

SCHEDULE A.

Deed of sale.

Know all men, by these presents, that
of in the County of for and
in consideration of the sum of to paid by
the Wentworth railway company, which acknowledges
to have received, grant, bargain, sell and convey unto the
said Wentworth railway company, their successors and
assigns, all that tract or parcel of land
 the same having been selected and laid out
by the said company, for the purposes of their railway, to
have and to hold the said lands and premises unto the said
company, their successors and assigns for ever.

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

Signed, Sealed delivered }
in the presence of . }

C. D.
E. F.

(L.S.) A. B.

CAP. LIII.

An Act to incorporate "The Baie des Chaleurs Railway
Company."

[Assented to 1st May, 1882.]

WHEREAS, the construction of a railway, as herein-^{Preamble.}
after set forth, would be a great benefit to that
portion of the province through which it will pass, as well
as to the neighborhood thereof, and whereas a petition has
been presented praying for the passing of an act to incor-
porate 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 con-
sent of the Legislature of Quebec, enacts as follows:

1. The Right Honorable Charles Adolphus Murray, Earl ^{Certain per-}
of Dunmore, in the peerage of Scotland; Honorable Thomas ^{sons incorpo-}
McGreevy; Robert Hudson Montgomery, Esquire; Louis ^{rated.}
Robitaille, esquire; Pierre Clovis Beanchesne, esquire;

Louis Joseph Riopel, esquire, François Giroux, esquire, Daniel Ahearn, esquire; Thomas Carbray, esquire, and Charles LeBas, esquire; 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 Baie des Chaleurs Railway Company."

Name of corporation.

Company vested with certain rights &c.

2. The said company is vested with all the rights and privileges required to build and work a railway, starting from some point on the Intercolonial Railway, in the vicinity of the Ristigouche river, or connecting with the said Intercolonial Railway, and extending to New Carlisle or Paspébiac Bay, with the right of continuing the line to Gaspé Basin. The said company shall also have power to acquire, build, own and use steam boats and other vessels in connection with the said railway.

Powers granted by 43-44 Vict., c. 43 conferred on Company.

3. The company shall have all the powers conferred by the "Quebec Consolidated Railway Act, 1880," not inconsistent with the provisions of this act.

Capital stock of the Company.

4. The capital stock of the company shall be three million dollars, divided into sixty thousand 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 called for that purpose.

Power to acquire lands &c., for purposes of the Company.

5. 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, on the authority of a majority of its directors.

Provisional board of directors.

6. The Right Honorable Charles Adolphus Murray, Earl of Dunmore, Honorable Thomas McGreevy, Robert Hudson Montgomery, Louis Robitaille and Louis Joseph Riopel, esquires, are hereby constituted a board of provisional directors of the company, three of whom shall form a quorum, and they shall remain in office until other directors are elected by the shareholders, in accordance with the provisions of the present act, and they 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,

Quorum.

And powers.

to become parties to promissory notes and bills of exchange, to commence and continue the construction and working of the said railway.

7. The general meeting of the shareholders, for the election of directors, shall be held, each year, on the first Wednesday in May, in the city of Quebec, at the time and place indicated in the notice convening such meeting; and such notice shall be inserted in a newspaper published in the city of Quebec or in the district of Gaspé, during the two weeks preceding the date of the meeting. Notice of other meetings of the shareholders shall be given in the manner prescribed by the by-laws of the company.

General meeting of shareholders for election of directors and notice thereof.
Notice of other meetings.

8. The board of directors of the company shall be composed of seven members, four of whom shall be a quorum, who shall elect one of their number as president and another as vice-president. No one shall be elected director unless he be a shareholder, holding ten shares in the capital stock of the company and unless he has paid all the calls due thereon.

Composition of board.

9. The directors or a majority of them may, from time to time, replace one or more directors, deceased or refusing to act, 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 on board.

10. The principal place of business and the head-office of the company shall be in the city of Quebec, or in such other place as may be determined by the board of directors.

Principal place of business of company.

11. All manufacturing or other companies, carrying on business, in whole or in part, in the district of Gaspé or elsewhere, even outside of the Dominion of Canada, and incorporated either by a special or by a general act, and all municipal corporations 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.

Power of companies and corporations to hold stock in company.

12. Notwithstanding the provisions contained in the Quebec Consolidated Railway Act, 1880 and particularly in the sixteenth and seventeenth sub-sections of section seven of the said act, the company may build and work branch lines, of twenty five miles in length each, and for that purpose it shall have all the powers, rights and privileges

Branch lines under twenty five miles allowed to be built and worked by company.

conferred upon it for the construction and working of its main line. It may also construct bridges, wharves and all other works necessary for the construction and working of its line, with power to extend it to deep water.

Bridges &c.,
may be built.
Power to bor-
row money and
issue bonds,
&c.

13. 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, and signed by the president, or other officer, acting as president, and countersigned by the secretary; and such bonds may be payable in such manner, at such place in Canada or elsewhere, and shall bear such rate of interest as the directors may deem advisable; such bonds may be sold or pledged at the prices and on the terms and conditions they may deem fit; provided that the amount of such bonds so issued does not exceed the amount of the capital stock of the company.

Proviso.

Privilege of
mortgage
bonds.

14. The mortgage bonds, hereby authorized to be issued, shall, without registration or formal transfer, and notwithstanding article 2130 of the civil code, be received and considered as a first claim and privileged debt against the company, its undertakings, tolls and revenues, deduction being made from such tolls and revenues of the expenses of working, and the movables and immovables which it may acquire: and every holder of such bonds shall be deemed a hypothecary creditor, as to such security, *pro ratâ* withall other bond-holders.

Rank of bonds
of different
issue.

If there have been several issues of such bonds, at different dates, the privileged rank thereof shall be determined by the date of their issue; bonds bearing a prior date shall rank before those of a subsequent issue.

Bonds payable
to bearer.

15. 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 recovery thereof in his own name.

Power of com-
pany to be-
come parties
to notes and
bills of a cer-
tain amount.

16. The company shall have power and authority to become parties 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; and 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 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.

17. The directors may, at any time, call upon the share-holders for such instalments upon each share which they or any of them may hold in the capital stock of the said company, and in such proportion as they may see fit. Except that no such instalment shall exceed ten per cent Proviso. on the subscribed capital, and that one month's notice of each call shall be sent by mail to each shareholder.

18. The Baie des Chaleurs Railway Company shall have the power and is authorized to sell and lease to, or amalgamate with any other railway company or sell or lease to the government of the Dominion of Canada, and to acquire any other railway or undertaking by purchase or lease and to make any agreement with any other railway company or with the government of the Dominion of Canada, to obtain running powers over their lines or to acquire such running powers from such other company or from the government of the Dominion of Canada, for such period as may be considered the most advantageous and generally make any agreement or arrangement with any such other railway company or with the government of the Dominion of Canada, touching the use, by one or the other or both of such companies or the government of the Dominion of Canada, of the said railways and undertakings so acquired or taken by means of transfer, lease, or amalgamation as aforesaid, or any of them or any part thereof, respectively, or touching any service to be rendered by one company to the other, or by or to the government of the Dominion of Canada, with respect thereto. Power of company to sell, lease, or amalgamate, etc.

19. All contracts for works of construction or maintenance of the railway shall be made in the manner and according to the formalities prescribed by the by-laws of the board of directors of the said company, notwithstanding the second sub-section of section twenty-eight of the "Quebec Consolidated Railway Act, 1880." Contracts for works, &c.

20. All deeds and conveyances of land to the said com- Form of deeds

and convey-
ances of land.

pany may, 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. And 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, and proof of its execution, enter the same in the said book, without any memorial, and shall minute the enregistration 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.

Validity of
act.

21 This act shall, for all purposes whatsoever, be deemed valid and in full force and effect, as to such portion or portions of the said railway which may be commenced within five years and completed within ten years from the passing of the act.

Certain pro-
visions of Rail-
way act of
1880 not to
apply.

22. It is further enacted that the twenty-fourth sub-section of section nineteen and the third sub-section of section twenty-eight of the "Quebec Consolidated Railway Act, 1880," shall not form part of this act.

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 Baie des Chaleurs Railway Company, which I
acknowledge to have received, grant, bargain, sell and
convey unto the said Baie des Chaleurs 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 purposes of their railway, to have and to

