
2nd Session, 5th Parliament, 19 Victoria, 1856.

(PRIVATE BILL.)

B I L L .

An Act to incorporate the Buffalo and Lake
Huron Railway Company, and for other
purposes.

Received and read, first time, Friday, 7th
March 1856.

Second reading, Thursday, 13th March, 1856.

MR. CRAWFORD.

TORONTO:

PRINTED BY JOHN LOVELL, YONGE STREET.

An Act to incorporate the Buffalo and Lake Huron Railway Company with power to purchase from the Buffalo, Brantford and Goderich Railway Company their line of Railway, and for other purposes.

WHEREAS the Buffalo, Brantford and Goderich Railway Company have become embarrassed and unable to complete the remaining portion of their line of Railway between the Village of Paris and the Town of Goderich, and the completion of the said portion, and the more perfect finishing and equipment of the portion from Fort Erie to Paris, are highly desirable and will be of great advantage to that part of this Province through which the line of the said Railway is located, and to the Province generally; And whereas the persons hereinafter named, together with others, have associated themselves together for the purpose of purchasing from the said Buffalo, Brantford, and Goderich Railway Company, the whole of their Railway, whether already made, or heretofore authorised to be made, and the lands and hereditaments acquired by them for the making and completion thereof, and all the rights, privileges, rolling and other stock, buildings and appurtenances thereunto belonging, and all other, the property of the same Company, whether situate in Canada or elsewhere; and for the purpose of completing and working the Railway; which Railway is, when completed, intended to extend from Fort Erie to Goderich; And, whereas, Robert Hilaro Barlow, late of England, and now of Brantford, Esquire, on behalf of the said persons, has entered into an agreement, bearing date the eleventh day of February, in the year of our Lord, 1856, with the said Buffalo, Brantford and Goderich Railway Company, for the purposes aforesaid, by and with the approval of the Shareholders of the said Company, testified by a majority of votes at a special meeting of such shareholders, held at Stratford, in the County of Perth, on the 19th day of December, 1855; And whereas the said persons hereinafter mentioned, or some of them, on behalf of themselves and the others, have petitioned to be incorporated; Therefore Her Majesty, &c., enacts as follows:

Charles Mackirdy, Henry Robarts, Thomas Wilde Powell, Henry W. Andrews, Henry Beardshaw, William Baines, Joseph Goodwin Kershaw, H. Grisewood, W. O. Dodgin, John Proctor, Joseph Curling, Jacob Hulle, Jr., John Wilton, Robert Hilaro Barlow, Adolphus Frederic Slade, and Edward Heseltine, together with such persons as have already become, or shall, under the provisions of this Act, become subscribers to or proprietors of any share or shares in the said undertaking and their several and respective executors, administrators, curators, or assigns, being proprietors of any share or shares in the said undertaking, shall be, and are hereby united into a Company for purchasing, completing, maintaining, working, and managing the said Railway, and shall, for that purpose, be a body corporate and politic, by the name and style of the

Certain persons incorporated.

Corporate name and style. "Buffalo and Lake Huron Railway Company;" and the said Company shall be, and are hereby authorised and empowered, from and after the passing of this Act, by themselves, their deputies, agents, officers, workmen, and servants, to make, complete, maintain, work, and manage for their own use and benefit the said Buffalo, Brantford and Goderich Railway.

Liability of shareholders limited, and Capital Stock.

Proviso:

II. No shareholder shall be liable for the debts or liabilities of the Company, or for any other purpose beyond the amount, for the time being, not paid up in respect of the shares held by him or them in the Company. The capital stock of the said Company shall be £500,000, currency, to be divided into 20,000 shares of £25, currency, or £20 10s., sterling, each; Provided always, that it shall be lawful for the said Company to increase the said capital stock to any sum not exceeding in the whole, £2,000,000 currency, as hereinafter provided.

Transfer of Railway, and conditions thereof.

Proviso.

III. From and after the delivery by the said Buffalo, Brantford and Goderich Railway Company to the said Buffalo and Lake Huron Railway Company, of the said line of Railway, and the acceptance thereof by them, or any part thereof, in the name of the whole, in pursuance of the said agreement, the said Railway, shall be known as, and called the "Buffalo and Lake Huron Railway;" and the said Railway, and all the property, whether the same be real or personal, and whether situate in Canada or elsewhere, of the said Buffalo, Brantford and Goderich Railway Company, shall become and be the property of the said Buffalo and Lake Huron Railway Company, and their successors and assigns, subject to the payments mentioned in and to be made in accordance with the abovementioned agreement; and it shall and may be lawful for the said Buffalo and Lake Huron Railway Company, if they think fit, to enforce all or any contracts or agreements made or entered into by any person or persons, or body corporate whatsoever, with the said Buffalo, Brantford and Goderich Railway Company, respecting any land or lands required by the said Company for the purposes of the said Railway; and may sue in all Courts on any such contract, in their corporate name, as if such contract had been originally entered into by and with the said Buffalo and Lake Huron Railway Company; Provided always, that whenever the said Buffalo and Lake Huron Railway Company shall elect to enforce any such contract or agreement, they shall be liable thereon to the same extent that the said Buffalo, Brantford and Goderich Railway Company would be, were they enforcing the same.

Provisional certificates to be evidence of amount of Stock held.

IV. The *bonâ fide* holders of banker's receipts or provisional certificates for deposits made on shares already subscribed for in the said Buffalo and Lake Huron Railway Company, (heretofore also called the Lake Huron and Buffalo Railway Company,) shall, on producing such receipts or certificates to the Secretary of the said Company, be entitled to be entered and registered in the books of the said Company as holders of the number of shares mentioned in such receipts or certificates and shall thereupon have and enjoy all the rights and privileges, and shall be subject to all the liabilities of shareholders in the said Company.

Shares not subscribed for, how disposed of.

V. It shall be lawful for the Directors of the said Company to dispose of, allot and assign to such persons at such times and in such manner as they shall think most for the advantage of the said Company; all such shares as shall not be subscribed for or taken at the time of the passing of this Act,

and shall deliver certificates under the common seal of the said company, to the person or persons to whom they shall so dispose of, allot or assign such shares of the number of shares so allotted, to such person or persons respectively, and such person or persons shall then be the legal owner or owners of such shares, and invested with all the rights and subject to all the liabilities of a shareholder in respect of such shares.

VI. In case it shall be deemed expedient by the said Buffalo and Lake Huron Railway Company at any time or times hereafter to increase the capital of the said Company, such increase may at any time or from time to time be effected to any extent not exceeding in the whole £2,000,000 currency, by resolutions of the Directors of the said Company, sanctioned and approved by two-thirds at least of the votes of the shareholders present in person or by proxy at a general meeting of the shareholders, convened with special notice of such intended increase, or at any special meeting called for the purpose of sanctioning such increase; and the further capital so authorized may be raised by bond or mortgage upon the property of the said Company or any part thereof, or by the issue of new shares of such denominations and with such privileges as to priority of dividend or otherwise, and upon such terms and conditions, and at such times and to such persons, and in such manner as the shareholders so present, in person or by proxy, at any such meeting shall by the like proportion of votes approve or direct; Provided, that no bond, mortgage or issue of new shares under this Act shall affect or impair the priority of the Government claim for any Government Loan or guarantee given to the said Buffalo, Brantford and Goderich Railway Company, or the security by mortgage bonds now held by any individual or body corporate upon the said Railroad, already given by the said Buffalo, Brantford and Goderich Railway Company, or which shall hereafter be given by the said Buffalo and Lake Huron Railway Company, without the consent in writing of such individual or body corporate.

Capital Stock may be increased with the sanction of two-thirds of shareholders.

How such increased capital may be raised.

Priority of claims of present Bond-holders secured.

VII. The Directors of the said Company shall be nine in number, and shall be elected from among the shareholders of the said Company at a general meeting of such shareholders, to be holden on the first Wednesday in September in each year, at Brantford, in the County of Brant, and shall hold office from the time of their election until the first Wednesday in the month of September next following, and from thence until the election of their successors; Provided always, that no one shall be eligible to be elected as a Director of the said Company unless he be the holder of 25 shares of the capital stock of the said Company, if resident in Canada or Buffalo, or within twenty miles of the boundary of Canada, and 50 shares of the said stock if resident else where out of Canada; and provided also, that no person shall, by virtue of any office held by him in any municipality or otherwise be *ex officio* a Director of the said Company; and provided also, that five Directors, including such as may vote by proxy as hereinafter provided, shall be a quorum, and shall exercise all or any of the powers vested in the said Directors, provided that not less than three Directors be personally present; and provided also, and it is hereby enacted, that the Directors of the said Company may vote by proxy, such proxies being themselves Directors and appointed in the following form or to the like effect: "I hereby appoint of Esquire, one of the Directors of the Buffalo and Lake Huron Railway Company, to be my proxy, as a Director of the said Company, and as such proxy to vote for me at all meetings of the Directors of the said Company, and generally to do all that I could myself do as such Director if personally present at any such meeting.

Directors, their number and manner of election.

Proviso as to qualification.

Proviso, excluding *ex officio* Directors.

Directors may vote by proxy, such proxies being themselves Directors.

A. B. (Signature.)"

Directors may be aliens.

VIII. Any person, being otherwise duly qualified, may be appointed a Director notwithstanding he may be an alien.

Manner of calling in instalments on shares.

IX. It shall and may be lawful for the Directors of the said Company from time to time to call in and demand payment from the shareholders of the said Company of all such sum or sums of money as shall be unpaid on the shares held by them respectively in the said Company, at such time and times and in such payments or instalments as the said Directors shall deem proper, by notice requiring such payment, to be published four successive weeks previous to the time fixed for such payment, once at least in each week in some newspaper published in the towns of Brantford, Stratford or Goderich, and also in the *London Times*, England, or in some other morning paper published in London, England; Provided always, that no more than five pounds sterling on each share shall be made payable at any one time, nor more than ten pounds ten shillings sterling in any one year, exclusive of and in addition to the five pounds ten shillings deposit on shares already paid in or which shall be hereafter paid in or received on any of the 20,000 shares original capital of the said Company; And provided also, that the publication of such notice as aforesaid in the *London Times*, England, or in some of the morning papers published in London, England, shall be sufficient notice of such calls to shareholders residing in England, and the publication thereof in some newspaper published in the said towns of Brantford, Stratford or Goderich as aforesaid shall be sufficient notice of such calls to shareholders residing in Canada or elsewhere out of England; And provided also, that the production of any such newspaper containing the said notice for four successive weeks as aforesaid shall be *prima facie* evidence, and shall be received as such in all Courts and other places, of the due making of such calls and the due publication of such notice.

Proviso as to amount of instalments.

Proviso.

General meetings.

X. General meetings of the shareholders of the said Company shall be held half-yearly at such place as the Directors of the said Company shall from time to time appoint, on the first Wednesday in March and September in each year, and notice of such meeting shall be given in the *Canada Gazette*, and in one newspaper of Upper Canada, published in some city, town or village through or near to which the said Railway shall pass, and also once in the *London Times*, England, or in some other morning paper published in London, England, at least one calendar month before the day appointed for such meeting, and continued not less than once a week in the Canadian papers up to and including the week next before that in which such meeting shall be held; and also notice of such meeting shall be mailed to the address of each shareholder of the said Company at least 21 days before such meeting; Provided always, that the omission to mail such notice shall not vitiate or render void such meeting, or any act, matter, or thing done or transacted thereat.

Proviso.

Special meetings when and how called.

XI. Special meetings of the shareholders of the said Company shall or may be called for considering the affairs of the said Company or doing any act, matter or thing relating thereto, from time to time, as occasion shall or may seem to require, by notice showing the object and purpose of such special meeting, to be given by three Directors of the said Company, whatever number of shares they may hold, or by five or more shareholders, holding altogether not less than 1,000 shares in the said Company, to be mailed and published in the same manner as above provided in respect to notice of general meetings; Provided always, that the omission to mail such notice, shall not vitiate or render void such meeting or any act, matter or thing done or transacted thereat.

Proviso.

XII. Any party or parties, or body corporate, holding stock in the said Buffalo and Lake Huron Railway Company to the amount of one hundred shares or any amount less than one hundred shares shall at any general or special meeting of shareholders, have one vote for each share up to and including one hundred shares, and for any amount over one hundred shares and not over six hundred shares, one vote for each share up to and including one hundred shares and one additional vote for every two shares over the first one hundred shares, and for any amount over six hundred and not over one thousand five hundred shares, one vote for every share up to and including one hundred shares and one additional vote for every two shares over the first one hundred shares and up to and including six hundred shares, and one additional vote for every three shares over six hundred shares, and for any amount exceeding one thousand five hundred shares one vote for every share up to and including one hundred shares and one additional vote for every two shares over the first one hundred shares and up to and including six hundred shares, and one additional vote for every three shares over six hundred shares and up to and including one thousand five hundred shares, and one additional vote for every four shares over one thousand five hundred shares.

Scale of Votes
at Meetings of
shareholders.

XIII. Duplicates of all registers and debentures of the Company and of the shareholders thereof or of the stock register which shall at any time be kept at the principal office of the Company in this Province, (such duplicates being authenticated by the signature of the Secretary or principal officer of the said Company in this Province), may be transmitted to and kept at any office of the said Company, opened in the city of London, England.

Duplicates of
Registers may
be kept in
England, &c.,

XIV. Whenever any transfer shall be made in England or other part of Great Britain or Ireland of any share or stock of the Company, the delivery of such transfer, duly executed to the Secretary or other officer of the said Company, for the time being, authorized by the said Company to receive such transfer in London aforesaid, shall be sufficient to constitute the transferee or transferees, a shareholder or shareholders in the said Company, in respect of the share or stock so transferred, and such Secretary or other officer as aforesaid shall transmit an accurate list of all such transfers to the Secretary or other principal officer of the said Company in this Province, who shall thereupon make the requisite entries respecting such transfer in the register kept in this Province, and the Directors may from time to time make such regulations as they shall think fit for facilitating the transfer and registration of shares, or stock as well in this Province as elsewhere, and as to the closing of the register of transfer for the purpose of dividend as they may find expedient, and all such regulations not being inconsistent with the provisions of the Railway Clauses Consolidation Act as altered or modified by this Act, shall be valid and binding.

Transfers of
shares in Great
Britain may be
executed before
local Secretary.

XV. Any party entitled to any debenture of this Province, issued to the Company or to any bond or debenture of the Company may transfer his right and interest in any such bond or debenture, and in the principal and interest monies secured thereby, to any other person by the delivery of such bond or debenture with the coupons or interest warrants attached thereto without the necessity of a deed or instrument in writing for the purpose of effecting such transfer.

Bonds or De-
bentures trans-
ferable by de-
livery.

Company to have rights of ferry at certain places.

XVI. It shall be lawful for the said Company to exercise and enjoy the right of ferrying across the Niagara River at or near Fort Erie, and they may build, purchase, charter, hold, navigate and work steamers and other vessels and craft, either as ferry boats for the conveyance of freight and passengers across the Niagara River, at or near Fort Erie Rapids, to and from the United States, or for the conveyance of freight and passengers to and from Goderich on Lake Huron, or to and from any other port or place, and may dispose of such steamers, vessels or craft as they shall deem expedient and may acquire others in their stead, and may establish, demand and take tolls and fees for the conveyance of goods and passengers or other services performed by or with such steamers, vessels or craft either on the said Niagara River, or Lake Huron or elsewhere; Provided always, that the said privileges of ferry on the Niagara River shall be exercised and enjoyed subject to the conditions and restrictions, and according to the terms mentioned and contained in the lease of the said ferry to the said Buffalo, Brantford and Goderich Railway Company; Provided that the declarations, oaths, or other acts necessary to effect a registration of any such vessel by or in the name of the said Company may be made or done by the Secretary or other officer of the said Company.

Proviso.

Company may construct temporary buildings of wood, on certain conditions.

XVII. The said Company may construct any temporary buildings required for the purpose of more conveniently carrying on their works or any of them, of wood or other materials, notwithstanding any such buildings may be within the limits of any Municipality and the construction or building the same of such materials shall be contrary to and in violation of any By-law or By-laws of any such Municipality; Provided always, that any such building when contrary to such By-law or By-laws shall not be intended as a permanent building or be allowed to remain after the completion of the works for carrying on which the same shall be erected; and provided also, that any such building shall not without the consent of such Municipality be constructed at a less distance than one hundred yards from any neighboring building, except such neighboring building belongs to the Company.

Certain agreement for purchase of Railway authorized and confirmed.

XVIII. The said agreement of the eleventh day of February in the year of our Lord one thousand eight hundred and fifty-six, and the purchase of the said Railway intended thereby, and all other property and privileges of what kind or nature soever mentioned or referred to or intended to be included in the said agreement and in the schedules therein or thereunder written or thereto annexed, are hereby legalised and confirmed; and the said agreement shall and may be read, construed, and taken in all Courts of law and equity and elsewhere, as if the same had been made in the name of and by and between the said Buffalo and Lake Huron Railway Company and the said Buffalo, Brantford and Goderich Railway Company after the incorporation of the said Buffalo and Lake Huron Railway Company, and as if both Companies had been legally authorised to enter into such agreement; and the said Railway and all and singular the lands, right of way, and other property, of what kind or nature soever, of the said Buffalo, Brantford and Goderich Railway Company in the said agreement, or the schedules therein or thereunder written or thereto annexed mentioned, together with all and singular the appurtenances to the said Railway lands and other property belonging, shall upon, from, and after the said Buffalo and Lake Huron Railway Company shall take possession under the said agreement of the said Railway and other property, or any part thereof, in the name of the whole, become and be vested in the said Buffalo and Lake

Huron Railway Company, their successors and assigns forever, subject to the payments, terms and conditions mentioned in the said agreement by the said Buffalo and Lake Huron Railway Company, to be made, observed, and kept; and subject also to the rights and claims of the holders
 5 of mortgage bonds granted by the said Buffalo, Brantford and Goderich Railway Company, and referred to in the said agreement, and to all judgments recovered before the passing of this Act against the said Buffalo, Brantford and Goderich Railway Company, and so registered as to constitute by law a lien upon the lands of the said Buffalo, Brantford and
 10 Goderich Railway Company, and not discharged or otherwise satisfied before the Company shall take possession of the Railway, and to all claims of the Government against the said Buffalo, Brantford and Goderich Railway Company; Provided always, that nothing herein contained shall relieve the said Buffalo, Brantford and Goderich Railway Company
 15 from the performance of their covenant or agreement with the said Buffalo and Lake Huron Railway Company, to transfer and deliver the said Railway and everything appertaining thereto to the said Buffalo and Lake Huron Railway Company free from all incumbrances which the said Buffalo and Lake Huron Railway Company have not expressly agreed to adopt,
 20 discharge or satisfy, according to the terms of the said agreement.

XIX. And whereas the said Buffalo, Brantford and Goderich Railway
 Company are indebted to certain bondholders in the sum of £300,000, or some
 part thereof, and the principal and interest due on such bonds are secured by
 a certain indenture of mortgage, dated the first day of June, 1854, made by
 25 the said Buffalo, Brantford and Goderich Railway Company to James Kerby, of the Town of Brantford, Esquire, David Christie, of the Township of South Dumfries, Esquire, and Myron P. Bush, of the City of Buffalo, in the State of New York, merchant; And whereas there are arrears of
 interest due on some of the said bonds from the first day of June, 1855,
 30 and on certain other of the said bonds from the first day of December, 1855, by reason whereof the powers reserved by the said indenture of mortgage of the first day of June, 1854, for enforcing the payment of the principal and interest due on such bonds, by sale of the said Railway, are
 liable to be exercised; but the holders of such bonds have agreed to forbear
 35 exercising such powers in consequence of the arrangements entered into by the Company and the said Buffalo, Brantford and Goderich Railway Company; Therefore, it shall be lawful for the said James Kerby, David Christie, and Myron P. Bush, at the request of bondholders holding bonds, in the
 aggregate for not less than £30,000 the interest whereof is in arrear
 40 as aforesaid, by any deed or deeds, or instrument or instruments, in writing, to ratify and confirm the said purchase by, and sale to, the said Buffalo and Lake Huron Railway Company, of the said Railway and premises, or, if it shall happen that the said purchase and sale shall not
 take effect, through the default of the said Buffalo, Brantford and God-
 45 erich Railway Company to carry out the said agreement and without any fault or failure on the part of the said Buffalo and Lake Huron Railway Company, and if the said Buffalo and Lake Huron Railway Company shall not take possession of the Railway and premises under the said agreement of the eleventh day of February, 1856, it shall be lawful for the
 50 said James Kerby, David Christie, and Myron P. Bush, by any deed or deeds, instrument or instruments in writing, to enter into any agreements which may be agreed upon between the said James Kerby, David Christie, and Myron P. Bush, and the said Company, or any body corporate, person or persons, for satisfaction of, or compounding for, the principal and
 55 interest, for the time being, due in respect of the said bonds, either in

Provido.

Recital.

Certain persons on behalf of bond-holders authorized to confirm the sale of said Railway

consideration of a principal sum or principal sums, or in consideration of any annuity or annuities, to be granted or secured by the said Company, body corporate, person or persons, or partly by one mode and partly by the other; And it shall be lawful for the said James Kerby, David Christie, and Myron P. Bush, to sell and convey to the said Company, body corporate, person or persons, and for the said Company, body corporate, person or persons to purchase and take the said Railway and premises, and in case of any such confirmation, or sale and purchase as aforesaid, as the case may be, the Company, body corporate, person or persons, as the case may be, shall, thereupon, have and hold the said Railway and premises in 10 the same manner and under the same title thereto, and with the same rights and privileges as they would have held the same, if the Railway and premises had been legally sold, under the powers of the said indenture of mortgage, for a consideration in money, and the Company, body corporate, person or persons, had been legally authorised to purchase, and 15 had purchased the same for a consideration in money from the said James Kerby, David Christie, and Myron P. Bush, in pursuance of the terms of the said indenture of the first day of June, one thousand eight hundred and fifty-four; and any such purchaser or purchasers thereby acquiring the said Railway and premises shall and may exercise, have and enjoy all the 20 rights, power and privileges in, over, and in respect of such Railway and premises as the Buffalo, Brantford and Goderich Railway Company had they retained the said Railway and premises could or might have done.

In the event of Buffalo, Brantford, and Goderich Railway being sold. Company may become purchasers.

XX. And in the event of the said Buffalo, Brantford and Goderich Railway Company refusing or failing to carry out the said agreement of the 25 eleventh day of February, 1856, and if the said Railway shall be sold at the instance of the holders of Bonds of the said Buffalo, Brantford and Goderich Railway Company, or otherwise howsoever, it shall and may be lawful for the said Buffalo and Lake Huron Railway Company to purchase the said Railway and premises, and everything appertaining thereto; and the said 30 Buffalo and Lake Huron Railway Company shall, in the event of their becoming purchasers of the said Railway, have all the power, rights and privileges of the said Buffalo, Brantford and Goderich Railway Company, and conferred on the said Buffalo and Lake Huron Railway Company by this Act. 35

Further agreements may be entered into touching claims of Companies respectively.

XXI. It shall and may be lawful for the Directors of the said Buffalo, Brantford and Goderich Railway Company and of the said Buffalo and Lake Huron Railway Company respectively, from time to time, to make any further agreement with respect to the said Railway or anything relating thereto, or to the rights, privileges or claims of the said Companies 40 respectively against each other, or in respect to the mode or terms of payment mentioned in the said hereinbefore recited agreement, or the immediate sale of, or compounding for a sum in gross in lieu of the sums or any of them payable annually by the said agreement.

Extracts duly authenticated from said agreements, to be prima facie evidence.

XXII. Any copy or extract from the said above mentioned agreement 45 or of or from any agreement that shall at any time hereafter be made between the said Companies as aforesaid or of or from any deed for the purchase of the said Railway, or of or from any proceedings of the Directors or Shareholders of either Company with referencé to such agreement or purchase certified to be a true copy or extract by the Secretary or principal officer of the said Buffalo and Lake Huron Railway Company, for the time being and bearing the corporate seal of the said Company shall be *prima facie* evidence of such agreement, deed or proceedings or of the part thereof set forth in such extract in all Courts of Law and Equity and elsewhere. 50

XXIII. It shall and may be lawful for the said Buffalo and Lake Huron Railway Company to charge, impose, receive, and take tolls upon the said Railway, for the conveyance of passengers and freight at the same rate per mile or other distance, as fixed and determined by the said Buffalo, Brantford and Goderich Railway Company, and to exercise, use, adopt and put in force all or any of the powers, privileges and By-laws of the said Buffalo, Brantford and Goderich Railway Company, until the said rate of tolls, powers, privileges or By-laws shall be altered or changed by any By-law or By-laws of the said Buffalo and Lake Huron Railway Company.

Company empowered to impose Tolls &c.

XXIV. It shall and may be lawful for any Municipality or body corporate holding shares in or bonds of the said Buffalo, Brantford and Goderich Railway Company, to sell or transfer such shares or bonds to the said Buffalo and Lake Huron Railway Company upon such terms and conditions, as may be agreed upon between such Municipality or body and the said Buffalo and Lake Huron Railway Company.

Power to Municipalities, &c. to transfer shares in former Company to this Company.

XXV. It shall and may be lawful for the said Buffalo and Lake Huron Railway Company, notwithstanding any act or law to the contrary, to purchase, receive, and hold any bonds or shares of the said Buffalo, Brantford and Goderich Railway Company, held by any person or persons, Municipality or body corporate whatsoever, and to resell or transfer the same to any person or persons whomsoever, and while the said Buffalo and Lake Huron Railway Company shall be the holders of any such bonds or shares, they shall have all the rights and privileges, and be subject to all the liabilities incident to the said bonds or shares and the holders thereof.

Company may purchase and resell bonds or shares of former Company.

XXVI. It shall and may be lawful for the said Buffalo and Lake Huron Railway Company to pay interest at any rate not exceeding the rate of six per cent. per annum to the shareholders, on the amount paid up on their shares out of the paid up capital of the said Company, until the said Railway shall be completed; such interest to accrue and be paid at such times and places as the Directors of the said Company shall appoint for that purpose; Provided always, that no interest shall accrue to the proprietors of any share upon which any call shall be in arrears in respect of such share, or any other share held by the same shareholder during the period for which such call shall remain unpaid.

Company may pay interest on shares out of the paid up capital until completion of railroad.

XXVII. The time limited to the said Buffalo, Brantford and Goderich Railway Company for the completion of the said Railway to Goderich is hereby extended to two years from the time at which the Company shall be put into possession of the Railway and lands under the terms of the said agreement of the eleventh day of February, 1856; and the said Buffalo and Lake Huron Railway Company shall and may complete that portion of the said Railway which has not been completed by the said Buffalo, Brantford and Goderich Railway Company, notwithstanding the failure of the Buffalo, Brantford and Goderich Railway Company to comply with the requirements of the 15th Section of the Act passed in the 16th year of Her Majesty's Reign, and intituled, "*An Act to authorise the Brantford and Buffalo Joint Stock Railway Company to construct a Railway from Fort Erie to Goderich;*" and the said Buffalo and Lake Huron Railway Company shall have, exercise and enjoy all the rights, liberties, and privileges that the said Buffalo, Brantford and Goderich Railway Company might have had and enjoyed with respect to the constructing, completing

Time for completion of works extended.

or working the said Railway, and everything necessary or incident to the construction, completion, or working the said Railway, had the requirements of the said last mentioned Act been complied with, anything in the said last mentioned Act to the contrary thereof notwithstanding.

Company may acquire and hold certain real estate.

XXVIII. It shall and may be lawful for the said Buffalo and Lake Huron Railway Company, to acquire and hold for the purposes of the said Railway, 100 acres of land at Goderich, 100 at or near Fort Erie, 40 acres at or near the junction with the Great Western Railway at Paris, 40 acres at Stratford, and 40 acres at any place or places where the said Railway shall at any time hereafter connect with or cross any other Railway now or hereafter to be made; and it shall and may be lawful for the said Buffalo and Lake Huron Railway Company, their agents, servants, and workmen, to enter into and upon any lands of Her Majesty, or of any person or persons, body politic, or corporate whatsoever, and to take and hold the same for the purpose of procuring and taking gravel, ballast and other material required for the construction, maintaining or repairing the said Railway and works thereto belonging, whether such lands be delineated or set out on the plans or in the book of reference filed in pursuance of the provisions of the Railway Clauses Consolidation Act or not; Provided always, that the said Buffalo and Lake Huron Railway Company shall make compensation to the owner or owners of any such lands so taken in the manner pointed out in the provisions of the Railway Clauses Consolidation Act, relating to lands and their valuation.

Relative value of sums Currency and sterling.

XXIX. For the purpose of estimating the capital of the said Company or the dividends to be paid by the said Company, the sum of £25 currency shall be deemed and taken to be equal to £20 10s. sterling, and £20 10s. sterling to be equal to £25 currency, and any loss or profit that shall or may arise by means of such equalization of value shall and may be borne and taken by the said Company.

Company may hold Stock in a certain foreign Railroad.

XXX. It shall and may be lawful for the said Buffalo and Lake Huron Railway Company to subscribe, purchase, and hold shares in the stock of any Railroad from Black Rock, in the State of New York, to the City of Buffalo in the same State.

Municipalities not to have the right of naming *ex officio* Directors.

XXXI. Any Municipality becoming the holder of shares in the said Buffalo and Lake Huron Railway Company, either by subscription or purchase of shares shall have and exercise through the Reeve or Mayor, or other chief officer of such Municipality the same rights and privileges as other shareholders and no other rights, and shall not be entitled to nominate or put on the Board of Directors any *ex officio* Director.

Paid Directors may be appointed.

XXXII. It shall and may be lawful for the Directors of the said Company to nominate and appoint a managing Director or Superintendent of the affairs of the said Company, with such powers and at such salary as shall be fixed or determined in or by any by-law or resolution of the Directors of the said Company.

Certain clauses of the Railway Clauses Consolidation Act incorporated with this Act.

XXXIII. The several clauses of the Railway Clauses Consolidation Act with respect to "Interpretation," "Powers," "Plans and Surveys," "Lands and their valuation," "Highways and Bridges," "Fences," "Tolls," "General Meetings," "Directors, their election and duties," "Shares and Transfers," "Municipalities," "Shareholders," "Actions for indemnity and fines and penalties and their prosecution," Working of

the Railway," and "General provisions," except the 12th section of the general provisions shall be incorporated with this Act and shall apply to the said Buffalo and Lake Huron Railway Company, and the said Railway, except only in so far as it may be otherwise expressly provided by this Act, or as they may be inconsistent with or qualified by the express enactments of this Act, and the expression this Act when used herein, shall be understood to include and shall include the said provisions of the Railway Clauses Consolidation Act, incorporated with this Act as aforesaid; Provided always, that any act, matter, or thing, done or prosecuted or commenced by the said Buffalo, Brantford and Goderich Railway Company, or by any person or persons for their benefit or in pursuance of their duty under any of the foregoing provisions of the Railway Clauses Consolidation Act shall accrue to the benefit of the said Buffalo and Lake Huron Railway Company to the same extent and effect as if done, prosecuted or commenced by themselves or under their authority.

XXXIV. The following persons shall be and constitute a provisional Board of Directors for the said Company, Charles Hill, Henry Roberts, Charles Makins, James Mackirdy, Thomas Wilde Powell, Robert Hilario Barlow, George Brown,

who shall hold office until the first meeting in September next after the passing of this Act, and until a Board of Directors shall be elected under the provisions of this Act, and shall exercise, have and enjoy all the powers and privileges, and perform and discharge all the duties and be subject to all the liabilities of a Board of Directors elected under the provisions of this Act.

XXXV. It shall not be lawful for the said Company to make or declare any dividend payable upon the paid up capital of the said Company except at the ordinary half yearly meetings of the shareholders of the said Company.

XXXVI. It shall and may be lawful for the said Company at any time before or after the expiration of the said two years within which they are to complete the line to Goderich as aforesaid, to make, construct and bring the said Railway to any point on the River Maitland, or to the waters of Lake Huron, at or near the Town of Goderich, and for this purpose to make any continuation or deviation that may be necessary or in their judgment expedient, of or from the line of the said Railway as at present located, and to take such land as the Company may deem necessary for such purpose.

XXXVII. It shall and may be lawful for the Company to purchase, and for the Canada Company to sell to the Company if they consent so to do, the harbour of Goderich, commonly called Goderich Harbour, and so much of the Islands in the River Maitland, and the shore adjoining the same River, as may from time to time be mutually agreed upon between the Company and the Canada Company, and all or any part of the harbour, works, piers, jetties, buildings, lands, hereditaments, rights, easements and appurtenances to the said premises or any of them, belonging or appertaining, in such manner and upon such terms and conditions and for such consideration in money, shares, bonds or otherwise, as may be mutually agreed upon, and from and after any such sale and purchase, all the right to take and levy tolls, rents, dues; and all other

Company may improve the River Maitland.

rights, privileges, emoluments, and advantages which immediately before such sale and purchase were vested in or could be lawfully exercised or enjoyed by the Canada Company shall thereupon be vested in and may thenceforth be lawfully exercised and enjoyed by the Company hereby incorporated, and after such purchase it shall be lawful for the Company 5 to straighten and improve the River Maitland, and deepen, cleanse and improve and alter the navigation thereof, and to deepen, cleanse, improve and enlarge Goderich Harbour and construct any basin or basins, dock or docks, piers, wharfs, sheds, warehouses, depots, stores, and other works thereon or adjacent thereto, which they may think proper, and 10 also to take and appropriate the mud and shore of the River Maitland and the bed and soil thereof and do all such other acts as they may deem necessary or proper for improving Goderich Harbour, and the navigation of the River and the bed and shores thereof and the land adjacent thereto. 15

Gauge of Railway.

XXXVIII. The gauge of the said Railway shall be five feet six inches neither more nor less.

Form and nature of deeds and conveyances for lands.

XXXIX. All deeds and conveyances for lands to be conveyed to the said Company for the purposes of this Act, shall and may so far as the title to the lands therein mentioned or the circumstances of the party 20 making such conveyance will admit, be made in the form given in the Schedule to this Act, marked A., and any such conveyance shall vest the title of the party or parties making the same in the said Company, and it shall not be necessary for any married woman to join in such conveyance for the purpose of barring her dower or right to dower 25 in the lands in such conveyance mentioned, but every married woman whose husband shall be a party to such conveyance, shall be absolutely barred of all dower and right to dower in such lands, any law, usage or custom to the contrary thereof notwithstanding.

As to consent for Great Western Railway Company to cross line of road.

XL. The consent required to be obtained by the Great Western 30 Railway Company to cross the said Buffalo, Brantford and Goderich Railway by the Act passed in the eighteenth year of Her Majesty's Reign, intituled, "*An Act to enable the Great Western Railway Company to construct a branch Railway to the Town of Brantford,*" and for other purposes therein mentioned shall be obtained from the said Buffalo and Lake 35 Huron Railway Company, unless such consent shall be obtained before the passing of this Act.

Preliminary expenses.

XLI. The costs, charges, and expenses of and incident to the passing of this Act, and also the costs, charges, and expenses of or incurred by the Provisional Committee or Directors preliminary to the passing of this 40 Act shall be paid by the Company.

SCHEDULE A.

Form of Conveyance.

Know all Men by these Presents, that I, A. B., of _____ of
do hereby in consideration of (*state the sum*) or other consideration, paid
to me by the Buffalo and Lake Huron Railway Company, the receipt
whereof is hereby acknowledged, grant, bargain, sell, convey and
confirm unto the said Buffalo and Lake Huron Railway Company,
their successors and assigns for ever (*or state the duration of the grant
according to the fact*), all that certain tract or certain parcel of land
situate (*here describe the land*), the same having been selected and laid
out by the said Company, or the Buffalo, Brantford and Goderich Rail-
way Company (*as the case may be*) for the purposes of their Railway;
to have and to hold the said land and premises with all and every the
appurtenances thereto belonging to the said Buffalo and Lake Huron
Railway Company, their successors and assigns for ever (*or according
to the estate granted.*)

As witness my hand and seal this _____ day of _____ in the year
of our Lord, 185 _____

Signed, sealed and delivered }
in the presence of

A. B. (L.S.)

C.