

last day of the year one thousand eight hundred and eighty-eight for the main line and to the last day of the year one thousand eight hundred and ninety for the extensions thereof.

2. The said company shall have power to prolong and extend their line of railway easterly from its junction at or near Richmond with the Grand Trunk Railway, by the best practicable route, to the western boundary of the State of Maine, to a point thereon, at or near the forty-sixth parallel of North latitude, where there may exist the most feasible "pass" or locality for connecting thereat their said railway with any railway or railways which may be built in the aforesaid State to the said boundary line between the said State of Maine and the Province of Quebec.

Power to prolong line.

3. The said company may sell their railway, with all its property, privileges and franchises, to any other incorporated railway company, or may amalgamate with any incorporated railway company; and such sale or amalgamation may be effected by a deed of agreement, made with the sanction and approval of the shareholders of both companies, by resolution passed at a special meeting thereof, specially called for the purpose, according to their respective acts of incorporation; and such deed of agreement shall only have full force and effect after a duplicate thereof shall have been deposited in the office of the Provincial Secretary of the Province of Quebec, and after the same shall have been approved by the Lieutenant Governor in Council, and from and after the date at which a notice of such deposit and approval shall be published in the Quebec Official Gazette.

Power to sell or amalgamate.

Manner of so doing.

Deposit of deed.

Approval of deed.

The said company may also buy and acquire the property and franchise of any other railway with which it connects, and may hire, lease and operate the same.

Power to purchase, &c., other roads.

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

Coming into force.

C A P . L X X V I I I .

An Act to confer certain powers upon the Quebec, Montmorency and Charlevoix railway company.

[Assented to 9th May, 1885.]

WHEREAS the Quebec, Montmorency and Charlevoix railway company has, by its petition, represented

Preamble.

that it is necessary that certain powers be conferred upon it for the purpose of enabling it to procure the means of completing and equipping the first section of its railway, forming a length of about twenty-five miles from its terminus in the city of Quebec, and whereas it is expedient to grant the prayer contained in the said petition; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows :

Company may issue mortgage debentures for certain amount with privilege on certain portion of road.

1. The Quebec, Montmorency and Charlevoix railway company is hereby authorized to issue debentures, to the amount of twenty thousand dollars per mile of railway, secured in a special manner and having preference over all others, on the section of its line comprised between its terminus in the city of Quebec and a certain place in the parish of St. Joachim in the county of Montmorency, forming a length of about twenty-five miles, such debentures to bear interest at a rate which shall be determined by the board of directors of the company, but not to exceed the legal rate. The payment of the interest on these debentures shall constitute, after the working expenses, the first lien on the receipts of the working of that portion of the company's line. These bonds shall be signed by the president or vice-president and countersigned by the secretary or treasurer of the Company and shall be a mortgage upon the railway and all the plant, rolling stock and material necessary for the working thereof and upon all the buildings, stations and station grounds and generally, upon all the lands embraced in the right of way, property and material necessary and belonging to the working and running of such first twenty-five miles, or thereabouts, of the railway.

Registration of mortgage so created.

2. For the enregistration of the mortgage in favor of each of such debentures, the issue whereof is authorized by the preceding section, it shall be sufficient to cause to be registered, in each of the registration offices of the region through which the railway shall pass, a copy, certified by the secretary or treasurer of the company, of the form in which all such debentures shall be drawn up, together with a certificate signed by the secretary or treasurer of the company showing the date of the issue, the number issued, and a copy, certified in the same manner, of the resolution passed by the board of directors ordering such issue.

When debentures to be issued.

3. Such debentures may be made, issued, and registered before the completion of the twenty-five miles, or thereabouts, of the railway to which they shall apply, and so soon as the location of the line shall have been definitively

adopted by a resolution to that effect passed by the Board of Directors, and so soon as a copy of the plan of such location shall have been deposited in the office of the Commissioner of Railways or in the office of the Commissioner of Agriculture and Public Works of the Province of Quebec.

4. If the company should, at any time, make default in paying, when due, the interest or capital of the bonds, then the holders of bonds upon which there shall be arrears of interest or capital, shall, at the next ensuing annual meeting of the shareholders, have the same privileges and qualification of voting at the meeting of the company and of becoming directors as the shareholders, provided that the bonds which they so hold or the transfer of such bonds have been previously enregistered in the office of the company in the manner prescribed for the registration of shares.

Proviso, in case of non-payment of arrears of interest and capital of bonds, as to bond-holders, rights, &c. Proviso.

The secretary shall be bound upon demand to register these bonds or transfer of bonds in a register kept for that purpose.

Duty of secretary in such case.

5. On being authorized thereto by a resolution passed at an ordinary or special meeting of the shareholders, the board of directors may execute a deed of trust to be signed on behalf of the company by some person authorized to that effect by the board, and made out in favor of two trustees who shall act in the capacity of agents of the bond-holders, and in the event of their death, resignation or inability to act shall, respectively, be replaced by a person or persons appointed by the majority, in value, of the bond-holders or by the board of directors if there be no bond-holders.

Trust deed may be signed.

6. The said trust deed may contain a description of the property hypothecated or to be hypothecated for security of the payment of the said bonds and of the interest thereon, and provide for the manner in which the trustees may, in the event of any default in the payment of the said bonds and of the interest thereon, take possession of the railway in the name and on behalf of the said bond-holders, run the said railway for the benefit of the said bondholders and sell the same for their like benefit, after such delay and upon such terms and conditions as may be stated in such deed.

Description of property therein and other conditions.

Such trust deed shall comprise and affect all the debentures the issue whereof is hereby authorized.

7. Out of the total amount of its capital stock, the Quebec, Montmorency and Charlevoix Railway Company

Appropriation of certain part of capital for

certain purposes.

is hereby authorized to set apart, in a special and exclusive manner, by means of a resolution passed to that effect by the board of directors, two thousand five hundred shares, or an amount of two hundred and fifty thousand dollars, for the first section of its railway, comprised between its terminus in the city of Quebec and a certain place in the parish of St. Joachim, forming a length of about twenty-five miles.

Application of certain surplus receipts.

The excess of the receipts derived from the running of this section of the railway, after deducting the working expenses and the amount required for paying the interest on the debentures, the issue whereof is hereby authorized, shall be specially and exclusively employed in paying dividends on the two thousand five hundred shares above-mentioned. Nevertheless, as circumstances may require, such surplus may be expended in repairing the road-bed, buildings, plant and rolling stock, and in such case the company may not pay dividends.

Proviso.

Certain shares may be issued as paid up stock.

8. If they deem it expedient or necessary, the board of directors of the company may make and issue the shares, to the said amount of two hundred and fifty thousand dollars, mentioned in the preceding section, as paid up stock, whether they be subscribed for or not, and allot, deliver and hand over such stock as paid up stock in payment of land, plant, rolling-stock or material of any kind and also of the services of the contractors, engineers or other persons employed by the company; such allotment of stock shall be binding on the company, and such paid up stock shall be unassessable thereafter.

Separate set of books for stock issued.

9. In order to carry into effect the provisions of this act, and especially those contained in sections one and eight thereof, the Quebec, Montmorency and Charlevoix Railway Company is authorized and obliged to keep a distinct and separate set of books for the construction and working of the first section of its railway, comprised between its terminus in the city of Quebec and a certain point in the parish of St. Joachim, forming a length of about twenty-five miles, as well as for the debentures and shares relating to such section of the railway.

Company may become party to promissory notes, &c. How signed and issued.

10. The company may become a party to promissory notes, drafts, bills of exchange, or the like instruments, which shall be signed by the president or vice-president and secretary or treasurer and be issued under a resolution passed by the board of directors for such purpose.

Form of deeds of sale of

11. All deeds of sale, conveyance or transfer of lands to the company for the purposes of its road, may be made and

drawn up in the form of schedule A to this act, or in any other form of like tenor.

For the enregistration of such deeds the company shall, at its own expense, supply the registrars with registers containing the said form A, or any other form of like tenor, printed with the necessary spaces and blanks to suit each case.

The registrars shall be obliged to enregister such deeds in the printed registers upon production of the originals or certified copies thereof, upon payment of a fee which shall not exceed fifty cents for each deed. Such registration shall 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.

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

SCHEDULE A.

FORM OF DEED OF SALE, CONVEYANCE AND TRANSFER.

Before me, the undersigned, notary public for the Province of Quebec, on this _____ day of _____ eighteen hundred and eighty _____, appeared The Quebec, Montmorency and Charlevoix Railway Company, acting herein by _____, regularly authorized by a resolution of the board of directors and

of _____ who declared that he had sold, conveyed, transferred and made over unto the said company, thereof accepting, for and in consideration of the price of _____ dollars, which he admits having received and hereby gives receipt therefor, that lot of land (*description*) selected and set apart by the said Company for the purposes of its railway.

Done and passed at _____, under the number _____ of the minutes of the said undersigned notary, the same having been read in the presence of the said notary.
