

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

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

C A P . L V I I I .

An Act to incorporate "The Leeds and Eastern Townships Railway Company."

[Assented to 27th May, 1882.]

Preamble.

WHEREAS the construction of a railway, as herein-
after set forth, would be a great benefit to that
portion of the province through which it will pass, as well
as 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 :

Certain per-
sons incorpo-
rated.

1. Chas. Lionais, J. G. Robertson, Jas. R. Woodward,
H. Gowen, John White, F. Oliver, L. A. Roberge, E. A. De
St. George and Benj. Globensky, together with all such per-
sons and corporations as may hereafter become sharehold-
ers in the company, hereby incorporated, shall be and are
hereby constituted a body politic and corporate, under the
name of : "The Leeds and Eastern Townships Railway
Company."

Name of cor-
poration.

Rights, &c.,
vested in com-
pany.

2. The company is vested with all the rights and
privileges required to build and work a railway, starting
from some point in the township of Leeds, in the county
of Megantic, through the township of Thetford, to a point
on the Quebec Central Railway in the said township of
Thetford, in order to connect with the same.

Certain powers
conferred.

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

Capital stock.

4. The capital stock of the company shall be five hun-

dred 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 specially called for that purpose.

5. It shall be lawful for the company to receive, as aid Aid to com-
pany. 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 the directors.

6. Chas. Lionais, J. G. Robertson, Jas. R. Woodward, H. Gowen, John White, F. Oliver, L. A. Roberge, Benj. Globensky, and E. A. De St. George 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. And 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. Provisional
directors.

Power of di-
rectors.

7. 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 Sherbrooke, 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 Sherbrooke or in the district of Quebec, 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 meet-
ing to elect-
directors.

Notice for that
purpose.

8. The board of directors of the company shall be composed of seven members, four of whom shall be a quorum, who shall elect two of their number as president and vice-president. 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 the calls due thereon. Composition of
board and
quorum.

Qualification
of directors.

9. The directors or a majority of them may, from time to time, replace one or more directors who have died or re- Vacancies on
board how
filled.

signed, 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.

Head-office. **10.** The principal place of business and the head-office of the company shall be in the city of Sherbrooke.

Subscription to capital by certain corporations. **11.** All manufacturing or other companies, carrying on business, in whole or in part, in the province of Quebec, 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 directors to borrow &c., issue debentures. **12.** 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, and 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.

Limit of amount to be issued.

Bonds need not be registered.

13. 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, and the movables and immovables 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 ratâ* with all other bond-holders.

Bonds may be payable to bearer.

14. 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.

15. 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; 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, 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.

Company may become party to bills and notes &c.

Seal not necessary.

16. 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 said 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.

Calls.

17. The company may amalgamate with any other railway company, whose line it may cross, and it may make arrangements, for the passage of its cars and trains, with any line of railway situated along its line or which may cross the same.

Power to amalgamate.

It is also hereby authorized to make and complete all arrangements with any other railway company, for the purpose of acquiring any branch line or of facilitating connection between it and such other company, or of acquiring the corporate property or claims of such other company.

To acquire branches, &c.

It is also 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 to any such railway company the whole of its road or such portion thereof as may be built, 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.

To make running arrangements with other roads, and lease its line, &c.

18. All shareholders in the company, whether British subjects or aliens, or residents of Canada or elsewhere,

Canadian. British and

foreign shareholders to have equal rights. 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.

Contracts for works

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 of 1880.

Forms of deed of sale, &c.

20. 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.

Their registration.

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, 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.

Commencement and completion of railway within a certain time.

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.

§ 25 of sec. 19 and § 3 of sec. 26 of Railway Act not in form part of this act.

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.

Act in force.

23. 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 the County of _____ for and in
consideration of the sum of _____ to me paid by
the Leeds and Eastern Townships Railway Company,
which I acknowledge to have received, grant, bargain, sell
and convey unto the said Leeds and Eastern Townships
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 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 and delivered }
in the presence of }
C. D. } A. B.
E. F. } [L. S.]

C A P . L I X .

An Act to authorize the St. Andrews' Junction Railway
Company to amalgamate with other companies and to
issue mortgage bonds.

[Assented to 27th May, 1882]

WHEREAS the St. Andrews' Junction Railway Com-^{Preamble.}
pany has, by its petition, represented that in further-
ance of its objects, it desires to issue bonds, and to have
power to amalgamate with other railway companies, and
has prayed that power be granted to it for such purposes,
and it is expedient that the prayer of the said company
be granted; Therefore Her Majesty, by and with the advice
and consent of the legislature of Quebec, enacts as follows:

1. The St. Andrews' Junction Railway Company may
amalgamate with any other railway company whose rail-
way connects with its railway, and such amalgamation
may be effected by a deed of amalgamation containing
the conditions thereof; which conditions shall first be
approved by the shareholders of the said St. Andrews' <sup>Power of com-
pany to amal-
gamate.</sup>
<sup>Conditions to
be approved.</sup>