

(a) The names, descriptions and addresses of the original incorporators are as follows:—

NAME.	DESCRIPTION.	ADDRESS.
James Robert Moodie,	Manufacturer,	Hamilton, Ontario,
Paul Judson Myler,	Manufacturer,	Hamilton, Ontario,
Harry Louis Frost,	Manufacturer,	Hamilton, Ontario,
Charles Stewart Wilcox,	Manufacturer,	Hamilton, Ontario,
Cyrus Albert Birge,	Manufacturer,	Hamilton, Ontario,
W. W. Southam,	Publisher,	Hamilton, Ontario,
Arthur Whittlesey Day,	Manager,	Hamilton, Ontario,
Robert Livingstone Innes,	Manager,	Hamilton, Ontario,
Albert Chester Dann,	Manager,	Hamilton, Ontario,
Harry Houston Biggert,	Manager,	Hamilton, Ontario,
D'Arcy Richard Charles Martin,	Barriester-at-Law,	Hamilton, Ontario,
Frederick Wing Rockwell,	Esquire,	Albany, New York,
Frank Alonzo Dudley,	Esquire,	Niagara Falls, New York,

and each of the incorporators has subscribed for one share.

(b) The By-laws of the Company provide that it shall not be necessary for a Director to hold more than one share as a qualification, and there is no provision as to remuneration of the Directors.

(c) The names, descriptions and addresses of the Directors are the same as those of the incorporators mentioned in paragraph "a," with the exception that D'Arcy Martin has resigned as a Director and Sir John Morison Gibson, of Toronto, Lieutenant-Governor, has been elected in his place.

(d) The minimum subscription on which Directors may proceed to allotment of preference shares is three hundred and fifty thousand dollars and the amount payable on application ten per cent, and nothing on allotment.

(e) The By-laws of the Company provide that further payments on preference shares shall be made as follows: Fifteen per cent. on 1st May, 1913; twenty five per cent. on 1st August, 1913; twenty-five per cent. on 1st of November, 1913, and twenty-five per cent. on 1st February, 1914.

(f) Forty-five hundred shares of common stock have been agreed to be issued to Frank A. Dudley, as fully paid, in consideration of the covenants of said Dudley contained in his Agreement with the Company, dated the 16th day of January, 1913.

(g) and (h) It is proposed to purchase from George E. Mills the property bought by him from Sara Mills, known as the Waldorf Hotel, for the consideration of \$175,000, together with any costs, charges or expenses incurred by said Mills before the property is paid for by the Company, and said Mills is to receive interest at six per cent. on purchase money from 1st day of March, 1913, and to give credit for any rents received by him before purchase is completed. The proposed purchase must be closed not later than the 2nd day of April, 1913, and the Vendor is to receive \$75,000 in cash with any expenses incurred by him and interest as aforesaid, and the Company is to assume a mortgage for \$100,000.00.