stations from any other electric company ;

Build works and stations, &c. ;

(c) Acquire exclusive rights in patents of invention, franchises or patent rights for the purpose of the works and undertakings hereby authorized, and dispose of such rights ;

Acquire, &c., patent rights, &c. ;

(d) Sell or lease any surplus power it may produce or acquire, either water or other power, by converting it into electricity or other power, for the distribution of light, heat or motive power or for any purposes to which electricity or any other power may be applied, with the right to transmit such power ;

Sell surplus power, &c. ;

(e) Build, acquire, navigate, use and dispose of steam- and other vessels and ships in connection with its railway for bringing traffic thereto ; enter into agreements to that effect with owners of steam- or other vessels and carry on the business of conveying freight and passengers by water and that of warehousing generally ;

Build, &c., steam- and other vessels, &c. ;

(f) Build, acquire, maintain, operate and dispose of factories, mills, water-works and works for manufacturing pulp and sawn lumber along the line of the said railway ;

Build, &c., factories, &c. ;

(g) Acquire, hold and dispose of lands, timber limits, mining lots and rights and all other properties of the kind in the region traversed by the said railway and work the same for its own benefit ;

Acquire, &c., timber limits, &c. ;

(h) Build, acquire, maintain and make use of tramways, basins, docks, jetties, wharves, viaducts, aqueducts, mill-races and dams, ditches, water-courses, mills, grain elevators, warehouses or other buildings and works along its line or at its terminus, which may be deemed necessary or useful by the company for its own purposes.

Build, &c., tramways, &c.

General
powers under
railway laws.

9. The company shall have all the powers and privileges conferred by the general law respecting railways passed by the Legislature of this Province, which act shall be deemed to form part of this act, except as regards such provisions, as may be inconsistent therewith.

TITLE II

CAPITAL STOCK

Capital stock.
Shares.

10. The capital stock of the company shall be one million dollars, divided into ten thousand shares of one hundred dollars each.

Calls.

The directors may, at any time, call up instalments on the shares in such proportion as they may deem expedient. Nevertheless, the instalments so called up shall not exceed ten per cent. of the subscribed capital, and shall not be exacted unless a notice has been sent to each shareholder by registered letter at least one month before the date fixed for the payment of such calls.

Term of office
of provisional
directors and
their powers.

11. The first or provisional directors shall remain in office until the first election of directors to take place under this act. They shall have power to fill vacancies arising in the board of directors, to open stock-books, obtain subscriptions to the capital stock of the company, call up instalments on the stock, and have plans and surveys made and all other preliminary works done to begin and carry on the construction of the railway.

TITLE III

BOARD OF DIRECTORS

Board of
directors.

12. The board of directors, after the first election of directors, shall consist of five members. No one shall be elected a director unless he holds at least ten shares in the capital stock of the company, and has paid all the calls due on such shares.

Term of office.

The directors so appointed shall remain in office until the following general election.

Annual gen-
eral meeting
for election of
directors, &c.

13. The general meeting of the shareholders for the purpose of electing the directors, shall be held each year on the first Saturday of September, at the head office of the company, at the hour indicated by the notice calling such meeting; which notice shall be sent to the address of each shareholder, by registered letter deposited in the post-office, at least fifteen days before the meeting.

Notice there-
for.

14. No shareholder shall have the right to vote unless he has paid all calls due on his shares. Right to vote.

15. The fact of the meeting not having been held shall not have the effect of dissolving the company. The directors in office shall, in such case, hold office until they have been replaced at a subsequent meeting convened, at any time, in the same manner as the annual meeting. Company not dissolved if meeting not held.
Directors then in office to remain.

16. A majority of the directors shall constitute a quorum for despatch of business. Quorum of board.

17. The directors shall choose one of their number as president and another as vice-president. They may also choose one of their number as managing director and another as secretary, who may be paid such salary as the board of directors may determine. President and vice-president.
Managing director and secretary.

TITLE IV

OTHER POWERS OF THE COMPANY

18. The company may issue bonds, debentures or other securities, to the extent of twenty thousand dollars per mile of the railway and its branches; and such bonds, debentures or other securities shall be issued only in proportion to the length of railway built or of which the construction is given out by contract. Power to issue bonds.
Amount to be issued.

19. (1) The directors, after being thereunto authorized by a resolution of the shareholders adopted at a general meeting or a meeting specially called for the purpose, at which shareholders representing at least two thirds of the allotted capital shall be present or represented by proxy, may, at any time, in their discretion borrow money for the needs of the company, issue bonds or debentures and secure the repayment thereof in such manner and on such conditions as they may deem expedient; and to that end they may mortgage, hypothecate, or pledge the whole or any part of the company's property, with the exception of the railway. Power to borrow money.
Mortgage of company's property.
Exception.

2. The amount so borrowed shall not, at any time, exceed seventy-five per cent. of the paid up capital of the company. Limit of sum to be borrowed.

20. (1) The company may subscribe, endorse, draw and accept, promissory notes and bills of exchange of not less than one hundred dollars each. Power to make &c., promissory notes, &c.

2. Such notes or bills of exchange, subscribed, drawn, accepted or endorsed by the president, vice-president or any How to be drawn.

other officer thereunto authorized by the by-laws of the company and countersigned by the secretary, shall bind the company.

Seal thereon
not neces-
sary.

3. It shall not be necessary that the seal of the company be affixed to such notes or bills of exchange.

Officers sign-
ing, &c., not
personally
liable.

4. The president, vice-president, secretary or other authorized officer shall not incur any personal responsibility in connection with such notes or bills of exchange in accordance with the required conditions,

Company may
agree with
other railway
companies :

21. The company is authorized to enter into agreements with other railway companies :

For passage
of its cars,
&c. ;

1. For the passage of its cars and running of its trains over any line of railway which its own line may cross or join, as well as for the running of the trains of any other railway over its own line ;

For acquiring
branch lines ;

2. For acquiring branch lines ;

For facilita-
ting connec-
tions.

3. For facilitating connections between its railway and any other.

TITLE V

MISCELLANEOUS PROVISIONS

All share-
holders have
same privi-
leges.

22. The shareholders of the company, whether British subjects or not, residing in Canada or elsewhere, shall have all the same rights and privileges.

Rights of
shareholders.

They may hold shares, vote on such shares and be eligible to hold office in the company.

Municipal
corporations
may aid com-
pany, &c.

23. Notwithstanding any provision to the contrary, or the absence of any provisions allowing the same, authority is hereby given to the corporation of any city, town, village, county or parish, or any municipality interested in the construction of the proposed railway, to subscribe for shares in the capital stock of the company, or give sums of money to it gratuitously, either for the purpose of facilitating its preliminary works, or of aiding the construction of the said railway, or to grant lands, exemptions from taxes, or other advantages to the company.

Deeds of land
to company.

24. All deeds and conveyances of land to the company for the purposes mentioned in this act may be executed under private signature.

Fee on regis-
tration.

25. The company shall pay to the registrar, as a fee on every registration, fifty cents. Such registration shall be

deemed to be valid in law, and shall have, as respects rights of ownership, any servitude, mortgage and other real rights, the same effects as the registration prescribed by the Civil Code. Effect of such registration.

26. The present act of incorporation is granted under the following express conditions : Conditions of present act.

1. That the works authorized by this act shall be commenced in good faith within the delay of two years from the sanctioning of this act, such commencement to be evidenced by the construction at least of ten miles of road ; Delay to commence works.

2. That the whole road be constructed within the delay of five years from the sanctioning of this act ; Delay to complete works.

3. That in default of the accomplishment of either of these two conditions, such default shall *pleno-jure* occasion the forfeiture of all the rights, powers and privileges granted by this act. Default of complying with conditions.

27. This act shall come into force by proclamation of his Honour the Lieutenant-Governor, after the company shall have given positive and clear proof to the Executive Council that it possesses the necessary resources to construct the said railway. Coming into force.

CHAP. 64

An Act to incorporate The Wolfe, Megantic and Lotbinière Railway Company

[Assented to 28th March, 1901]

WHEREAS a petition has been presented by the persons hereinafter mentioned representing: that the construction of a railway as hereinafter provided would be of great advantage to the region through which it would pass and to the local trade thereof, and praying for the incorporation of a company to construct and operate a railway as hereinafter set forth, and it is expedient to grant the prayer of the said petition ; Préambule.

Therefore, His Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows :

1. Robert Stewart merchant ; Samuel Jamieson, farmer ; Donald McMillan, farmer ; Finlay Wark, miller ; John W. Mooney, farmer ; James A. Wallace, warden of the county of Megantic ; Major Thomas McKenzie, all of the township of Inverness ; François Xavier Fréchette, farmer, Persons incorporated.