

8. The present section reads as follows:—

"If a subsisting company applies for the issue of letters patent under this Part, the Secretary of State may, by the letters patent, extend the powers of the company to such other objects for which letters patent may be issued under this Part as the applicant desires, and as the Secretary of State thinks fit to include in the letters patent."

9. It has been found in practice that sections 19, 20, 21 are illusory. In cases where these sections have been applied such difficulties were created for the companies that private Acts of Parliament were found necessary to overcome the difficulties. It is the practice of the Department not to apply these sections, and it appears to be advisable, therefore, that they should be repealed. It is as difficult for a company to carry on under two Acts of incorporation as for a man to serve two masters.

The sections repealed read as follows:—

19. Any company incorporated under any general or special Act of any of the provinces of Canada, and any company duly incorporated under the laws of the United Kingdom or of any foreign country for any of the purposes or objects for which letters patent may be issued under this Part, and being at the time of the application a subsisting and valid corporation, may apply for letters patent under this Part, and the Secretary of State, upon receiving satisfactory evidence that the Act of incorporation or charter of the company so applying is valid and subsisting and that no public or private interest will be prejudiced, may issue letters patent incorporating the shareholders of the company so applying as a company under this Part, limiting, if necessary, the powers of the said company to such purposes or objects as might have been granted had the shareholders applied in the first instance to the Secretary of State for letters patent under this Part, and thereupon all the rights, property and obligations of the former company shall be and become transferred to the new company, and all proceedings may be continued or commenced by or against the new company that might have been continued or commenced by or against the old company.

2. It shall not be necessary in any such letters patent to set out the names of the shareholders.

3. After the issue of such letters patent the company shall be governed in all respects by the provisions of this Part, except that the liability of the shareholders to creditors of the old company shall remain as at the time of the issue of the letters patent.

20. Every company desirous of obtaining letters patent under the last preceding section shall first, file in the office of the Secretary of State a certified copy of the charter or Act incorporating the company, and shall also designate the place in Canada where its principal office will be situated and the name of the agent or manager in Canada authorized to represent the company and to accept process in all suits and proceedings against the company for any liabilities incurred by the company therein.

21. Every such company to which such letters patent have been granted shall, when so required, make a return to the Secretary of State of the names of its shareholders, the amount of its paid-up capital and the value of its real and personal estate held in Canada, and, in default of making the said return within three months, the letters patent may be cancelled.

10. The amendment here is merely to correlate this section with paragraph (a) of subsection 1 of section 8, which provides that on incorporation a name shall not be on public grounds objectionable. It appears clearly advisable that if a name is objected to on this ground the Secretary of State should have the authority to change it. When an objectionable name is given through mistake there should be a provision to change it.

The only alteration in the wording of section 23 of the Act is the addition of the words underlined in the text of the Bill.