

present at any meeting thereof, be obtained thereto, in the notices for the calling of which the intention of considering the winding up thereof shall have been mentioned.

C A P . X L I I .

An act to incorporate the Montreal Manufacturing Company.

[Assented to, 24th February, 1868.]

WHEREAS Alfred M. Farley, James C. Manning, John Taylor, Pierre Hudon, Pierre Plamondon and Auguste Meilleur, have petitioned for the incorporation of themselves and others, and it is expedient to grant their petition; Therefore, Her Majesty by and with the advice and consent of the Legislature of Quebec, enacts as follows:

1. The aforesaid persons and all others who shall become shareholders in the said company, shall be and are hereby constituted a body politic and corporate by the name of "The Montreal Manufacturing Company"—or *La Compagnie de Manufacture de Montréal*—and either of these names shall be held to be the corporate name of the company and a good designation thereof.

2. The company may carry on business as manufacturers and dealers in goods, wares and fabrics of all descriptions capable of being produced from leather or such other materials as they may judge advisable.

3. The company may acquire by purchase, lease or otherwise, and may hold absolutely or conditionally, any lands, tenements, real or immovable estates, for the convenient conduct and management of their business, including water and other motive powers, not exceeding the yearly value of five thousand dollars, and may sell, alienate, mortgage (*hypothéquer*), let, release and dispose of the same from time to time, and may acquire others not exceeding at any time the value aforesaid.

4. The capital stock of the said company shall be the sum of thirty thousand dollars, and shall be divided into shares of one hundred dollars each, which shares shall be held to be personal estate; provided always that the said capital stock may be increased from time to time to two hundred thousand dollars, by sums of not less than five thousand dollars at each time, such increase in every case to be authorized by a vote of not less than two-thirds of the shareholders of the company, which may be passed at any meeting of the shareholders, specially convened for that purpose.

5. The company shall not establish any manufactory whatsoever, until the whole capital stock to the extent of the said

Preamble.

Incorporation, and corporate name.

Business of the company.

What real estate it may possess.

Capital and shares.

Capital may be increased.

When operations may be begun.

sum of thirty thousand dollars shall have been *bonâ fide*, subscribed for, nor until an amount equal to fifty per cent on the said sum of thirty thousand dollars shall have been paid up by the shareholders and placed at the disposal of the directors, for the purpose of carrying out the objects for which the company has been incorporated.

First directors ;
their powers.

6. The said Alfred M. Farley, Auguste Meilleur, and John Taylor, shall be directors of this company, until a choice of directors, by election of the shareholders, shall take place in the manner hereinafter prescribed, and they shall have power to open books for the subscription of shares, and to make and collect calls thereon, and they shall call a meeting of the subscribers of shares, by notice in the manner hereinafter mentioned.

They may open
subscription
books and allot
shares.

7. The directors may take all necessary means for the opening of subscription books, and may receive the subscription of persons desirous of becoming shareholders in the company, and may allot to such persons the number of shares that each or any of them shall have in the capital of the company.

Certain sections
of the general
act to form part
of this.

8. All the sections of the joint-stock companies general clauses act, passed during this session shall be incorporated with and form part of this act, except sections one, two, three, four, five, forty-one, forty-two and forty-three.

Books may be
inspected by
directors only.

9. All the books and papers of the company shall, at all business hours, be open for the inspection of the directors, but at no time shall a stockholder, not being a director, be entitled to have access to the same, except under a judgment of a court of competent jurisdiction, or under a subpoena issued in due course of law.

Business may be
divided into de-
partments.

10. The business of the company may be divided into and managed by separate departments distinguished by the particular nature of the business, which may be carried on in each, or otherwise, as may be judged most expedient, and the company may employ superintendents, managers, agents and servants, for one or more of such departments, at their pleasure, and may agree to remunerate them, in whole or in part, by a percentage on the net profits of any particular department, towards which such services may be rendered, or generally as the directors see fit, without thereby causing such superintendents, managers, agents or servants, to incur any personal liability for the debts of the company, or to be in any manner held to be partners therein.

Company may
employ mana-
gers, servants,
&c., and pay
them by a per-
centage.

Principal place
of business.

11. The principal office of the said company, shall be in the city of Montreal or Quebec, as the directors may deem advisable, and any service of process made at that office or upon the president of the company in person shall be held and deemed to be good and sufficient service by all courts of justice in this province.