

feiture of stock for non-payment of calls or assessments,—the disposal of forfeited stock, and of the proceeds thereof,—the declaration of dividends,—the employment of agents,—the calling of all meetings of the Board and of the Company,—and all such other by-laws, rules, and regulations, as may be needful and proper for the prompt and effective administration of the affairs of the Company, and the conduct of the business thereof. But all such By-laws shall have force only until confirmed and adopted by a special general meeting of the Company called for the purpose, or until the next annual meeting of the Company, but when confirmed, shall remain the By-laws of the Company; and any copy of any By-law under the seal of the Company, and purporting to be signed by an officer thereof, shall be *prima facie* evidence thereof.

must be confirmed.

How proved.

13. The Company may establish any place or places of business in Great Britain or in the United States of America, and may open Stock and transfer books at any time thereof, and may make calls, assessments, dividends, &c., payable there respectively; and may regulate all the business in relation thereto, as may be found needful and proper, by By-laws or otherwise, and may prescribe the mode of assimilating shares of stock, as between such several places and the Canadas: And in case any association already formed for mining purposes, has created stock, received subscriptions, issued certificates, and acquired mining rights and properties in the Townships of Canada East, upon the transfer of all the Stock, subscriptions, properties, estates and effects of such association, and the surrender of the certificates of Stock thereof to this Company, it shall be lawful for this Company to receive the same as so much subscribed to its capital stock, and to issue certificates in lieu of the certificates so surrendered as aforesaid, and the stockholders of such association shall to that extent become stockholders of this Company, upon such rules and terms as to the assessment or otherwise, as the Directors may prescribe, and to the extent to which such certificates are surrendered.

Places of business, one of Canada.

Amalgamation of other companies with this Company.

14. The Company shall not be responsible regarding any trusts in respect of any shares, but transactions between the Company and the shareholders named in the books, whether Trustees or otherwise, shall be valid and final; and the shareholders shall not at any time be responsible for any matter relating to the Company beyond the shares held by them respectively.

Company not responsible for Trusts. Liability of shareholders limited.

15. Every agreement or paper writing signed in behalf of the Company by any officer or agent thereof, in general accordance with his authority, shall be binding upon the Company, and need not be under the seal of the Company; and such acting officer or agent shall not be individually liable therefor, if acting in good faith within the scope of his authority.

Agreements on behalf of the Company, how to be executed.

16. Any action may be prosecuted between the Company and any shareholder in the ordinary forms of law, as between independent parties, and any shareholder may be a witness in any action in behalf of or against the Company.

Actions by or against shareholders.

17. The President of the Company shall be a Director thereof. The Secretary and Treasurer shall make oath before some magistrate competent, at the place, to administer oaths, faithfully to discharge the duties of their offices, and that being done, their record shall be evidence of the things therein recorded, as also any copy thereof under their hands and the seal of the Company.

President. Officers to be sworn.

18. This Act shall be deemed a Public Act.

Public Act.