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Bill to incorporate western  
N.C. railroad

1854.

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A BILL

TO INCORPORATE THE

WESTERN NORTH CAROLINA

RAILROAD COMPANY.

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RALEIGH :

W. W. HOLDEN, PRINTER TO THE STATE.

1854.



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[Introduced by Mr. FISHER.—Read first time, passed, ordered to be printed, and referred to Com. on Internal Improvement. December 12, 1854.].

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# A BILL

## TO INCORPORATE THE WESTERN NORTH CAROLINA RAILROAD COMPANY.

1           SEC. 1. *Be it enacted by the General Assembly of the*  
2 *State of North Carolina, and it is hereby enacted by the*  
3 *authority of the same,* That for the purpose of con-  
4 structing a railroad to effect a communication be-  
5 tween the North Carolina railroad, and the Valley  
6 of the Mississippi, the formation of a corporate com-  
7 pany, with a capital of six million of dollars, is here-  
8 by authorized, under the name and style of the  
9 Western North Carolina railroad company, and  
10 when formed in compliance with the condition here-  
11 inafter prescribed, shall have a corporate existence  
12 as a body politic, for the term of ninety-nine years.

          SEC. 2. *Be it further enacted,* That the said com-  
2 pany shall have power to construct a railway with  
3 one or more tracks, from the town of Salisbury, on  
4 the North Carolina railroad, passing by or near to  
5 the town of Asheville, in Buncombe county, to some  
6 point on the Tennessee line, in the direction of, and  
7 near Chattanooga, in said State, over such route as  
8 may be determined on as the best line for locating  
9 the same, after organization of the company.

          SEC. 3. *Be it further enacted,* That for the purpose  
2 of creating the capital stock of said company, the  
3 following persons be, and they are hereby appointed  
4 Commissioners—namely :

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SEC. 4. *Be it further enacted*, That all persons who  
2 are, or may hereafter be authorized to open books  
3 for subscription of stock by the commissioners, herein  
4 appointed for that purpose, shall open said books at  
5 any time after the ratification of this act, twenty  
6 days previous notice being given in some one or  
7 more of the public newspapers in this State; and  
8 that said books, when opened, shall be kept open for  
9 the space of thirty days at least, and as long thereaf-  
10 ter, as the commissioners first above-named shall di-  
11 rect, and that all subscriptions of stock shall be in  
12 shares of one hundred dollars, the subscriber paying  
13 at the time of making such subscription, the amount  
14 of five per cent. on the same, to the person or persons  
15 authorized to receive such subscription; and in case  
16 of failure to pay said sum, all such subscriptions shall  
17 be void, if the commissioners choose to so declare it,  
18 or they may direct it to be recovered by suit or other-  
19 wise; and upon closing the books, all such sums as  
20 shall have been thus received of subscribers, on the  
21 first cash instalment, shall be paid over to the gen-  
22 eral commissioners, hereinbefore named, by the per-  
23 son receiving them; and for failure thereof, such  
24 person or persons shall be personally liable to said  
25 general commissioners, before the organization of  
26 said company, and to the company itself after its or-  
27 ganization, to be recovered in the Superior Court of  
28 law, within this State, in the county where such de-  
29 linquent resides, or if he resides in any other State,  
30 then in any court in such State, having competent  
31 jurisdiction. That the said general commissioners  
32 shall have power to call on, and require all persons  
33 empowered to receive subscriptions of stock at any  
34 time, and from time to time, as a majority of them  
35 may think proper, to make a return of the stock by  
36 them respectively received, and to make payment

37 of all sums made by the subscribers: that all persons  
 38 receiving subscriptions of stock, shall pass a receipt  
 39 to the subscriber or subscribers for the payment of  
 40 the first instalment, as heretofore required to be paid;  
 41 and upon their settlement with said general commis-  
 42 sioners, as aforesaid, it shall be the duty of the said  
 43 general commissioners, in like manner, to pass their  
 44 receipt for all sums thus received, and such receipts  
 45 shall be taken and held to be good and sufficient  
 46 vouchers for the persons holding the same.

SEC. 5. *Be it further enacted,* That it shall be the  
 2 duty of said general commissioners to direct and au-  
 3 thorise the keeping open of books for the subscription  
 4 of stock in the manner above described, until the sum  
 5 of \$200,000 shall have been subscribed to the capital  
 6 stock of said company; and as soon as the sum of  
 7 \$200,000 shall have been subscribed, and the first in-  
 8 stalment of five per cent. shall have been received by  
 9 the general commissioners, said company shall be re-  
 10 garded as formed; and the said commissioners, or a  
 11 majority of them, shall sign and seal a duplicate dec-  
 12 laration to that effect, with the names of the subscri-  
 13 bers appended, and cause one of the said duplicates  
 14 to be deposited in the office of the Secretary of State,  
 15 and thenceforth from the closing of the books of sub-  
 16 scription as aforesaid, the said subscribers of the stock,  
 17 together with all subscribers becoming such as here-  
 18 inafter provided, shall form one body politic and cor-  
 19 porate, in deed and in law, by the name and style of  
 20 "the Western North Carolina Railroad Company."

SEC. 6. *Be it further enacted,* That whenever the  
 2 sum of \$200,000 shall be subscribed in manner afore-  
 3 said, the subscribers, their executors, administrators,  
 4 and assigns, shall be, and they are hereby declared to



5 be incorporated into a company by the name and  
6 style of "the Western North Carolina Railroad Com-  
7 pany," and by that name shall be capable in law and  
8 equity, of purchasing, holding, leasing, and convey-  
9 ing estates, real, personal and mixed, and of acquir-  
10 ing the same by gift or devise, so far as shall be  
11 necessary for the purposes embraced within the scope,  
12 object and intent of this charter, and no further; and  
13 shall have perpetual succession, and by their corporate  
14 name may sue and be sued, plead and be impleaded  
15 in any court of law and equity in the State of North  
16 Carolina; and may have and use a common seal,  
17 which they may alter and renew at pleasure; and may  
18 have and enjoy all other rights and immunities which  
19 other corporate bodies may and of right do exercise,  
20 and may make all such by-laws, rules and regulations,  
21 as are necessary for the government of the corporation,  
22 or for effecting the object for which it is created, not  
23 inconsistent with the constitution and laws of the  
24 State of North Carolina.

SEC. 7. *Be it further enacted,* That as soon as the  
2 sum of two hundred thousand dollars shall have been  
3 subscribed in the manner aforesaid, it shall be the du-  
4 ty of the general commissioners appointed herein, to  
5 appoint a time for the Stockholders to meet at Salis-  
6 bury, which they shall cause to be previously pub-  
7 lished for the space of thirty days in one or more  
8 newspapers as they may deem proper; at which time  
9 and place, the said Stockholders, in person or by  
10 proxy, shall proceed to elect four Directors of the  
11 company, and to enact all such by-laws, rules and  
12 regulations, as may be necessary for the government of  
13 the corporation, and the transaction of its business.  
14 The persons elected Directors at this meeting shall  
15 serve for the term of one year; and at this meeting



16 the Stockholders shall fix on the place or places where  
 17 the subsequent election of Directors shall be made ;  
 18 but, if the day of the annual election should pass  
 19 without any election of Directors, the corporation  
 20 shall not thereby be dissolved, but it shall be lawful,  
 21 on any other day, to hold and make such election, in  
 22 such manner as may be prescribed by the rules or  
 23 by-laws of the corporation.

SEC. 8. *Be it further enacted,* That whenever it  
 2 shall appear to the Board of Internal Improvements  
 3 of this State, by a certificate signed and sealed by  
 4 said general commissioners or a majority of them,  
 5 that the sum of two hundred thousand dollars has  
 6 been subscribed for and taken, and the five per cent.  
 7 paid in thereon, the said Board of Internal Improve-  
 8 ments shall be, and they are hereby authorized and  
 9 required to direct the Treasurer of the State to sub-  
 10 scribe, on behalf of the State, for stock in said com-  
 11 pany, to the amount of four hundred thousand dol-  
 12 lars in the capital stock of said company.

SEC. 9. *Be it further enacted,* That upon the sub-  
 2 scription of four hundred thousand dollars, as herein-  
 3 after provided, by the Treasurer, under the direction  
 4 of the Board of Internal Improvements, the State  
 5 shall appoint eight directors in said company, who  
 6 shall be appointed by the Governor by and with the  
 7 advice and consent of the Council of State.

SEC. 10. *Be it further enacted,* That at the time of  
 2 the general meeting of the stockholders, first held  
 3 upon the call of the general commissioners, as herein-  
 4 before provided, and immediately thereafter, upon the  
 5 election of the four directors by said stockholders on  
 6 their part, the Board of Directors being duly organ-  
 7 ised, and a majority of the whole twelve hereinbefore

8 provided to be made, being present, the said Board  
 9 shall proceed to order, and cause to be made by some  
 10 capable engineer, a survey of all accessible points on  
 11 the Blue Ridge range, from the northward near the  
 12 Swannanoa Gap to the southward near and below the  
 13 Reedy Patch Gap, to determine the most practicable  
 14 point for approaching and constructing a railroad  
 15 across said Blue Ridge or Alleghany range, so as to  
 16 reach a point on the French Broad River, near the  
 17 town of Asheville, in Buncombe county.

SEC. 11. *Be it further enacted*, That as soon as the  
 2 survey aforesaid shall have been completed, the Board  
 3 of Directors shall proceed to locate and have con-  
 4 structed as speedily as possible, on the route they may  
 5 deem best, a railroad with one or more tracks, to be  
 6 used with steam power, which may thereafter be ex-  
 7 tended, in the manner hereinafter provided, from the  
 8 town of Salisbury on the North Carolina Railroad,  
 9 to the Tennessee line in the direction of, and near  
 10 to the town of Chattanooga.

SEC. 12. *Be it further enacted*, That the manner  
 2 and time of the payments of the subscription on the  
 3 part of the State, shall be as follows, viz.: the one-  
 4 fourth part, as soon as the private stockholders shall  
 5 pay either in cash or labor the one-fourth part of their  
 6 subscription, and the payment thereof is duly certi-  
 7 fied to the Board of Internal Improvements by a cer-  
 8 tificate under the seal of said company signed by  
 9 their Treasurer, and countersigned by their President,  
 10 and the balance either in part or in whole, whenever  
 11 the payment of a *pro rata* amount, either in cash or  
 12 labor, shall be made by the private stockholders, and  
 13 duly certified to the board of Internal Improvements

14 in manner and form as aforementioned: *Provided*, That  
15 the State shall not be called upon to pay an amount.  
16 at any one time, of less than fifty thousand dollars.

SEC. 13. *Be it further enacted*, That the affairs of  
2 the company shall be managed and directed by a  
3 general board, to consist of twelve directors, to be  
4 elected and appointed as hereinbefore provided, at  
5 the first and subsequent general annual meetings.

SEC. 14. *Be it further enacted*, That the election  
2 of directors shall be by ballot, each stockholder hav-  
3 ing as many votes as he has shares in the stock of  
4 the said company, and the person having a majority  
5 of all the votes polled, shall be considered as duly  
6 elected: *Provided*, That no person shall be eligible  
7 to serve as a director in said board who is not a  
8 holder of five shares of stock in said company.

SEC. 15. *Be it further enacted*, That the President  
2 of the company shall be elected by the Directors from  
3 among their own number, in such manner as the reg-  
4 ulations of the company shall prescribe.

SEC. 16. *Be it further enacted*, That at the first gen-  
2 eral meeting of the Stockholders, directed to be called  
3 under the 7th section of this Act, a majority of all the  
4 shares subscribed shall be represented before proceed-  
5 ing to business; and if a sufficient number do not  
6 appear on the day appointed, those who do attend  
7 shall have power to adjourn from time to time, until  
8 a regular meeting shall thus be formed; and at such  
9 meeting the Stockholders may provide, by a by-law,  
10 as to the number of Stockholders and the amount of  
11 stock to be held by them, which shall constitute a  
12 quorum for the transaction of business at all subse-  
13 quent regular or occasional meetings of Stockholders.



SEC. 17. *Be it further enacted,* That at all elections  
 2 and upon all votes taken in any general meeting of  
 3 the Stockholders, upon any by-law or any of the affairs  
 4 of said company, each share of stock shall be entitled  
 5 to one vote, and that any Stockholder in said com-  
 6 pany may vote by proxy, and proxies may be verified  
 7 in such manner as the Stockholders may by law pre-  
 8 scribe.

SEC 18. *Be it further enacted,* That the general  
 2 commissioners shall make their return of the shares of  
 3 stock subscribed for at the first general meeting of  
 4 Stockholders, and pay over to the Directors elected at  
 5 said meeting, or their authorized agent, all sums of mo-  
 6 ney received from subscribers ; and for failure thoreof,  
 7 shall be liable to said company, to be recovered at  
 8 the suit of said company in any of the Superior Courts  
 9 of law in this State, within the county where such  
 10 delinquent or delinquents may reside, and in like  
 11 manner from said delinquent or delinquent's execu-  
 12 tors or administrators in case of his death.

SEC. 19. *Be it further enacted,* That the said Board  
 2 of Directors may fill all vacancies which may occur  
 3 in it during the period for which they have been  
 4 elected, and, in the absence of the President, may  
 5 appoint one *pro tempore* from among their number.

SEC. 20. *Be it further enacted,* That all contracts or  
 2 agreements authenticated by the President and Secre-  
 3 tary of the board of directors, shall be binding on the  
 4 company without a seal, or such a mode of authenti-  
 5 cation may be used as the company, by their by-laws  
 6 may adopt.

SEC. 21. *Be it further enacted,* That notice of pro-  
 2 cess upon the principal agents of said company, or the

3 President or directors, or any of them, shall be deemed  
4 and taken to be due and lawful notice of service of  
5 such process upon the company, so as to bring it before  
6 any court of competent jurisdiction within the State.

SEC. 22. *Be it further enacted,* That the Board of  
2 Directors may call for the payments of the sums sub-  
3 scribed as stock in said company, in such instalments  
4 as the interests of said company, in their opinion, re-  
5 quire ; the call for payment shall be published in one  
6 or more newspapers published in this State, for at  
7 least one month before the day of payment; and, on  
8 failure of any Stockholder to pay each instalment as  
9 thus required, the Directors may sell, at public auc-  
10 tion, on a previous notice of ten days, for cash, all  
11 the stock subscribed for in said company, by such  
12 Stockholder, and convey the same to the purchaser at  
13 said sale ; and if the said sale of stock do not produce  
14 sufficient to pay off the incidental expenses of said  
15 sale, and the entire amount due to said company for  
16 such subscription of stock, then, and in that case, the  
17 whole balance shall be held as due at once to said  
18 company, and may be recovered of such Stockholder,  
19 or his executors, administrators or assigns, at the suit  
20 of said company, either by summary motion in any  
21 court of superior jurisdiction in the county where the  
22 delinquent resides, on a previous notice of ten days  
23 to such delinquent subscriber, or by action of assump-  
24 sit in any court of competent jurisdiction, or by a  
25 warrant before a justice of the peace, when the sum  
26 does not exceed one hundred dollars ; and in case of  
27 the assignment of stock before the whole amount has  
28 been paid to the said company, then for all sums due  
29 on such stock, both the original subscribers, and the  
30 first and all subsequent assignees, shall be liable to  
31 the company, and the same may be recovered as  
32 above described.

SEC. 23. *Be it further enacted*, That the debt of  
 2 stockholders due the company for stock therein, either  
 3 as original proprietor, or as first or subsequent as-  
 4 signee, shall be considered as of equal dignity with  
 5 judgments in the distribution of assets of a deceased  
 6 stockholder by his personal representatives.

SEC. 24. *Be it further enacted*, That said com-  
 2 pany shall issue certificates of stock to its members ;  
 3 and said stock may be transferred in such manner and  
 4 form as may be directed by the by-laws of the com-  
 5 pany.

SEC. 25. *Be it further enacted*, That said company  
 2 may, at any time, increase its capital to a sum suffi-  
 3 cient to complete said road, by opening books for the  
 4 subscription of stock, or by selling such new stock, or  
 5 by borrowing money on the credit of the company,  
 6 and on the mortgage of its charter and works—and  
 7 the manner in which the same shall be done in either  
 8 case, shall be determined by the Board of Directors.

SEC. 26. *Be it further enacted*, That the Board of  
 2 Directors shall, once in every year at least, make a  
 3 full report on the state of the company and its affairs  
 4 to a general meeting of the stockholders, and oftener  
 5 if required by law, and said report shall be laid before  
 6 the Board of Internal Improvements ; and said Board  
 7 of Directors shall have power to call a general meet-  
 8 ing of the stockholders, when the board may deem it  
 9 expedient, and the company may provide, by their  
 10 by-laws for occasional meetings being called, and pre-  
 11 scribe the mode thereof.

SEC. 27. *Be it further enacted*, That the said com-  
 2 pany shall have the exclusive right of conveyance,  
 3 transportation of persons, goods, merchandise and



4 produce over the said railroad, to be by them construc-  
 5 ted, at such charges as may be fixed on by the board  
 6 of directors.

SEC. 28. *Be it further enacted,* That the said com-  
 2 pany may, when they see fit, farm out their right of  
 3 transportation over said railroad, subject to the rules  
 4 abovementioned; and the said company, and every  
 5 one who may have received from them the right of  
 6 transportatation, of goods, wares, and merchandize,  
 7 over the said railroad, shall be deemed and taken to  
 8 be a common carrier, as respects all goods, wares,  
 9 produce and merchandise entrusted to them for trans-  
 10 portation.

SEC. 29. *Be it further enacted,* That the said com-  
 2 pany may purchase, have, and hold, in fee, or for a  
 3 term of years, any lands, tenements or hereditaments  
 4 which may be necessary for the said road, or the ap-  
 5 purtenances thereof, or for the erection of deposito-  
 6 ries, storehouses, houses for the officers, servants or  
 7 agents of the company, or for workshops or foundries,  
 8 to be used for the said company, or for procuring stone  
 9 or other materials necessary for said company in the  
 10 construction or repairs of the road, or for effecting  
 11 transportation thereon, and for no other purpose.

SEC. 30. *Be it further enacted,* That the company  
 2 shall have the right, when necessary, to construct the  
 3 said road across or along any public road or water  
 4 course: *Provided,* That the said company shall not  
 5 obstruct any public road, without constructing an-  
 6 other equally as good.

SEC. 31. *Be it further enacted,* That when any  
 2 lands for right of way may be required by said com-  
 3 pany for the purpose of constructing their road, or

4 for any of the uses described in section 29 of this act,  
 5 and for the want of agreement as to the value  
 6 thereof, or from any other cause, the same cannot be  
 7 purchased from the owner or owners, the said com-  
 8 pany shall have the same powers to condemn all such  
 9 lands belonging to individuals or corporations as may  
 10 be needed for the aforementioned purposes, as were  
 11 granted to, and conferred upon the "North Carolina  
 12 Railroad Company," by their act of incorporation,  
 13 and shall proceed to condemn such lands in the same  
 14 manner, and to the same extent, under like rules, re-  
 15 strictions, and conditions, as are prescribed in the  
 16 charter aforesaid for the government of the said com-  
 17 pany aforementioned, and the said company shall be en-  
 18 titled to hold in fee simple all lands belonging to the  
 19 State, over and through which the said road may pass,  
 20 to an extent not exceeding one hundred feet on either  
 21 side of said road, and in like manner shall hold to the  
 22 same extent, all lands over which said road shall pass,  
 23 after the use and occupation of the same by said com-  
 24 pany for the space of two years, with the acquies-  
 25 ence of the owner or owners thereof; and the said  
 26 company shall have good right and title thereto, and  
 27 shall hold and enjoy the same, as long as the same  
 28 shall be used for the purposes of said railroad, and no  
 29 longer: *Provided*, That nothing herein contained  
 30 shall effect the rights of *feme coverts* or infants, until  
 31 two years after the removal of their respective disa-  
 32 bilities.

SEC. 32. *Be it further enacted*, That if any person  
 2 or persons shall intrude upon said railroad, by any  
 3 manner of use thereof, of the rights and privileges  
 4 connected therewith, without permission, or contrary  
 5 to the will of said company, he, she, or they may be  
 6 indicted for misdemeanor, and upon conviction, may  
 7 be fined and imprisoned by any court of competent  
 8 jurisdiction in this State.

SEC. 33. *Be it further enacted,* That if any person shall wilfully and maliciously destroy, or in any manner hurt or damage, or obstruct, or shall wilfully and maliciously cause, aid, assist or counsel any other person or persons to destroy, or in any manner to hurt, damage, or obstruct the said railroad, or any bridge, watertank, warehouse, or any other property of said company, or any locomotive, or car used for or in transportation thereon, such person or persons so offending, shall be liable to be indicted therefor, and on conviction, shall be imprisoned not more than six, nor less than one month, and pay a fine not exceeding five hundred dollars, nor less than twenty dollars, at the discretion of the court, before which said conviction shall take place; and shall be further liable to pay all expenses of repairing the same,— and it shall not be competent for any person, so offending against the provisions of this clause, to defend himself by pleading or giving in evidence, that he was the owner, agent, or servant of the owner of the land where such destruction, damage, injury, or obstruction was done, at the time the same was caused to be done.

SEC. 34. *Be it further enacted,* That every obstruction to the safe and free passage of vehicles on said road or its branches, shall be deemed a public nuisance, and may be abated as such by any officer, agent, or servant of said company, and the person causing such obstruction may be indicted and punished for erecting a public nuisance.

SEC. 35. *Be it further enacted,* That the said company shall have the right to take at the store-houses, erected by them on said railroad, or connected therewith, or on its branches, goods, wares, merchandize, and produce intended for transportation, prescribe the



6 rules of priority and charge, and receive such just  
 7 compensation for storage, as they by rules may estab-  
 8 lish, (which they shall cause to be published,) or as  
 9 may be fixed by agreement with the owner, which  
 10 may be distinct from the rates of transportation.

SEC. 36. *Be it further enacted*, That the profits of  
 2 the company, or so much thereof as the Board of Di-  
 3 rectors may deem advisable, shall, when the affairs of  
 4 the company will admit, be quarterly or semi-annu-  
 5 ally divided among the Stockholders in proportion to  
 6 the stock each may own.

SEC. 37. *Be it further enacted*, That as soon as it  
 2 may become necessary to borrow the money for pay-  
 3 ment of the subscription by this Act authorised, the  
 4 Public Treasurer shall issue the certificates, signed by  
 5 himself and countersigned by the Comptroller, in  
 6 sums not less than \$1,000 each, pledging the State  
 7 for the payment of the sum therein mentioned, with  
 8 interest thereon at the rate of interest not exceeding  
 9 six per cent. per annum, payable semi-annually at  
 10 such times and places as the Treasurer may appoint,  
 11 the principal of which certificates shall be redeemable  
 12 at the end of thirty years from the time the same are  
 13 issued; but no greater amount of such certificates  
 14 shall be issued at any one time than may be sufficient  
 15 to meet all the instalments required to be paid by the  
 16 State at that time.

SEC. 38. *Be it further enacted*, That the Comptrol-  
 2 ler shall register such certificates at large, in a book to  
 3 be kept by him for that purpose, at the time he coun-  
 4 tersigns the same; and when he delivers the same to  
 5 the Public Treasurer, he shall charge him in his book  
 6 with the amount thereof, and with also all sums, if any,  
 7 as the Public Treasurer may obtain by way of premium

8 on the sale of said certificates, an account of which  
 9 the Public Treasurer shall render to the Comptroller.  
 10 so soon as negotiations from time to time for the sale  
 11 of said certificates are closed.

SEC. 39. *Be it further enacted*, That so soon as it  
 2 shall become necessary to issue the certificates afore-  
 3 said, the Public Treasurer shall advertise in one or  
 4 more newspapers, as he may think best, and invite  
 5 sealed proposals for such amount of the aforesaid sub-  
 6 cription as may be wanted at any one time; and it  
 7 shall be his duty to accept those terms which may be  
 8 most advantageous to the State; *Provided*, that in no  
 9 event shall any of the said certificates be sold for less  
 10 than their par value; and any premium which may  
 11 be obtained on the sale of said certificates, shall be  
 12 placed in the Public Treasury, and used as other pub-  
 13 lic funds.

SEC. 40, *Be it further enacted*, That as security for  
 2 the redemption of said certificates of debt, the public  
 3 faith of the State of North Carolina is hereby pledged  
 4 to the holders thereof, and in addition thereto, all the  
 5 stock held by the State in the "Western North Car-  
 6 olina Railroad Company," hereby created, shall be,  
 7 and the same is hereby pledged for that purpose;  
 8 and any dividends of profit which may from time to  
 9 time be declared, shall be applied to the payment of  
 10 the interest accruing on said certificates; but until  
 11 such dividend of profit may be declared, it shall be  
 12 the duty of the Treasurer, and he is hereby author-  
 13 ised and directed to pay all such interest as the same  
 14 may accrue, out of any moneys in the treasury, not  
 15 otherwise appropriated.

SEC. 41. *Be it further enacted*, That these certifi-  
 2 cates of debts hereby authorised to be issued, shall be

3 transferable by the holders thereof, their agents or  
 4 attorneys, properly constituted, in a book to be kept  
 5 by the Public Treasurer for that purpose; and in  
 6 every instance when a transfer is made, the outstand-  
 7 ing certificate shall be surrendered and given up to  
 8 the Public Treasurer, and by him cancelled, and a  
 9 new one for the amount issued in its place, to the  
 10 person to whom the same is transferred.

SEC. 42. *Be it further enacted*, That at all general  
 2 meetings of the stockholders, after the subscription  
 3 hereinbefore provided to be made on the part of the  
 4 State, shall be made, the State shall be represented  
 5 by an agent or proxy appointed by the Governor, and  
 6 such agent or proxy shall be entitled, in the general  
 7 meetings aforesaid, to vote on all questions, according  
 8 to the State's stock, except in the election of Direc-  
 9 tors by the individual stockholders; and any stock-  
 10 holder, or person acting by proxy, who may offer to  
 11 vote on any stock transferred, may be required by a  
 12 stockholder present to swear that he is, or if by proxy,  
 13 that the person he represents, he believes to be the  
 14 *bona fide* owner of such stock, otherwise such vote  
 15 shall not be received, and on the death of any stock-  
 16 holder, his legal representative shall be entitled to  
 17 vote either in person or by proxy.

SEC. 43. *Be it further enacted*, That whenever the  
 2 said company shall have completed, equipped and in  
 3 full operation, with one or more tracks, for the trans-  
 4 portation of passengers and freight, the division of  
 5 said rail-way, upon the construction of which, after  
 6 the survey aforesaid in section ten of this Act, with  
 7 its equipment, and all necessary warehouses, water  
 8 stations, buildings,—the aforesaid subscription of  
 9 six hundred thousand dollars by the stockholders and



10 the State, has been expended, the board of directors  
11 shall at once proceed to cause books to be opened by  
12 such persons as they may appoint, and at such places  
13 as they may deem best, to secure the further sub-  
14 scriptin of two hundred thousand dollars to the capi-  
15 tal stock of said company, which may be made under  
16 such rules, requirements, and conditions, as shall be  
17 prescribed by the Board of Directors, and the per-  
18 sons so appointed shall make their return to the Board  
19 of Directors.

SEC. 44. *Be it further enacted*, That whenever it  
2 shall appear to the Board of Internal Improvements  
3 of this State, by a certificate, under the seal of said  
4 company, signed by their Secretary, and counter-  
5 signed by their President, that the said further sum  
6 of two hundred thousand dollars has been subscribed  
7 to the capital stock of said company, the said Board  
8 of Internal Improvements shall be, and they are  
9 hereby authorized, and required to direct the Treas-  
10 urer of the State to make the further subscription on  
11 behalf of the State, for stock in said company, to the  
12 amount of four hundred thousand dollars, in the capi-  
13 tal stock of said company.

SEC. 45. *Be it further enacted*, That the manner  
2 and time of payment of the further subscription on  
3 the part of the State, shall be the same as are pre-  
4 scribed in section 12, of this act, and under the same  
5 conditions, restrictions, and certification as therein  
6 prescribed, for the payment of the subscription, be-  
7 fore provided to be made on the aforementioned first  
8 subscription of said amount on behalf of the State,  
9 to the capital stock in said company.

SEC. 46. *Be it further enacted*, That whenever and



2 as soon as the said company shall have completed,  
3 equipped, and in full operation, with one or more  
4 tracks for the transportation of passengers and freight,  
5 the second division of said railroad, the Board of Di-  
6 rectors of said company shall proceed in the same  
7 manner and under the same provisions, regulations,  
8 restrictions, and conditions, as are prescribed in sec-  
9 tions 43, 44, and 45 of this Act, to effect the construc-  
10 tion of each and every consecutive division of said  
11 railway throughout the line located, as provided in  
12 section ten of this Act; and the same provisions, reg-  
13 ulations, restrictions, and conditions expressed in said  
14 sections 43, 44, and 45 of this Act as aforesaid, shall  
15 be in full force when applied for the construction of  
16 each and every consecutive division of said railway  
17 throughout said line, located as provided in section  
18 ten of this Act.

SEC. 47. *Be it further enacted,* That the following  
2 officers, servants and persons in the actual employ-  
3 ment of the said company, be, and they are hereby  
4 exempted from the performance of jury and ordinary  
5 militia duty. The President and Treasurer of the  
6 Board of Directors, the chief and assistant engineers,  
7 the secretaries and accountants of the company, keep-  
8 ers of depositories, guards stationed on the road to  
9 protect it from injury, and such persons as may be  
10 working the locomotive engines and travelling with  
11 cars for the purpose of attending to the transportation  
12 of passengers, produce and merchandise on the road.

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