

C A P. X C I I I.

An Act to incorporate "The Montreal and Pacific Junction Railway Company."

[Assented to 30th December, 1890.]

Preamble.

WHEREAS the construction of a railway, as hereinafter set forth, would be a great benefit to that portion of the Province through which it will pass, as well as the neighbourhood thereof, and whereas a petition has been presented praying for the passing of an act to incorporate a company authorized to construct such railway, and it is expedient to grant the prayer of the said petition; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

Certain persons incorporated.

1. Alphonse Desjardins, M. P., Théodore Viau, Philippe Baby Casgrain, R. Préfontaine, M. P., J. O. Dupuis, C. T. Trihey, G. W. Parent, Maurice Perreault, all of Montreal, together with all such persons and corporations as may hereafter become shareholders in the company hereby incorporated, shall be and are hereby constituted a body politic and corporate under the name of "The Montreal and Pacific Junction Railway Company."

Name.

Power to build certain railway.

2. The company is vested with all the rights and privileges required to build and work a railway starting from some point in Hochelaga ward, in the city of Montreal, to a point on the Canadian Pacific Railway, at or near L'Épiphanie.

Capital stock. Shares.

3. The capital stock of the company shall be five hundred thousand dollars, divided into shares of one hundred dollars each.

Company may receive lands, &c., as aid, &c.

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

Provisional board of directors.

5. A. Desjardins, M. P., R. Préfontaine, M. P., G. W. Parent, T. Trihey and Maurice Perreault, are hereby constituted a board of provisional directors of the company, and they shall remain in office until other directors are elected by the shareholders, in accordance with the provisions of the present act.

Term of office.

The directors shall have power and authority to fill vacancies occurring on the board, to open stock books and obtain subscriptions to the capital stock of the undertaking, and call up instalments on the stock subscribed, to issue obligations, bonds or debentures, to become parties to promissory notes and bills of exchange, to commence and continue the construction and working of the said railway.

Power of provisional board.

6. The general meeting of the shareholders for the election of directors, shall be held, each year, on the first Tuesday in May, in the city of Montreal, at the time and place indicated in the notice convening such meeting, and such notice shall be inserted in a French and English newspaper published in the City of Montreal, during the two weeks preceding the date of the meeting.

Annual general meeting.

Notice therefor.

Notice of other meetings of the shareholders shall be given in the manner prescribed by the by-laws of the company.

Notice of other meetings.

7. The board of directors of the company shall be composed of five members, three of whom shall be a quorum, who shall elect two of their number as president and vice-president.

Composition of board of directors. President and vice-president.

Paragraph 4 of article 5134 of the Revised Statutes of the Province of Quebec, is repealed, in so far as concerns this company, and replaced by the following:

R. S. Q., art. 5134, § 4, replaced for company.

“4. No one shall be elected a director, unless he be a shareholder holding ten shares in the capital stock of the company and unless he has paid all calls due thereon.”

Qualification of directors.

8. The directors or a majority of them may, from time to time replace one or more directors who have died or resigned, by selecting from amongst the shareholders one or more persons duly qualified to be directors; and such directors so appointed shall remain in office until the following election of directors in the month of May then next.

Vacancies in board.

Term of office of replacing directors.

9. The principal place of business and the head office of the company shall be in the city of Montreal.

Head office.

10. All manufacturing or other companies carrying on business, in whole or in part, in the Province of Quebec or elsewhere, and incorporated either by a special or by a general act, may subscribe to the capital stock and acquire and hold any number of shares of the said company and dispose of the same as they may think proper, provided their charter contain nothing contrary thereto.

Companies and corporations which may subscribe to company.

Proviso.

R. S. Q. art. 5132, § 11, replaced for company.

Power granted to borrow money and issue mortgage bonds, &c.

Proviso.

Effect of mortgage bonds.

Bonds, coupons, &c., may be payable to bearer. Transfers in such case and suit to recover same.

Power of company to become party to bills and notes, &c.

Effect of signature of officers.

Notes, &c., to be presumed as duly made, &c.

Seal not necessary.

Officers signing not personally liable.

R. S. Q. art. 5135, § 1, replaced for company.

11. Paragraph 11 of article 5132 of the said Revised Statutes is repealed, in so far as concerns this company, and replaced by the following :

“ 11. The directors of the company are hereby authorized to borrow, either in Canada or elsewhere, all sums of money necessary to complete, maintain and work their railway, and to issue mortgage bonds bearing the seal of the company and signed by the president and countersigned by the secretary ; provided that the amount of such bonds does not exceed the amount of the capital stock of the company.”

12. The mortgage bonds hereby authorized to be issued shall, without registration or formal transfer and notwithstanding article 2136 of the Civil Code, be received and considered as a first claim and privileged debt against the company, its undertakings, tolls and revenues, and the moveables and immoveables, which it now possesses or may hereafter acquire ; and every holder of such bonds shall be deemed an hypothecary creditor as to such security *pro rata* with all the other bondholders.

13. All bonds, debentures, hypothecs and other securities hereby authorized, and their coupons and certificates of interest due, may respectively be made payable to bearer, and in such case they shall be transferable by simple delivery, and the holder may sue for the recovery thereof in his own name.

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

Every such promissory note or bill of exchange so made shall be presumed to have been duly made with the proper authority until the contrary be shewn, and 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, vice-president, 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.

15. Paragraph 1 of article 5135 of the said Revised Statutes is repealed, in so far as concerns this company, and replaced by the following :

“ 1. The directors may, at any time, call upon the share-^{Calls upon} holders for such instalments upon each share, which^{shares.} they, or any of them may hold in the capital stock of the said company, and in such proportion as they may deem^{Amount} fit, except that no such instalment shall exceed ten per^{limited.} cent on the subscribed capital, and that one month's^{Notice there-} notice of each call shall be sent by mail by registered^{for.} letter to each shareholder.”

16. The company may amalgamate with any other^{Power to} railway company, whose line it may cross or join, and it^{amalgamate,} may make arrangements for the passage of its cars and^{&c.} trains, on any line of railway situated along its line or which may cross the same.

It is hereby also authorized to make and complete all^{Make arrange-} arrangements with any other railway company, for the^{ments with} purpose of acquiring any branch line, or of facilitating^{other com-} connection between it and such other company, or of^{panies for cer-} acquiring the corporate property or claims of such other^{tain purposes,} company.^{etc.}

It is hereby authorized to make any arrangement with any such company to allow the passage of trains of any such company over its line, as also to lease or to sell or to transfer to any such railway company the whole of its road or any portion thereof, on such conditions as the board of directors may deem expedient.

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

17. Notwithstanding any provision to the contrary, or^{Authority gi-} the absence of any provision allowing the same, authority^{ven to muni-} is hereby given to the corporation of any city, town, vil-^{cipal corpora-} lage, county or parish, or any municipality interested in^{tions to sub-} the construction of the railway hereby authorized, to^{scribe to com-} subscribe for shares in the capital stock of the company,^{pany, &c.} or to 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, exemption from taxes or other advantages to the company, and the councils of these various municipalities are hereby authorized to make such agreements with the company as they may deem useful for the purpose of facilitating and assuring the construction of the said road.

The powers conferred by the present section shall be^{How to be} exercised only by complying with the formalities enacted^{exercised.} in article 481 of the Municipal Code.

18. All shareholders in the company, whether British^{Equal rights} subjects or aliens, or residents of Canada or elsewhere,^{of all share-} holders to

- hold stock and be eligible for office. Proviso. shall have equal right to hold stock in the company, and to vote on the same and be eligible to any office in the company; provided the majority of the directors be and remain British subjects.
- Deeds of sale of lands to company. **19.** All deeds or conveyances of land to the company for the purposes of this act, and in so far as circumstances may permit, shall be in the form of Schedule A to this act annexed, or in any other form of similar tenor.
- Book to be furnished registrars. Contents of book. In order that all such deeds be duly registered, all registrars, in their respective counties, shall be furnished, by and at the expense of the said company, with a book containing copies of the form given in the said Schedule A, or other form of similar tenor, which are to be printed on each page, leaving the necessary blanks to suit the circumstances upon each separate conveyance, and shall, upon the production of any conveyance, enter the same in the said book without any memorial, and shall minute the registration or entry on the deed, and the registrar shall charge and receive from the said company for all fees 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 it shall, with respect to rights of ownership, servitudes, hypothecs and real rights, have the same effect as the registration prescribed by the Civil Code.
- Fee of registrar. Effect of registration. **20.** The railway hereby authorized shall be commenced within two years and shall be completed within six years from the passing of this act.
- Commencement and completion of road. **21.** This act shall come into force on the day of its sanction.
- Coming into force.

SCHEDULE A.

DEED OF SALE.

Know all men by these presents, that I, A. B.
of in the county of, for and
in consideration of the sum of to me paid
by the Montreal and Pacific Junction Railway Company,
which I acknowledge to have received,
grant, bargain, sell and convey unto the said Montreal and
Pacific Junction Railway Company, all that tract or parcel
of land (*description of the property*) the same having been
selected, and laid out by the said company for the pur-
poses of their railway, to have and to hold the said
lands and premises unto the said company, their succes-
sors and assigns forever.

Witness
 at this hand and seal
 of day
 and one thousand eight hundred
 Signed, sealed and delivered
 in the presence of
 C. D.
 E. F. } A. B.
 (L. S.)

C A P . X C I V .

An Act to incorporate the Plessisville and Black Lake
 Railway Company.

[Assented to 30th December, 1890.]

WHEREAS a petition has been presented praying for Preamble.
 the passing of an act to incorporate a company
 organized for the purpose of constructing and working a
 railway, as hereinafter set forth, and it is expedient to
 grant such petition ;

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

TITLE I.

ORGANIZATION OF THE COMPANY.

1. The Honourable N. C. Cormier, of the village of Plessis- Certain per-
 ville, merchant and member of the Legislative Council sons incorpor-
 of Quebec, François Théodore Savoie, of the same place, ated.
 manufacturer, the Honourable François Langelier, advocate
 and member of the House of Commons of Canada, Edouard
 Hypolite Laliberté, member of the Legislative Assembly
 of Quebec, Joseph Alfred Savoie, merchant, of Plessisville,
 and Francis Hector Bignell, of St. Vital de Lambton,
 together with such other persons as may hereafter become
 shareholders of the company hereby organized, are consti-
 tuted a corporation, under the name of "The Plessis- Name.
 ville and Black Lake Railway Company."

2. The head office of the company shall be in the said Head office.
 village of Plessisville ; but it may be established in any
 other place in the Province of Quebec by a resolution of
 the directors.

3. The company is vested with all necessary powers Power to
 for laying out, building and working a line of railway build, &c.,
 with a gauge of four feet, eight and one half inches, from certain line of
 railway.