

of the said railway which may be necessary for the said railway, with the consent of the Lieutenant-Governor in Council, and also so much of the land covered with the waters of any river, stream, lake or canal, as may be necessary for the works of the said railway ; provided that, if the railway shall cross any navigable river or canal, it shall not be lawful for the company to obstruct the navigation or the use of such canal. Proviso as to navigation.

18. This act shall come into force on the day of its sanction. Coming into force.

SCHEDULE A.

FORM OF DEED OF SALE.

Know all men by these presents, that I, A. B., of do hereby, in consideration of paid to me by the Orford Mountain Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said Orford Mountain 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

Signed, sealed and delivered }
in presence of } [L. S.] A. B.

C. D.
E. F.

C A P. X C I X .

An act to incorporate the Napierville Junction Railway Company.

[Assented to 12th July, 1888.]

WHEREAS the construction of a railway, as hereinafter Preamble. set forth, would be of great advantage to that part of the Province through which it would pass and to the country adjacent thereto ; and whereas a petition has been presented, praying for the passing of an act incorporating

a company authorized to construct such railway, and it is expedient to grant the prayer of such petition ; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows :

Persons incorporated.

1. Louis Ste. Marie, M. P., Eugène Lafontaine, M. P. P., Honorable Alexandre Lacoste, Senator, Honorable Gaspard Laviolette, Legislative Councillor, Jean Blain, Laurent D. Lafontaine, Rigobert Marier, Julius Marceau, Cyprien Doris, Samuel Willard Foster, David Guay, Julien Hébert, and William Surprenant, with such other persons and corporations as may hereafter become shareholders in the company, shall be and are hereby constituted a body politic and corporate, under the name of the " Napierville Junction Railway Company."

Name.

Power to build certain railway and extension.

2. The company is vested with all the rights and privileges necessary for the construction and working of a railway, starting from some point in the parish of Saint Remi, in the county of Napierville, to Saint Cyprien in the said county, traversing the counties of Napierville and Laprairie, with power to extend the said line through the county of St. John's, provided that in traversing the said county of St. John's, the line is established across lot official number 243 of the parish of St. Valentin, and passes at the ends of the lots in the *Petit Rang* of the said parish, until it takes a line parallel and contiguous to the Montreal and Champlain Railway to reach the town of St. John's.

Provisions of 43-44 V., c. 43, applicable.

3. The provisions of the Quebec Consolidated Railway Act, 1880, in so far as applicable, shall apply to the company hereby incorporated.

Capital stock.

Shares.

Increase of capital stock.

4. The capital stock of the company shall be two hundred and fifty thousand dollars, divided into shares of fifty 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 that purpose.

Company may receive lands, etc., as aid, and sell and dispose of same.

5. It shall be lawful for the company to receive, as aid in the construction of the said railway, any vacant lands or other real estate 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 majority of the directors.

6. Louis Ste. Marie, Eugène Lafontaine, Honorable Alexandre Lacoste, Honorable Gaspard Laviolette, Julius Marceau, Samuel Willard Foster, Julien Hébert and David Guay, are hereby 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.

Provisional directors.

Term of office.

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.

Powers of provisional directors.

7. When and so soon as ten per cent of the capital stock 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 at Napierville, or at any other place fixed by by-law, at the place and on the day specified in the notice calling such meeting, and such notice shall be inserted in a newspaper published in the district of Iberville during one month previous to the date of the meeting; the notices of other meetings of shareholders shall be published according to the by-laws of the company.

Meeting for election of directors.

When and where to be held.

Notice therefor.

Notices for other meetings.

8. The board of directors of the company shall be composed of eight directors, five of whom shall form a quorum; they shall elect two of their members as president and vice-president.

Composition and quorum of board.

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.

Qualification of directors.

9. 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 in May following.

Vacancies in board.

Term of office of replacing director.

10. The chief place of business shall be in the village of Napierville, or any other place fixed by by-law.

Head office.

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, to issue mortgage bonds, bearing the seal of the

Company authorized to borrow money and issue bonds.

- company and signed by the president, or other officer acting as the president, and countersigned by the secretary.
- Bonds where payable, etc. These 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 the price and on the terms and conditions as they may deem expedient; provided that the amount thereof does not exceed that of the capital stock of the company, and provided also that such mortgage bonds do not exceed twenty thousand dollars per mile of railway built by sections of not less than four miles.
- Amount of bonds limited.
- Bonds to be first mortgage upon company's property without registration. **12.** The mortgage bonds, the issue whereof is hereby authorized, shall, without registration or formal transfer, be admitted and considered as first mortgage and privileged claims upon the said 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 rata* with all other bondholders.
- Ranking of holders.
- Bonds may be payable to bearer. **13.** All bonds, debentures, mortgages and other securities, authorized by this act, and their coupons and certificates of interest due, may be respectively 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.
- Company may become party to promissory notes. **14.** The company shall have power and authority to become party to promissory notes and bills of exchange, for sums not less than one hundred dollars; and any such promissory note or bill of exchange 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.
- Notes to be binding upon company.
- Notes, etc., to be presumed as lawfully made. Every such promissory note or bill of exchange so made shall be presumed to have been duly made, with proper authority, until the contrary be shown.
- Seal not necessary. Officers signing not personally liable. 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 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 authority and sanction of the board of directors as herein provided and enacted.
- Calls. **15.** The directors may, at any time, call upon the shareholders for such instalments upon each share which they

or any of them 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.

Amount limited.
Notice for calls.

16. The company may amalgamate with any other railway company whose railway it may cross or connect with, and may make running arrangements for its cars and trains with any railway company.

Company may amalgamate with others,

It is also hereby authorized to enter into any agreement with any such company to allow the running of the trains of any such railway company over its railway, as well as to lease or sell, assign or transfer to any railway company, the whole of its road or all of its interest in such railway, or any portion thereof, which shall be built upon such conditions as the board of directors may deem expedient.

May make running arrangement with others, lease, sell, etc., road.

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.

May run its trains over other roads,

17. All shareholders in the company, whether British subjects or aliens, or 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.

Equal rights of shareholders.

18. All contracts for construction or maintenance of the railway shall be passed in manner and according to the formalities set forth by the regulations of the board of directors of the company, notwithstanding subsection 2 of section 28 of the Quebec Consolidated Railway Act, 1880.

Form of contracts for construction, etc.

19. All deeds for conveyance of land to the Company for the purposes of the present act may, as far as circumstances permit, be in the form of schedule A, to this act annexed, which is declared sufficient to all intents and purposes, or in words of like import.

Form of deeds for lands.

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 company, with a book containing copies of the form given in the schedule A, or in words of like import, which are to be printed, one on each page, leaving the necessary blanks to suit the circumstances 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.

Proceedings for registration.

Fee of registrar.

Effect of such registration.

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 valid in law, any statute or provision of law to the contrary notwithstanding, and shall have the same effect, as regards the rights of ownership, servitudes, hypothecs and real rights, as the registration prescribed by the Civil Code.

Company may build bridge over Montreal river and adapt bridge for horses, etc.

20. The company may erect and construct a bridge for the purpose of their railway or any branch thereof over the Montreal river at Napierville Village, and may also adapt such bridge to the passing of horses, vehicles and passengers.

Coming into force of act.

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

SCHEDULE A.

DEED OF SALE

Know all men by these presents that I, A. B. of _____ in consideration of _____ dollars paid to me by the Napierville Junction Railway Company, receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the Napierville Junction Railway Company all that tract or parcel of land (*here describe the land*) selected and designated by the said Company for the purposes of its Railway, to have and hold the said land and premises unto the said Napierville Junction Railway Company, its successors and assigns for ever.

Witness my hand at _____, this _____ day of _____ one thousand eight hundred and eighty.

A. B.

Signed, sealed and delivered }
in presence of

C. D. } (L. S.)
E. F. }

C A P. C.

An Act to incorporate the Quebec Oriental Railway Company.

[Assented to 12th July, 1888.]

Preamble.

WHEREAS the construction of a railway, as herein after set forth, would be of great advantage to that part of the Province through which it would pass and to the country adjacent thereto ; and whereas a petition has been presented, praying for the passing of an