

Forfeiture in  
case of  
default.

of at least ten miles of the road within two years from the passing of this act, and shall be completed within eight years from the said date, under pain in either case of the extinction *pleno jure* of all the powers, rights and privileges arising from the said act of incorporation.

SCHEDULE A.

FORM OF DEED OF SALE OF LANDS.

Know all men, by these presents, that I, A. B., of  
in the county of for and in considera-  
tion of the sum of dollars to me paid by the  
Peninsula and Gaspé Short Line Railway Company,  
which I acknowledge to have received, hereby grant, bar-  
gain, sell and convey unto the said The Peninsula and  
Gaspé Short Line Railway Company all that tract or par-  
cel 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  
land 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 } A. B.  
in presence of } [L. S.]  
C D.  
E F.

CAP. XCII.

An Act to incorporate "The Eastern Railway Company."

[Assented to 21st March, 1889.]

Preamble.

WHEREAS Orlando F. Barnes, of Lansing, in the  
State of Michigan; R. M. Gilbert, of Columbus,  
in the State of Ohio; Josias Nelson Rogers and Jacob  
Webber Thompson, M. D, both of St. Paul, in the State  
of Minnesota; John M. Dresser, banker, of Mason, in the  
State of Michigan; and Edouard Burroughs Garneau,

merchant, Philippe Vallière, manufacturer, and Charles Langelier, advocate, all of the city of Quebec, have, by their petition, prayed for the passing of an act to constitute them a body politic and corporate and confer upon them the rights, powers and privileges necessary for the construction and working of a railway from a point in the parish of Saint Jean Chrysostôme, on the eastern bank of the river Chaudière, south of the Grand Trunk Railway, to a point on the western bank of the river Matapedia, near the Intercolonial Railway bridge at Causupscull; and whereas it is expedient to grant the prayer of the said petition; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

**1.** Levi L. Barbour and the said R. M. Gilbert, Josias Nelson Rogers, Jacob Webber Thompson, John M. Dresser, Edouard Burroughs Garneau, Philippe Vallière, and Charles Langelier, and such other persons as may become associated with them in virtue of the present act, are hereby constituted a body politic and corporate, under the name of "The Eastern Railway Company." Persons incorporated.

**2.** Until the election of directors, which shall take place at the first annual meeting of the shareholders, the said Levi L. Barbour, R. M. Gilbert, Josias Nelson Rogers, Jacob Webber Thompson, John M. Dresser, Edouard Burroughs Garneau, Philippe Vallière and Charles Langelier, and three other persons whom they will choose and appoint for that purpose, shall form the board of directors of the company. Provisional board of directors.

The board so constituted shall have the rights and powers and enjoy all the privileges conferred by law upon the board of directors elected by the shareholders at their annual meeting, and particularly to open stock-books or subscriptions to the share-capital of the company, to call instalments on the subscribed stock and cause the same to be paid up, to issue obligations, or debentures as hereunder authorized, and to commence and continue the construction and working of the said railway. Powers of provisional board.

**3.** The company is vested with all the rights and privileges required to build and work a railway starting from a point in the parish of Saint Jean Chrysostôme, on the eastern bank of the river Chaudière, south of the Grand Trunk Railway, and ending at a point on the western bank of the Matapedia river, near the Intercolonial Railway bridge at Causupscull. Power of company to build and work certain railway.

Composition and quorum of board of directors. President and vice-president.

**4.** The board of directors of the company shall be composed of seven directors, four of whom shall be a quorum, and they shall elect two of their number as president and vice-president, respectively.

Annual general meeting for election of directors.

**5.** The general meeting of the shareholders for the election of directors shall be held on the first Monday of July of each year, at the place and hour indicated in the notice concerning such meeting.

Advertisement calling same.

Such notice shall be inserted in a newspaper, published in the city of Quebec, during the two weeks previous to the date of such meeting.

Notices for other meetings how published.

Notices of other meetings of the shareholders shall be published in the manner prescribed by the by-laws of the company.

Head office of company.

**6.** 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; but the board of directors may establish one or more offices in foreign countries and confide the management thereof to agents, whose duties and powers shall be determined by the resolution of the board appointing them to such office.

Offices in foreign countries.

Power to build bridges, wharves, telegraph lines, &c.

**7.** The company may also build bridges, wharves, telegraph lines and all other works necessary for the construction and working of its line.

Power to acquire, &c., lands, &c.

**8.** The company may acquire and hold lands, timber limits, mining lands, mining rights and other property of a like nature and work the same for its own profit.

Share-capital.

**9.** The share-capital of the company shall be one million of dollars, divided into shares of one hundred dollars each.

Paid up stock and issue thereof.

The directors of the company may make and issue, as paid up stock, shares in the share-capital of the company, whether subscribed for or not, and may allot and hand over such stock as paid-up stock in payment of right of way, plant, rolling stock or material of any kind, and also for the services of contractors, engineers or other persons employed in promoting the affairs of the company.

Such issue binding on company.

Such allotment of stock shall be binding on the company, and the paid-up stock so allotted shall be unassessable thereafter for calls.

Power to issue mortgage bonds.

**10.** The board of directors of the company, after a resolution authorizing them to do so has been passed at

any special or general meeting of the shareholders, shall have power, and they are hereby authorized, to issue mortgage bonds, to an amount not exceeding twenty thousand dollars per mile of railway, made and signed by the president or vice-president, and by the secretary or treasurer of the company, and under the seal of the company, for the purpose of raising money for commencing, prosecuting and completing the said railway.

The said bonds shall carry a mortgage upon the said railway and upon all the buildings, stations and station grounds, and generally upon all the lands, property and material necessary and strictly appertaining to the working and running of the said railway.

Bonds to be mortgage on railway, &c.

**11.** In order to preserve the priority, lien, charge, mortgage or privilege purporting to appertain to, or created by any bond issued under the provisions of this act, it shall not be necessary that such bond should be registered according to the provisions of the Civil Code or any other law ; but it shall be sufficient to have registered in each of the registry offices of the counties traversed by the said railway, a copy certified by the secretary or treasurer of the company, of the unique formula in which all such bonds shall be made, with a certificate signed by the secretary or treasurer of the company stating the date of issue, the number and amount of bonds issued, and a copy, certified in the same manner, of the resolution passed by the board of directors ordering and authorizing such issue.

Registration of form of bond, &c., to preserve lien thereof.

**12.** The said bonds may be issued, registered and sold as soon as the definite location of the line has been adopted by a resolution passed by the board of directors, and after a copy of the plan and location so adopted has been deposited in the office of the Commissioner of Public Works of the Province of Quebec.

When bonds may be issued, &c.

**13.** In the event of any default being made in the payment of the bonds the issue whereof is authorized by this act, or of the interest coupons attached thereto, the holders of such bonds shall have the same right to vote at all the meetings of the company as the shareholders of the same, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares, at least one week previous to the date of the meeting.

Proviso for bondholders voting in default of payment of bonds, &c., if bonds registered, &c.

It shall be the duty of the secretary of the company to register such bonds or transfers, on being required to do so by any holder thereof ; and every holder of such bonds

Duty of secretary to register bonds, &c.

shall have a vote for every hundred dollars of bonds which he holds.

Deed of trust may be executed previous to issue of bonds.

**14.** Previous to issuing any bonds, the board of directors may, on being authorized thereto, by a resolution passed at a meeting of the shareholders, execute a deed of trust to be signed, on behalf of the company, by a person authorized to that effect by the board of directors, with a trustee or trustees to be chosen by the said board, and such trustee or trustees shall act for the purpose of the said trust as agent for the bondholders, and in the event of his or their death, resignation or incapacity to act as such, be replaced by another or others, to be chosen by the bondholders who shall have registered their bonds in the manner hereinabove prescribed.

Stipulations which trust deed may contain.

The said trust deed may contain a description of the property mortgaged for security of the payment of the said bonds, and provide for the manner in which the said trustee or trustees may, in the event of any default being made in the payment of the said bonds, or of the interest coupons attached thereto, take possession of the railway on behalf of the bondholders, hold the same for such time as may be limited by such deed, and run the railway during such time for the benefit of the bondholders, and sell the same for their like benefit, after such delay and upon such terms and conditions as may be stated in the deed.

Deed to be binding on company.

Any such trust deed and the terms, conditions and stipulations thereof, not contrary to law and to the provisions of this act, shall be valid and binding.

Company may become party to promissory notes.

**15.** The company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars each.

Notes binding on company.

Any such promissory note or bill of exchange made or endorsed by the president or vice-president of the company and countersigned by the secretary or treasurer, and under the authority, special or general, of a majority of a quorum of the directors, shall be binding on the company.

Form of deeds of sale for land.

**16.** All deeds or conveyances of land to the company, for the purposes of this act, 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 a similar tenor.

Book to be given to registrars for registration of deeds of sale.

**17.** For the due registration of all such deeds of conveyance, the registrars, in their respective counties, shall be furnished by and at the expense of the company with books containing copies of the form given in the said schedule A. or other form of similar tenor, one to be

printed on each page, leaving the necessary blanks to suit the circumstances upon each separate conveyance.

Upon the production of any conveyance, the registrar shall enter the same in the said book, without any memorial, and minute the enregistration or entry on the deed. Entry of deed upon production thereof.

The registrar may charge, for all fees on such registration and entry on the deed, fifty cents and no more. Fees of registrar.

Such registration shall be valid in law, any statute or provision of law to the contrary notwithstanding, and it shall have, with respect to rights of ownership, servitudes, hypothecs and real rights, the same effect as the registration prescribed by the Civil Code. Registration to be valid.

**18.** Articles 5128 to 5181, both inclusive, of the Revised Statutes of the Province of Quebec, shall apply to the Eastern Railway Company, as if they were incorporated in the present act; provided they are not opposed to the provisions of this act. Certain articles of R. S. Q. to apply. Proviso.

**19.** The work hereby authorized shall be commenced by the construction of at least ten miles thereof within two years and be completed within ten years from the passing of this act; the whole under pain of forfeiture of the above powers, rights and privileges, except for the part of the road then constructed. Commencement and completion of works. Forfeiture of charter in default.

## SCHEDULE A.

### FORM OF DEED OF SALE OF LANDS.

Know all men, by these presents, that I, A. B., of  
in the county of \_\_\_\_\_ for and in consideration of the sum of \_\_\_\_\_ dollars to me paid by The Eastern Railway Company, which I acknowledge to have received, hereby grant, bargain, sell and convey unto the said The Eastern 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 land 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 } A. B.  
in presence of } [L. S.]  
C. D.  
E. F.