



Ely, all in the county of Shefford, with such other persons, corporations or municipalities as shall, under the provisions of this act, become shareholders in the company hereby incorporated, shall be and are hereby ordained, constituted and declared to be a body corporate and politic, by and under the name of the "Lawrenceville and l'Avenir Railway Company." Name.

**2.** The company is authorized to lay out, construct, make and finish a double or single track of railway, of such width or gauge as the company sees fit, from a point at or near Lawrenceville, in the county of Shefford, to a point at or near l'Avenir, in the county of Drummond, with power to build the road as far as Drummondville in the said county of Drummond, and to construct branch lines from either or both of the said points, of such length as the company may deem expedient in the public interest and for other purposes of the company, provided the said branch do not exceed ten miles in length. Company authorized to build, etc., certain line of railway. Branch lines. Proviso.

**3.** The company is authorized to construct the said railway and branches in different sections in such order as it may see fit, keeping in view on the main line the general direction from Lawrenceville to l'Avenir, passing through Valcourt, North Ely and Durham. Line may be built in sections.

## TITLE II.

### CAPITAL STOCK.—CALLS.

**4.** The capital stock of the company shall be one million of dollars, divided into ten thousand shares of one hundred dollars. Capital stock. Shares.

The money so raised shall be applied, in the first place, to the payment of all fees, expenses and disbursements for procuring the passing of this act and for making the surveys, plans and estimates connected with the said railway, and afterwards towards making, completing and maintaining the said railway and other purposes of this act. Application of moneys.

**5.** Until the said preliminary expenses shall be paid out of the capital stock, it shall be lawful for the municipality of any county, city, town or township, interested in the said railway or otherwise, to pay out of the funds of such municipality, such preliminary expenses, which sums shall be refunded to such municipality from the stock of the said company or be allowed in payment of stock. Municipal corporations may advance moneys to pay preliminary expenses.

One month's notice of calls shall be given by a registered letter to each shareholder. Notice of calls.

## TITLE III.

## PROVISIONAL DIRECTORS.

- 6.** The said George Davidson, George Préfontaine, F. H. Fontaine, Ludger Bienvenu, T. B. de Grosbois, W. L. Davidson, Edouard Bousquet, Clement St. Onge and P. J. S. Peltier are hereby constituted a board of provisional directors of the said company, and shall hold office, as such, until other directors shall be appointed by the shareholders under the provisions of this act.
- 7.** They shall have power and authority, immediately after the passing of this act, to fill any vacancies which may arise in the board, to open stock-books and procure subscriptions for the undertaking, to make calls upon the subscribers, to cause surveys and plans to be made and executed, and to commence and carry on the building and making of the said railway, and, as hereinafter provided, to call a general meeting of shareholders for the election of directors.

## TITLE IV.

## MEETINGS OF SHAREHOLDERS.

- 8.** Notwithstanding paragraph 25 of article 5134 of the Revised Statutes of the Province of Quebec, the said directors, or a majority of them, shall, as soon as fifty thousand dollars shall have been subscribed and five thousand dollars paid in on account of such shares, call a meeting of shareholders at such time and place, as they shall think proper, giving at least two weeks' notice in one or more newspapers published in the counties through which the said railway is to pass, and by registered letter addressed to each shareholder.
- 9.** At such general meeting, and at the annual general meeting in the following articles mentioned, the shareholders present, either in person or by proxy, shall elect by ballot seven directors who shall constitute a board of directors, and shall hold office until the first Wednesday in September in the year following their election.
- 10.** On the said first Wednesday of September next after such general meeting, and on the first Wednesday in September in each year thereafter, at the principal office of the said company, there shall be holden a general meeting of the shareholders of the said company.
- At such meeting, the said shareholders shall elect seven directors for the then ensuing year.

**11.** Public notice of such annual general meeting and election shall be published one month before the day of election in one or more newspapers published in the counties along the line of railroad, and also by registered letter addressed to each shareholder.

Notice of such meeting how published, etc.

## TITLE V.

### BOARD OF DIRECTORS.

**12.** Five directors shall form a quorum for the transaction of business, and the board of directors may employ one or more of their number as paid director or directors.

Quorum of board.  
Paid directors etc.

**13.** No person shall be elected a director unless he shall be the holder and owner of at least five shares of the stock of the company and shall have paid up all calls on the said stock.

Qualification of directors.

## TITLE VI.

### TRANSFER OF LANDS.

**14.** All deeds and conveyances of land to the company for the purposes of this act, in so far as circumstances will permit, may be in the form given in schedule A of this act, or in any other form to the like effect.

Deeds of sale of land to company.

**15.** For the purposes of the due enregistration of the same, all registrars in their respective counties shall be furnished, by and at the expense of the said company, with a book with copies of the form given in the said schedule A, one to be printed on each page, leaving the necessary blanks to suit the circumstances of each separate conveyance, and shall, upon the production and proof of execution of any such conveyance, enter the same without any memorial and shall minute the enregistration of entry on the deed.

Provision for registration thereof.

**16.** The registrar shall charge and receive from the said company, for all fees on every such enregistration, fifty cents and no more.

Fee for registration.

Such enregistration shall be deemed to be valid in law, any statute or provision of law to the contrary notwithstanding.

Effect thereof.

## TITLE VII.

### PROMISSORY NOTES, ETC., BONDS.

**17.** The company shall have power and authority to become party to negotiable notes and bills of exchange for sums not less than one hundred dollars.

Power to become party to notes, etc.

Notes, etc.,  
binding.

**18.** Any promissory notes or bills of exchange, made or endorsed by the president or vice-president of the company and countersigned by the secretary and treasurer and under the authority of a majority of a quorum of the directors, shall be binding on the company.

Presumed to  
have been  
made with  
proper au-  
thority.

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

Seal not ne-  
cessary.

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

Not to issue  
certain notes,  
etc.

Nothing in this title shall be construed to authorize the company to issue notes or bills of exchange payable to bearer or intended to be circulated as money or as the notes or bills of a bank.

Power to issue  
bonds.

**21.** The directors of the company shall have the power, upon being duly authorized thereto by a vote of a majority of stockholders present at any annual meeting in the month of September, or at any special meeting of the stockholders called for such purpose, to issue their bonds, made and signed by the president or vice-president of the said company and countersigned by the secretary and treasurer, and, under the seal of the said company for the purpose of raising money for prosecuting the undertaking.

Bonds to be  
privileged on  
company's  
property, etc.

**22.** Such bonds shall be privileged upon the property of the company, and shall bear hypothec upon the said railway without registration.

When bonds  
may be issued.

**23.** No such bonds bearing such hypothec shall be issued until after the said sum of fifty thousand dollars, as provided by this act, shall have been expended in and upon the said railway; and the whole amount raised upon such bonds shall not exceed five hundred thousand dollars.

Amount of  
bonds that  
may be issued.

## TITLE VIII.

### FREIGHT UNPAID AND GOODS UNCLAIMED.

Power of  
company to  
detain goods

**24.** In case of refusal or neglect to pay the toll or freight due to the company on any goods, it shall have

the power to detain the same until payment of such freight be made, and in the meantime such goods shall be at the risk of the owners.

**25.** If such goods be of a perishable nature the said company shall have the right to sell the same forthwith on the certificate of two competent persons establishing the fact of their being so perishable.

**26.** If such goods are not of a perishable nature and shall remain unclaimed for twelve months, the company may, after giving one month's notice in two newspapers nearest the place where the goods may be, dispose of the same by public auction, and the proceeds of the sale, after paying the said freight and the cost of sale, shall be handed over to the owner, if he shall claim the same.

## TITLE IX.

### AGREEMENTS WITH OTHER COMPANIES, ETC.

**27.** It shall be lawful for the company to enter into any agreement with any other railway company for leasing the said railway or any part thereof or the use thereof at any time to such other company, or for leasing or hiring from such other company any railway or any part thereof or the use thereof, or for leasing or hiring any locomotive, tenders or moveable property, and generally to make any agreement with any such other company touching the use, by one or the other or by both companies, of the railroad or moveable property of either or of both, or any part thereof, or touching any service to be rendered by the one company or the other, and the compensation therefor; and any such agreement shall be valid and binding and shall be enforced by courts of law, according to the terms and tenor thereof.

**28.** The directors of the company elected by the shareholders, in accordance with the provisions of this act, shall have power and authority to enter into and conclude any arrangement with any other railway company, and shall have full power and authority to negotiate with any company having the chartered right of constructing a bridge or bridges across the St. Lawrence river at or near the city of Montreal, and at or near the city of Quebec, for the right of using the said bridge for the purposes of the railway and the advantage and benefit of the company hereby incorporated.

**29.** The company may also construct an electric telegraph and telephone line for the purposes of the undertaking in connection with the railway.

R. S. Q., art.  
5128 to 5181 to  
apply when  
not inconsis-  
tent.

**30.** The company is subject to the provisions of articles 5128 to 5181, inclusively, of the Revised Statutes of the Province of Quebec, except where they are specially derogated from or are incompatible with this act.

Coming into  
force.

**31.** This act shall come into force on the day of its sanction.

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SCHEDULE A.

DEED OF SALE.

Know all men by these presents that, I, A. B. of..... do hereby in consideration of..... paid to me by the "Lawrenceville and l'Avenir Railway Company," the receipt whereof is hereby acknowledged, grant, bargain, sell and convey into the said "Lawrenceville and l'Avenir 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 railway; to have and to hold the said land and premises unto the said company, its successors and assigns for ever.

Witness my hand and seal at....., this ..... day of..... one thousand eight hundred and ninety

Signed, sealed and delivered )  
in presence of )

A. B.

[L. S.]

C. D.  
E. F

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C A P. C V.

An Act to revive and amend the act of incorporation of the St. Johns and Sorel Railway Company and the acts amending the same.

[Assented to 2nd April, 1880.]

Preamble.

**W**HEREAS, the St. Johns and Sorel Railway Company hath represented, by its petition, that it is expedient to revive the Act 48 Vict., ch. 76, and its amendments, and to amend them in such a manner as to allow the said St. Johns and Sorel Railway Company the power of commencing the construction of its railway, on or before the thirty-first of December, one thousand eight hundred