

FORM B.

Referred to in the foregoing Act.

For value received from _____ of _____ I
(or we) do hereby assign and transfer to _____ of _____
shares on each of which has been paid _____ dollars
cents currency in the capital stock of the "Laprairie Navigation
Company," the office of which is at _____, subject
to the rules and regulations of the said company, hereby
obliging myself to fulfil the conditions imposed by the
proviso contained in the eleventh section of the act of
incorporation of the said company.

In testimony whereof, I (or we) have signed these
presents at the office of the said company, this
day of _____ one thousand eight hundred and

(Signature of the Transferrer, or of his Attorney.)

Witnesses.

I (or we) do hereby accept the foregoing assignment of
shares in the capital stock of the Laprairie Navigation
Company, to _____ (as above mentioned), _____ day of
one thousand eight hundred and

(Signature of the Transferrer, or of his Attorney.)

Witnesses.

CAP. XLIV.

An Act to incorporate "La Compagnie de la Pêche aux
Marsouins de la Rivière Ouelle," and for other pur-
poses.

[Assented to 24th December, 1870.]

Preamble.

WHEREAS the co-proprietors of certain property,
known as "La Pointe de la Rivière Ouelle," bounded
to the east by Philippe Gagnon, and on its other sides by
the River Saint Lawrence and River Ouelle, have, by their
petition to the Legislature, prayed to be incorporated for
the better administration of the said property, together with
its fishing and hunting rights, and particularly the porpoise
fishery, and to provide a mode by which the value of the
said joint property be represented by a stock capital, to be
subdivided between the co-proprietors thereof in a fair
proportion, according to their respective rights to the said
property and fishing and hunting rights, and for other pur-
poses; Therefore, Her Majesty, by and with the advice and
consent of the Legislature of Quebec, enacts as follows:

1. The said proprietors, together with all other persons who may become shareholders, will constitute and be a body politic and corporate, under the name of "La Compagnie de la Pêche aux Marsouins de la Rivière Ouelle," and as such shall have an uninterrupted succession, may have a common seal, and may sue and be sued, and do and execute all acts whatsoever relating to the general administration of their business, and all that it may be necessary and lawful to do and execute.

Certain persons incorporated.

2. The capital stock of the company will be seven thousand two hundred dollars, and shall be divided in as many shares of one dollar each; the said shares shall be transferable, subject to the conditions of this act, and allotted and assigned as follows:

Capital stock and division thereof.

1. To Clement Gagnon, nine hundred shares.. .. .	900
2. To Philippe Gagnon, six hundred and thirty shares.....	630
3. To Madame Georgiana Morisson, widow of the late Pierre François Casgrain, three hundred shares.....	300
4. To Madame Eulalie Aubu, widow of the late Olivier Gagnon, four hundred and fifty shares..	450
5. To Madame widow Bénoni Dancosse, one hundred and twenty shares.....	120
6. To the Honorable Luc Letellier de St. Just, three hundred shares.....	300
7. To Charles Letellier de St. Just, Esquire, three hundred shares.. .. .	300
8. To Ludger Tétu, Esquire, physician, three hundred shares.....	300
9. To Benjamin Dionne, Esquire, trader, one hundred and fifty shares.....	150
10. To Thomas Michaud, Esquire, physician, one hundred and fifty shares.....	150
11. To Charles Clement Casgrain, fifteen hundred shares	1,500
12. To the said Ludger Tétu, Esquire, five hundred shares	500
13. To Luc Richard, one hundred and thirty-five shares.....	135
14. To François Caron, eighty-five shares.....	85
15. To Joseph Dionne, eighty-five shares.....	85
16. To Antoine Dionne, forty-two shares.....	42
17. To Charles Levesque, forty-two shares.....	42
18. To Joseph Pelletier, forty-two shares.....	42
19. To Thomas Levesque, forty-two shares.....	42
20. To Joseph Levesque, forty-two shares.....	42
21. To Michel Dionne, twenty-one shares.....	21
22. To Alexander Dionne, twelve shares.....	12

23. To Maurice Dionne, nine shares.....	9
24. To Octave Dionne, forty-two shares.....	42
25. To Honoré St. Onge, two hundred and twenty-five shares.....	225
26. To François Pelletier, son of Esther, twenty-eight shares.....	28
27. To Michel Gagnon, five shares.....	5
28. To the persons hereafter designated, and under the conditions provided by the present act, the balance of said shares, to wit: seven hundred and forty-three shares.....	743
Total.....	<u>7,200</u>

Provisional directors.

3. The Honorable Luc Letellier de St. Just, Ludger Têtu, Esquire, and Messrs. Charles Clément Casgrain, Clément Gagnon, Philippe Gagnon and Luc Richard shall be and are hereby declared to be the board of directors of the said company ; and the said Honorable Luc Letellier de St. Just shall be chairman, and the said board will remain in office for two years from the passing of this act, and until the election of other directors, by the shareholders of said company, as provided by this act and the by-laws of the said corporation.

Power to make, alter, &c., by-laws for certain purposes.

4. The said board shall, at its first meeting, and from time to time thereafter, make such rules, regulations and by-laws, as may be necessary for the proper and better management and government of the affairs and business generally of the said corporation, and for the guidance and government of the shareholders, and as to the mode of conducting the elections of the chairman and members of the board, and the appointment of other officers of the said corporation, and likewise to establish the time and place where such election shall take place, and with power by such by-laws to impose such fine not exceeding the sum of five dollars for every infraction of the same, which rules, regulations and by-laws shall be approved by a majority of the shareholders present at a meeting convened for that purpose in conformity with the by-law regulating the mode of convening meetings of shareholders. All rules, regulations and by-laws when approved, shall be recorded in a register to be kept by the secretary, and a copy certified by such secretary shall be *prima facie* evidence of the contents thereof in all courts of justice. The board appointed by this act or hereafter to be elected shall have full power and authority to amend, alter or repeal, any rules, regulations or by-laws, by a majority of such board subject to the approval of a majority of the shareholders present at a meeting to be convened as aforesaid.

Vacancies

5. If the chairman or any one of the directors die, resign

or become incapacitated, or if he cease to possess, in his name, or in that of his wife or his children, forty shares in the stock of the said company, such chairman or director may be replaced by an election held and called to this effect, at the request of any of the members of the board of directors in conformity with the by-laws of the corporation ; and the person thus elected, shall serve only for the period during which the person he replaces would have served.

among directors how filled.

6. These elections will be carried by a majority of the votes of shareholders present at such meetings, or voting by proxy, and each shareholder shall be entitled to one vote for every share he possesses.

Voting.

7. There shall be a meeting of the board of directors without the requisite notices, every Monday of the months of April and May, and on the first and second Mondays of December in every year. There shall also be, every year, on the first and second Mondays of May and December, without notices being given, a general meeting of shareholders of the company, at the principal office of said company, at ten of the clock in the forenoon ; and when the meetings of the shareholders and those of the directors will be on the same day, the meetings of the directors will not be opened before the general meeting of the shareholders shall have been held, if such general meeting be held.

Meetings of directors.

Meetings of shareholders.

8. Nothing in this act contained shall affect the existing fishing and farming leases of any property mentioned in this act, or part thereof, which shall remain in force for the time for which they were given ; but the farm and other rents, will be paid to the company.

Present fishing and farming leases not affected ; but rents payable to company.

9. The said property and buildings thereon erected, and the appurtenances thereto belonging and all the plant appertaining to the same, at the time of the passing of this act, shall, from that time be the property, in full ownership and perpetually of said company, in consideration of the allotment made and to be made by this act, and which allotment shall be considered as paid up capital.

Property to belong to the Company.

10. The said company will exercise all privileges, rights and actions of whatever nature they may be, actually belonging to the said co-proprietors of said property and hunting and fishing rights as co-proprietors of the same ; and shall have a right of action for the recovery of the same in any court of justice having jurisdiction in this province.

Company to have all proprietary rights.

11. Immediately, after the passing of this act, the chairman and directors of the company shall open a book of shares in which they shall enter : 1st the shares specified in the second section of this act, (excepting nevertheless those mentioned in the twenty-eighth enumeration of shares) and shall place them to the credit of those to whom they are allotted ; and they shall continue to enter into the said

Book of shares and entries therein.

book, the shares of those persons who shall hereafter be declared to have a right to the balance of seven hundred and forty-three shares remaining to be distributed in virtue of the following provisions.

How balance of shares shall be distributed.

12. In order to enable the chairman and directors to ascertain to whom they shall distribute the said balance of seven hundred and forty-three shares; any person having, or claiming to have a right in the said balance of seven hundred and forty-three shares, in proportion to his interest in the said property, and rights thereto attached, shall have to exhibit and produce to the chairman of the said company, his titles to the said rights, or in default of titles, a statement of facts to support his pretensions to the said rights, before the first day of May, one thousand eight hundred and seventy-two, under pain of forfeiture. But those prevented from claiming their share of the said balance, from any legal disability, shall not be so affected.

All claims to be deposited within a certain time.

13. During the fifteen days, from the first day of May, one thousand eight hundred and seventy-two, all opposition to claims, titles, statements of facts mentioned in the preceding clause of this act, shall be produced to and deposited with the said chairman or the secretary.

Chairman and directors shall hear and decide upon claims as *amicables compositeurs*

14. As soon as the chairman and directors will have received the said titles, claims, statements of facts, and the said oppositions, as also those mentioned in the seventeenth clause hereunder, they may, in their discretion, with or without further examination, declare valid those titles which shall serve as the foundation of uncontested claims; but, as to titles, claims, statements of facts, and oppositions contested and others, they shall be decided by the chairman and directors, or the majority of them, in the capacity of arbitrators and *amicables compositeurs* and for these purposes they, or a majority of them, will meet on the first Monday of the month of June in each year, at ten of the clock in the forenoon, at their principal office, in the building erected on the said property, and then and there, after having heard the parties and their witnesses under oath to be administered by the chairman or any one of the said directors, and their evidence shall be reduced to writing, and after having examined their claims, titles, statements of facts and oppositions, shall adjudicate upon the whole, or upon as much as possible on that day, and shall continue or adjourn such hearing and adjudication, and afterwards deliver their judgment upon each particular case, according to the decision of the majority of members present of said board, who may have heard the case, and such decision shall be recorded by the secretary in a register to be kept for that purpose, signed by the chairman and secretary, and copies of such entries in the register, certified by the secretary, shall be *prima facie* evidence of their contents in all courts.

15. The interested parties shall have a right of appeal from the judgment in each of these particular cases, before the superior court sitting at Kamouraska, whose judgment in appeal shall be final. The appeal or appeals shall have to be instituted during the fifteen days following the judgment of the board: as to other judgments against which the interested parties shall not have appealed as aforesaid, they shall be considered and be obligatory between all interested parties. Appeal from their decision.

16. As soon as the delay has expired, it shall be the duty of the chairman and directors, to enter or cause to be entered on the stock book of the said company, the names of the persons in favor of whom they have adjudicated, and it shall be their duty, at the same time, to allot to each of these persons, on the said stock book, the exact proportion to which each shall have been declared to have a right, in the said balance of seven hundred and forty-three shares of the said corporation. The allotment of the said balance being made in proportion to the rights which each possesses in the said property, and rights with the other co-proprietors thereof. But in each particular case appealed from, the chairman and directors shall await until the final judgment in appeal shall have been signified to them, to enter on the said stock book the names of the persons, who, by the said judgment, have been recognized as co-proprietors of a portion of the said property and rights; then it shall be the duty of the said chairman to assign to each of the persons thus recognized by the judgment in appeal, the portion allotted to each, in the said balance of shares as in other cases provided by this section. Names to be entered in stock book according to decision of directors or judgment in appeal.

17. The whole of the balance remaining of seven hundred and forty-three shares which it is not possible to distribute or assign by default of proof or sufficient titles, in the time prescribed by this act, shall be assigned in shares, to the credit of the said corporation, and form part of its general funds, and these last shares shall be set apart by the said corporation, to be subsequently distributed and assigned, if such cases do arise, between those persons, who, from legal incapacity have been prevented from establishing their titles within the delays mentioned in this act. Any portion of the balance which could not be distributed shall form part of general funds.

But any such person thus prevented by the aforesaid causes, shall have a right, during the twelve months after such disability shall have ceased, but not later, under pain of forfeiture, to present to the chairman of said corporation his titles with a requisition (*requête libellée*) specifying the reasons and facts upon which are grounded his claims to a portion of shares in the said balance; and for the decision and adjudication of these last claims, the foregoing provisions of the present act shall apply. But claimants may still apply during a certain time.

18. It shall be the duty of the chairman and directors, Trusts to be

mentioned in
share certifi-
cates.

should it appear that persons now actually possess or hereafter become possessed in trust of shares in the said property and rights, to mention the same in the certificates of their shares, and in the stock book, in order that the conditions of trust affecting any portion of said property, may also affect equally the shares representing the same.

Rights of cer-
tain persons to
one-tenth of
the porpoise
oil continued.

19. The present act shall not affect the rights of the Honorable Luc Letellier de St. Just, and of Charles Eugène Panet, of the city of Quebec, esquire, coroner, as representatives of the late Madame Louise Geneviève de Ramezay, widow of the late Louis Deschamps de Boishébert, seignior of LaBouteillerie and River Ouelle, to the tenth part of the oils produced annually by the said porpoise fishery; and henceforth, this tenth part of the said oils, instead of being furnished to them by the said co-proprietors, shall be furnished by the said corporation, in accordance with the titles now existing, stipulated therein, which shall neither be increased or diminished by the provisions of this act.

Penalty for
contraventions
of this act.

20. If any person, who shall be lawfully called upon to perform any duty under this act, shall refuse to perform such duty, or shall, in any manner, contravene the provisions of this act, he shall incur, for every such offence, whether of commission or omission, a penalty not exceeding five dollars.

Recovery of
penalties, &c.,
due under this
act.

21. All fines and penalties imposed by this act, as well as by any by-laws or regulations which may be made or passed in conformity with this act, and all sums due or which may become due to the said corporation, shall be recoverable on prosecution by the said corporation, or by any party interested, as the case may be, before any of the courts having civil jurisdiction in this province, which shall have power to hear and try the same; and all fines and penalties shall be paid to the said corporation, and shall become part of its general funds.

Directors shall
not sell or
mortgage pro-
perty without
approval of
shareholders.

22. The chairman and directors shall have no right to sell, mortgage nor licitate the said property or rights, and any rule, resolution, or by-law passed by them to this effect, shall be valid only if such rule, resolution or by-law be approved in general meeting by the shareholders of the said corporation possessing the majority of shares in the said corporation, otherwise such sale, mortgage or licitation shall be null and of no effect.