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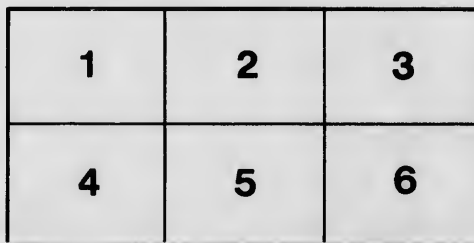
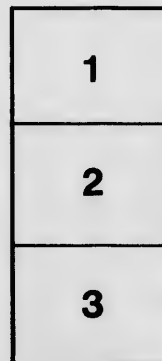
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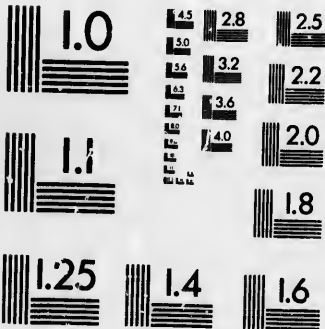
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PROSPECTUS

OF

The Gloucester Silver Mining Co.

CAPITAL, \$250,000.

50,000 SHARES, PAR VALUE \$5.00 EACH.

ORGANIZED UNDER THE LAWS

OF THE

PROVINCE OF NEW BRUNSWICK.

GENERAL OFFICE:

BATHURST, N. B.

LOCATION OF MINES:

GLOUCESTER COUNTY, NEW BRUNSWICK.

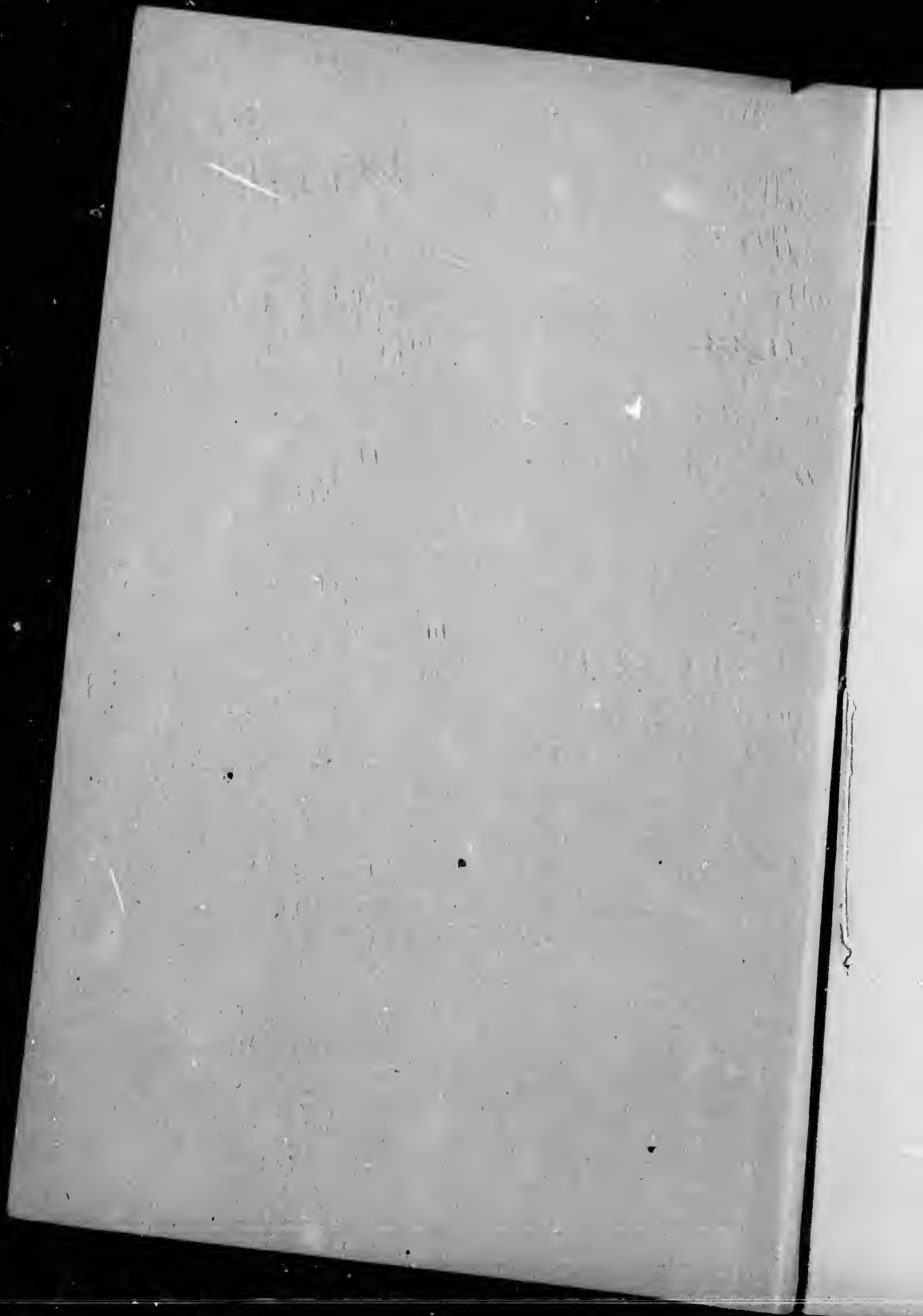
SAINT JOHN, N. B.

THE DAILY TELEGRAPH STEAM JOB PRINT, CANTERBURY STREET.

1881.







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THE DAILY TELEGRAPH STEAM JOB PRINT, CANTERBURY STREET.

1881.

THE GLOUCESTER SILVER MINING CO.

DIRECTORS.

ROBERT R. CALL, *Newcastle, N. B.*
JOHN SADLER, *Chatham, N. B.*
WILLIAM A. HICKSON, *Chatham, N. B.*
JOHN J. ADAMS, *New York City, U. S.*
REV. EDW. HICKSON, *St. John, N. B.*
JAMES HICKSON, *Bathurst, N. B.*
JOHN ELLIS, *Bathurst, N. B.*

OFFICERS.

ROBERT R. CALL,.....*President.*
JOHN SADLER,.....*Vice-President.*
WILLIAM A. HICKSON,.....*Treasurer.*
JOHN SIVEWRIGHT,.....*Secretary.*
SAMUEL ADAMS, (*Leadville,*).....*General Manager.*

HON. M. ADAMS, } *Solicitors.*
RICH. A. LAWLOR, }

BRANCH OFFICES.

PROSPECTUS

—OF—

THE GLOUCESTER SILVER MINING CO.

The property of "The Gloucester Silver Mining Company" is situated on the Nigadoo River, Gloucester County, New Brunswick, about sixteen miles from the Town of Bathurst, and six miles from the nearest point on the Intercolonial Railway, with both of which it is connected by tolerably good roads, easily accessible and amply sufficient for the transportation of ore during any season of the year.

This Company has been formed in accordance with the provisions of the Laws of the said Province of New Brunswick, with a capital of \$250,000, divided into 50,000 shares of \$5.00 each, and has secured a title to a tract of 640 acres of land, lying in the Quebec group, which is the great metaliferous formation of North America

The following extracts from the Geological Reports of the Northern Section of the Province, will give some idea of the prospective value of Gloucester County, but more particularly of the Nigadoo District as a field for mining enterprises:

Prof. Gesner in his Report of 1842 says in reference to Gloucester County: "this is evidently a mining district and one of great importance to the country."

Prof. Hind says: "the Quebec group extends a breadth of 20 miles beginning 5 miles from Bathurst."

Prof. Bailey in his Report on Mines and Minerals in 1864 says: "Woodstock and Bathurst have long been known as among the most productive and interesting localities of which this country can boast. Among the specimens shown me as coming from this district were one of auriferous or gold bearing quartz, and also an interesting piece of lead

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ore, and also some iron ore from other parts of the County. It is a curious confirmation of the above stated discoveries, that in an old Nova Scotia map made before the separation of the Provinces, there is lead marked as occurring in this vicinity. Among the streams which I examined, I may mention the Little Nepisiguit, Grant's Brook and the Nigadoo. The slaty strata cross the Nigadoo, running East and West, and are a good deal injected with limestone and quartz, running nearly North and South. In this there is a little copper pyrites and I detached from one seam in the rocks a few small bits of galena. I cannot conclude this section will Report without expressing the hope that this section will soon receive a more attentive examination than has as yet been given it. Although my own very limited experience in mining districts has scarcely been sufficient to make me a competent judge, yet I may say, that in no part of the Province have I been so much pleased with the prospects of mineral wealth, and the probability of valuable discoveries, as in the Eastern portion of Gloucester County; and I have no doubt that the discovery of extensive and valuable metaliferous lodes would be the reward of a thorough and intelligent exploration of this district. I trust that this promising field, although at present for the most part an unknown wilderness, may receive the attention it deserves and soon become the seat of active and prosperous manufacturing communities."

These extracts from the Geological and Mineralogical Reports, must clearly convince even the most sceptical of the present and prospective value of this property. Although there has so far been but little development of the mines in the district, yet the work already done gives promise of most abundant returns. Specimens taken from the surface give assays as high as 48 oz. silver and 17 per cent. lead per ton; and as the ore is found in fissure veins there is every reason to believe that as work is prosecuted and depth

attained, the ore will correspondingly increase in quantity and value. In speaking of fissure veins Professor Hind says: "they exhibit persistence and depth, well defined and often polished walls, and are presumed to extend to an indefinite distance into the earth."

To continue the work now contemplated requires more capital than is at present at the command of the Directors, and to successfully carry their plans into execution, twenty-five per cent. of the capital stock of the Company has been placed in the Treasury as a reserve development fund, which will be offered to the public from time to time. The proceeds of these sales will be used solely to meet the legitimate requirements of the Company, such as sinking shafts, building houses, &c., and in erecting washing and smelting works in the future if required.

The attention of the public is respectfully invited to this enterprise. The property affords strong indications of permanency and great value, and with the assurance of an honest and economical administration of our Company's affairs, we have no hesitation in presenting our stock to the public and soliciting their co-operation in developing the untold mineral resources of our Country.

Further particulars respecting the property and the sale of stock can be had by addressing the Secretary.

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ARTICLES OF INCORPORATION
—OF—
THE GLOUCESTER SILVER MINING COMPANY.

KNOW ALL MEN BY THESE PRESENTS, that we, Robert R. Call, of Newcastle, in the County of Northumberland, in the Province of New Brunswick; William A. Hickson and John Sadler, of Chatham, in the County and Province aforesaid; John J. Adams, of the City of New York, in the United States of America; Samuel Adams, of Leadville, in the State of Colorado, in the United States aforesaid; Edward Hickson, John Ellis and James Hickson, of Bathurst, in the County of Gloucester, in the Province aforesaid and Reverend Edward Hickson, of the City of Saint John, in the said Province, have associated ourselves together as a Company under the name and style of "THE GLOUCESTER SILVER MINING COMPANY," under and by virtue and in accordance with the provisions of the laws of the said Province of New Brunswick, and do hereby make, execute and acknowledge the following articles of Incorporation:—

ARTICLE I.

The corporate name and style of the Company is "The Gloucester Silver mining Company."

ARTICLE II.

The object of the Company is the digging, raising and mining of Silver and other ores and minerals, and the crushing and smelting thereof, with such other things as are incident to the attainment of that object.

ARTICLE III.

The Capital Stock of the Company shall be Two hundred and fifty thousand dollars, to be divided into fifty thousand shares of Five dollars each.

ARTICLE IV.

The principal place of business of the Company shall be in

ARTICLES OF INCORPORATION.

7

Bathurst, in the County of Gloucester, N. B., and Branch offices may be established in such other towns or cities as the Directors may hereafter elect.

ARTICLE V.

The said Company is to exist twenty-five years.

ARTICLE VI.

The affairs and management of said Company shall be under the control and management of seven Directors, and John Sadler, John J. Adams, James Hickson, W. A. Hickson, R. R. Call, Rev. Edward Hickson and John Ellis, are hereby selected to act as said Directors and to manage the affairs and concerns of said Company for the first year of its existence, and shall remain such until their successors are elected and enter upon the duties of their offices.

ARTICLE VII.

The Directors shall have power to make, alter or amend such By-laws as they may deem proper for the management of the affairs of the Company not inconsistent with the laws of the Province; to prescribe the number, define the duties and fix the compensation of officers and others in the employ of said Company, for the transfer of stock and carrying on all kinds of business within the objects and purposes of the said Company.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 10th day of September, in the year of our Lord one thousand eight hundred and eighty-one.

Signed, sealed and delivered }
in presence of }

JOHN SIVEWRIGHT.

JOHN SADLER,
SAMUEL ADAMS,
JAMES HICKSON,
W. A. HICKSON,
R. R. CALL,
EDWARD HICKSON,
JOHN ELLIS,
JNO. J. ADAMS,
EDWARD HICKSON, JR.

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BY-LAWS

—OF—

THE GLOUCESTER SILVER MINING CO.

ARTICLE I. OFFICERS.

The officers of this Company shall consist of President, Vice-President, Secretary, Treasurer and General Manager, who shall be chosen by the Directors at their first meeting after the adoption of these By-Laws, and at their first meeting following the annual meetings of the Stockholders in each year. The President, Vice-President and Treasurer shall be elected from the Board of Directors. The said officers shall hold their respective offices until their successors are elected and enter upon the duties of their offices. Vacancies among the Directors may be filled at any meeting of the Board of Directors by regular ballot.

ARTICLE II.

PRESIDENT.

It shall be the duty of the President to preside at all meetings of the Directors, and sign all bonds, deeds, contracts, agreements or other instruments in writing, made or entered into, by or on behalf of the Corporation; to sign all certificates of stock and all orders for money on the Treasurer, and in general to perform all acts incident to such office.

VICE-PRESIDENT.

It shall be the duty of the Vice-President to perform all such functions as belong to the office of President, in the absence of the President.

SECRETARY.

It shall be the duty of the Secretary to keep the corporate seal of the Company, and to attest the same to all requisite documents, and to all certificates of stock, duly attesting the same with his

signature. He shall attend all meetings of the Stockholders and Board of Directors, and keep a true record of the same, and shall have charge of the books, papers and documents belonging to the Company, with the exception of those kept by the Treasurer. He shall also attend to all the correspondence of the Company, and record the issue and transfer of all certificates of stock, and shall keep a stock ledger showing the amount of Company's stock outstanding, and the names of the parties to whom issued, and the records of all surrenders and cancellations of certificates of stock.

He shall keep a list of the names and addresses of all the Stockholders, and shall give due notice of regular and special meetings of the Stockholders or Directors; and he shall forthwith pay over all moneys coming into his hands to the Treasurer, taking receipts therefor.

The books and records of his office shall be open to the inspection of any Director or Stockholder, upon application at the office during ordinary business hours. He shall also make an annual Report to the Board of Directors, preceding each annual Stockholder's meeting, concerning the affairs of the Company, so far as pertains to his office.

TREASURER.

The Treasurer shall be the custodian of the funds of the Company, until the same shall be disposed of by order of the Board of Directors. He shall give bonds satisfactory to the Board of Directors for the faithful performance of his duties. No money shall be paid out by the Treasurer, except on the order of the President, countersigned by the Secretary.

His bank account shall be kept in the name of the Company, and a statement of his cash account shall be rendered at each regular meeting of the Board of Directors; and he shall at all times exhibit his books and accounts to any Director or Stockholder, in like manner as is provided concerning the books kept by the Secretary.

GENERAL MANAGER.

The General Manager shall have entire control of the working and development of the Company's property; shall report to the

Board of Directors for their approval all contemplated work, and after such approval, shall have full power to contract said work.

He shall render to the Board of Directors every month, or oftener, if required, a written statement showing the condition of the Company's property, the improvements and developments of the same, and all other information in relation thereto.

All expenses incurred by the General Manager, in the working and management of the Company's property, shall be paid by the Company, after being approved by the Board of Directors. A suitable compensation, to be determined by the Board of Directors, shall be allowed for his services.

ARTICLE III.

BOARD OF DIRECTORS.

The Board of Directors shall consist of seven (7) members. It shall be the duty of the Board to exercise a general supervision over the affairs of the Company; to elect and remove all officers and employes; to receive and pass upon the Reports of the Secretary, Treasurer and General Manager; to audit all bills and accounts against the Company and to direct the Secretary in correspondence. The Board of Directors shall cause its officers to make full exhibits of their general departments, and to prepare reports for submission to the annual meetings of Stockholders. The Board shall meet at such times as they shall from time to time determine, and meetings of the Board may be called at any time by the President or Secretary, or by a majority of the Board by causing personal notices to be served upon the Directors, at least three days before the date of such proposed meetings. A majority of the Directors shall constitute a quorum for the transaction of business. All Directors and other Officers must be Stockholders. The Directors shall submit a Report to every annual meeting of Stockholders, showing the situation of the property and financial affairs of the Company, such Report to be signed by the President and Secretary.

ARTICLE IV.

STOCKHOLDERS' MEETINGS.

The annual meetings of the Stockholders of the Company shall

be held at the office of the Company, in Bathurst, at 10 o'clock, A. M., on the second Tuesday in December in each year.

If the stockholders shall fail at their regular annual meetings to elect Directors for the ensuing year, the Directors then serving shall continue in office until their successors are elected.

Special meetings may be called by a majority of the Board of Directors or by Stockholders representing one-half the stock of the Company. All such meetings shall be called by public advertisement in the *Royal Gazette*, at least ten days previous to such meetings being held, and also by mailing written notice to each Stockholder, at least ten days previous to such meetings, stating the object of the same. Each share of stock shall be entitled to one vote. Stockholders may be represented by proxy, (such proxy being a Stockholder) whose certificates when approved shall entitle them to all the rights and privileges their principals would have it present.

ARTICLE V.

CERTIFICATES OF SHARES.

The subscribers to the capital stock of this Company shall be entitled to certificates of their shares, only signed by the President and Secretary, and countersigned by the Treasurer. The certificates of stock shall be numbered and registered as they are issued. Transfers of all stock shall only be made on the books of the Company, either in person or by attorney, and the possession of stock shall not be regarded as evidence of ownership of the same, unless it appears upon the stock-book of the Company that said certificate was issued or duly transferred to the holder of the same.

ARTICLE VI.

The Board of Directors shall declare dividends from the net earnings or profits of the Company, when and as often as in their judgment the condition and interest of the Company will admit.

ARTICLE VII.

No debts shall be contracted for the Company except by order of the Board of Directors, and then not in excess of the funds actually in the treasury.

BY-LAWS.

ARTICLE VIII.

The office of the Company for the transaction of business and the general direction of its affairs, shall be located in Bathurst, in the County of Gloucester, N. B., with such other offices as the Board of Directors may at any time determine.

ARTICLE IX. .

The Board of Directors may, from time to time, appoint such agents as in their judgment the interests and business of the Company require.

ARTICLE X.

CORPORATE SEAL.

The Company adopts as its corporate seal the device described as follows, viz.: The words, "The Gloucester Silver Mining Co., New Brunswick, 1881" in a circle, surrounding miners at work, with pick-axe and shovel in the centre.

ORDER OF BUSINESS.

1. Reading the minutes of previous meeting.
2. Report of Secretary.
3. Report of Treasurer.
4. Report of Directors.
5. Communications.
6. Reports of Committees.
7. General Business.
8. Unfinished Business.

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