

being as may be provided for by any By-law, rule or regulation of the said Corporation, and to sue for, recover and get in all calls, whether already made, or hereafter to be made; and to cause and declare the said shares to be forfeited to the said Corporation in case of non-payment on such terms and in such way as shall be prescribed by some By-law of the Company; And to maintain an action for the recovery of calls due, it shall be sufficient to prove by any one witness that the defendant at the time of making such call was a Shareholder in the number of shares alleged, or that the calls sued for were made, and notice thereof given in conformity with the By-laws of the said Corporation; and it shall not be necessary to prove the appointment of Directors, nor any other matter whatsoever.

Powers of Directors.

The said Directors shall and may use and affix or cause to be used and affixed the common seal of the said Corporation to any documents which in their judgments may require the same, and any act or deed bearing such seal and signed by the President (or any two Directors) and countersigned by the Secretary, shall be held to be the act or deed of the Corporation. They may also appoint such and so many Agents, officers and servants of the said Corporation under them as to the said Directors may seem meet, and they shall and may have full power and authority to do all things whatsoever which may be necessary and requisite to carry out the objects of the Corporation.

Further powers of Directors.

And they shall have power to make By-laws for the government and control of the officers and servants of the said Corporation, and for appointing the salary or allowance to be made them respectively, and shall also have power to make and frame all other By-laws, rules and regulations for the management of the affairs of the said Corporation, in all its particulars and details; also establishing the rule of voting for Directors of the said Company, and the same also at any time to alter, change, modify and repeal, which by-laws rules and regulations shall be submitted for said approval, rejection or alteration by the Stockholders at the next General Meeting or at a Special Meeting to be called by the said Directors for such special purpose, and in conformity with any By-law providing for such special meetings; and any copy of the By-laws of the said Corporation, purporting to be under the hand of the Clerk, Secretary or other officer of the said Company, and having the seal of the said Corporation affixed to it, shall be received as *prima facie* evidence of such By-law in all Courts in this Province.

First general meeting.

XII. The first General Meeting of the Shareholders of the said Corporation shall be held at the Office of the said Corporation in the City of Toronto, at which place the said Corporation shall have its principal place of business, on the first Monday in November in the year of our Lord, one thousand eight hundred and fifty-six: and at such time and place, and on the like day in each and every year thereafter, the said shareholders shall elect eight fit and qualified persons to be Directors of the said Company in the place and stead of those who shall retire, and until such first election, and until they shall retire as aforesaid, the duties of the said Corporation are

First Directors.

hereby declared to be Allan Macdonell, William Botsford Jarvis, Robert G. Dalton, Charles Jones, Philip Van Koughet, and Thomas Mair, Esquires, of the City of Toronto, J. Venner Brown of the City of Detroit, Esquire, Samuel T. Tracy, H. Ward Baines and Charles S. Steadmen, Esquires, of the City of New York, and the survivor or survivors of them shall be and are constituted to be Directors of the said Corporation, and shall have and exercise all and every the powers and shall be subject to