

as far as the frontier, and shall have the right, subject to authorization from the competent authorities to build a bridge over the Richelieu river at or near the southern end of the railway above described, between St. Johns and the Provincial line." Bridge over the Richelieu.

4. The first mortgage six per cent. bond, for the sum of one hundred and fifty thousand dollars, issued by the company on the fifteenth day of September, eighteen hundred and ninety-four, is declared a good and valid mortgage bond, and a first mortgage and privileged claim, under the provisions of section 12 of the act 51-52 Victoria, chapter 95, over that part of the company's railway between the city of Saint Hyacinthe and the town of Sorel; and the deed of trust or mortgage, partially executed on the fifteenth of September, eighteen hundred and ninety-four, shall be considered a good and valid deed of mortgage, securing such claim to the same extent and in the same manner as if the same had been fully executed on the fifteenth of September, eighteen hundred and ninety-four, on condition, however, that the said deed of trust shall be regularized by affixing to it the signatures of the contracting parties and of the notary, in the usual form for authentic deeds. Certain mortgage bond declared valid, &c. Proviso.

CAP. LXI.

An Act to incorporate the Brandon and Ste. Emélie de l'Energie Railway Company.

[Assented to 21st December, 1895.]

WHEREAS the construction of a railway, as hereinafter described, would be a great benefit to the public in general, and to the Montreal and Lake Maskinongé Railway, and especially to the counties through which it will pass; and whereas a petition has been presented, praying for the passing of an act to incorporate a company for the construction of such railway; and it is expedient to grant the prayer thereof; Preamble.

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

1. The following persons, viz.: Romulus Mondor, Joseph Brault, Joseph Boucher and Alexander Maxwell, of the parish of St. Damien de Brandon; Cyrille Bellerose, Jean-Baptiste Robitaille, Israël Jubinville and Philippe Belleville, of the parish of Ste. Emélie de l'Energie; Cléophas Beausoleil, Telesphore Michaud, P. E. Archambault and Jean-Baptiste Gouin, of St. Gabriel de Brandon, Persons incorporated.

and all such other persons and corporations as may become shareholders of the company, are hereby constituted a corporation, under the name of "The Brandon and Ste. Emélie de l'Energie Railway Company."

2. The company is vested with all the rights and privileges necessary for the construction and working of a railway about fifteen miles long, whose motive power shall be steam or electricity, as it may select, starting from some point in or near the village of St. Gabriel de Brandon, in the county of Berthier, at a point of junction with the Montreal and Lake Maskinongé Railway, to a point within the parish of Ste. Emélie de l'Energie, in the county of Joliette.

3. The capital stock of the company shall be one hundred thousand dollars, divided into ten thousand shares of ten dollars each; but it may be increased, from time to time, by a vote of the majority in value of the shareholders, present in person or represented by proxy, at any meeting convened for such purpose.

4. It shall be lawful for the company to receive, as aid in the construction of the said railway, any vacant lands or any other real or personal property, or any sums of money, either as gifts or by way of bonus, or in payment of stock, and legally to dispose of the same, and to alienate the said lands and other real or personal property for the purposes of the company, with the authorization of a majority of the directors.

5. The following persons, to wit: Romulus Mondor, Joseph Boucher and Joseph Brault, of St. Damien; Cyrille Bellerose, Jean-Baptiste Robitaille and Philippe Bellerive, of Ste. Emélie de l'Energie; Cléophas Beausoleil, Téléspore Michaud and Jean-Baptiste Gouin, of St. Gabriel de Brandon, are constituted a board of provisional directors of the company, and shall remain in office until other directors are elected by the shareholders, under the provisions of this act.

Such directors shall have power and authority to fill vacancies which may arise in the board, to open stock-books and have stock taken in the company, to call up and cause to be paid up instalments on the stock subscribed, to issue bonds or debentures, to become parties to promissory notes and bills of exchange, and to commence and carry on the building and working of their railway.

6. As soon as ten per cent. of the capital stock of the company shall have been subscribed as aforesaid and ten per cent. of such subscriptions paid up, the provisional

directors, or a majority thereof, may call a general meeting of the shareholders for the election of directors, which shall be held at such date and place as they may deem advisable, by giving notice, at least one month beforehand, in one or more newspapers published in the city of Montreal and in the district of Richelieu, and also in the *Quebec Official Gazette*. Notice therefor.

At such general meeting and at the annual general meetings thereafter, the shareholders, present in person or represented by proxy, shall elect directors in the manner and qualified as hereinafter provided, to constitute the board of directors; and the said directors, so elected, shall hold office till the first Tuesday in March in the year following their election. Election of directors thereafter. Term of office.

7. The board of directors of the company shall be composed of nine directors, five of whom shall form a quorum. They shall elect two of their members as president and vice-president. No one shall be elected a director unless he be the holder of ten shares of the capital stock of the company and have paid all the calls due thereon. Composition and quorum of board. Qualification of directors.

8. The directors or the majority of them may, from time to time, replace one or more directors who are deceased or have resigned, by selecting from amongst the shareholders one or more persons duly qualified to be directors; and the directors so appointed shall remain in office until the ensuing election of directors held in the month of March following. Replacing of directors.

9. The chief place of business and the head office of the company shall be in the village of St. Gabriel de Brandon, or in any other place fixed by by-law. Head office.

10. The directors of the company are authorized to borrow, either in Canada or elsewhere, all sums of money necessary to complete, maintain and work their railway, to issue mortgage bonds, bearing the seal of the company and signed by the president or other officer acting as president and countersigned by the secretary. Power to borrow and issue bonds.

Such bonds may be payable in such manner, at such places in Canada or elsewhere, and bear such rate of interest as the directors may deem advisable, and may be sold or pledged at such price and on such terms and conditions as they may deem expedient, provided that the amount thereof does not exceed that of the capital stock of the company, nor ten thousand dollars per mile of railway built by the company and approved by the Government. Bonds how payable, &c.

11. The bonds, the issue whereof is hereby authorized, shall, without registration or formal transfer, be admitted Bonds to be hypothec, &c. on property.

and considered as a first mortgage and privileged claim upon the company, its undertakings, tolls and revenues, and the moveables and immoveables it may acquire; and every holder of such bonds shall be deemed an hypothecary creditor as to such lien, *pro ratâ* with all the other bondholders.

Bonds to bearer.

12. All bonds, debentures, mortgages and other securities, authorized by this act, and their coupons and certificates of interest due, may respectively be made payable to bearer; and, in such case, such documents shall be transferable by simple delivery, and the bearer may sue for the recovery thereof in his own name.

Transfer in such case.

Power to become parties to notes, &c.

13. The company shall have power and authority to become parties to promissory notes and bills of exchange, for sums not less than one hundred dollars; and any such promissory note or bill of exchange, so made or endorsed, drawn or accepted by the president or vice-president of the company and countersigned by the secretary of the company, and under the authority of a majority of a quorum of the directors, shall be binding on the company.

Binding on company.

Every such promissory note or bill of exchange, so made, shall be presumed to have been made, with proper authority, until the contrary be shown.

Seal, &c., not necessary.

In no case shall it be necessary to have the seal of the company affixed to any promissory note or bill of exchange, nor shall the president or vice-president, or the secretary or treasurer of the company, be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without the sanction and authority of the board of directors, as herein provided and enacted.

Officers signing not personally responsible.

Calls.

14. The directors may, at any time, call upon the shareholders for such instalments upon each share, which they may hold in the capital stock of the company, and in such proportion as they may see fit; except that no such instalment shall exceed ten per cent. on the subscribed capital, and that one month's notice of each call shall be sent by mail to each shareholder, by means of a registered letter.

Limit of calls. Notice therefor.

Power to amalgamate with other companies, &c.

15. The company may amalgamate with any other railway company whose road it may cross, and may make running arrangements for the passage of its cars and trains with any railway along its line or which crosses the same.

Acquisition of branches.

It is also authorized to enter into and complete any agreement, with any other railway company, for the purpose of acquiring any branch line, or to facilitate connection between it and such other company, or to acquire the corporate property or assets thereof.

Running of trains of other

It is also authorized to enter into any agreement with any other company to allow the running of the trains of

any such railway company over its road, as well as to lease or sell, assign or transfer to any railway company the whole of its road, or all its interest in such road, or any portion of such road which shall be built, upon such conditions as the board of directors may deem expedient.

companies
over its line.

The company shall also have the right to run its own trains over any other line of railway which it may intersect; provided it obtains the permission of the company interested.

Running of
trains over
other lines.

The company shall have full power and authority to build and work a line or lines of telegraph or telephone, or both, along its line of railway and its branches and in connection therewith.

Building of
telegraph and
telephone
lines.

16. All shareholders in the company, whether British subject or aliens, residents of Canada or elsewhere, shall have equal rights to hold stock in the company, and to vote on the same, and be eligible to any office in the company, provided that the majority of the directors be British subjects.

Rights of
shareholders.

17. All deeds of conveyance of land to the company, for the purposes of the present act, may, as far as circumstances permit, be in the form of the schedule to this act annexed, or in words of like import; and, in order that such deeds be duly registered, all registrars, in their respective counties, shall be furnished, by and at the expense of the company, with a book containing copies of the form given in the said schedule or in words of like import, which are to be printed one on each page, leaving the necessary blanks upon each separate conveyance, and shall, upon the production of any conveyance, enter and register the same at length in the said book, and shall minute the registration or entry on the deed.

Conveyances
of land.

The registrar shall charge, for all costs on such registration, fifty cents and no more; and such registration shall be deemed to be valid in law, any statute or provision of law to the contrary notwithstanding, and shall, as regards the rights of ownership, servitude, hypothecs and real rights, have the same effect as the registration prescribed by the Civil Code.

Fee for registrar, &c.

18. The railway contemplated by this act shall be commenced within two years, and completed within five years from the coming into force of this act.

When works
to be commenced
and completed.

SCHEDULE

DEED OF SALE.

Know all men by these presents, that I, A. B., in consideration of dollars to paid by the Brandon and Ste. Emélie de l'Energie Railway Company, receipt whereof is hereby acknowledged, do sell, transfer and make over, unto the said Brandon and Ste. Emélie de l'Energie Railway Company, all that lot of land (*describe the property*) chosen and designated by the said company for the purposes of its railway; to have and to hold the said land and premises unto the said company, its successors and assigns for ever.

Witness hand and seal at
this day of hundred
and

Signed and sealed in }
presence of } A. B. (L. S.)
 C. D. }
 E. F. }

CAP. LXII.

An Act to incorporate The North Nation Valley Colonization Railway Company.

[Assented to 21st December, 1895.]

Preamble.

WHEREAS the persons hereinafter named propose to form a joint stock company for the purpose of constructing a railway from a point on the river Ottawa, at or between the villages of Montebello or Papineauville, or in the neighborhood thereof, to run in a northerly direction through the seigniory of Papineau and the townships of Ripon, Hartwell and other townships, until it reaches a point close to the line of the Montreal and Western Railway Company, in the county of Ottawa, in that part thereof known as the county of Labelle for Dominion electoral purposes; to use electricity as a motive power, if expedient therefor; and for manufacturing, generating, dealing in and supplying electric and other illuminants, power and heating, as well as lines of telegraph and telephone.

And whereas they have petitioned for an act of incorporation for such purposes; and it is expedient to grant the prayer of such petition;