



ANNO DECIMO ET UNDECIMO
VICTORIÆ REGINÆ.

CAP. CVII.

An Act to facilitate the proof of the Charter and Act of Incorporation
of the British American Land Company.

[28th July, 1847.]

WHEREAS in the fourth year of the Reign of His late Majesty King William the Fourth, an Act was passed by the Parliament of the United Kingdom of Great Britain and Ireland in the following words, that is to say :

Preamble.
Imperial Act
of 4 Will. IV.
recited.

“ WHEREAS His present Majesty by Letters Patent, bearing date at Westminster, the Twentieth day of March, in the Fourth year of His reign, hath granted, ordained and appointed, That George Richard Robinson, Nathaniel Gould, John Peter Boileau, the younger, William Petrie Craufurd, Alexander Gillespie, the younger, William Inglis, John Kirkland, Edward Wheler Mills, John Shuter, Patrick Maxwell Stewart, Lewis Stride, James Wilson, George Wildes, Robert Carter, William Pemberton, Peter McGill, George Moffatt, Russell Ellice, William Robert Keith Douglas, and all and every such other persons and person as had become or should thereafter become Proprietors, Shareholders or Subscribers of or for the capital stock of the Company thereafter mentioned, in manner thereafter provided, and their respective executors, administrators and assigns, should be one body politic and corporate in name and in deed, by the name of “The British American Land Company,” and by that name have perpetual succession and a Common Seal, with power to break or alter such Seal, and by that name should and might sue and be sued, plead and be impleaded in all Courts, whether of Law or Equity ; and in and by the said Letters Patent it is declared, that the said Corporation was and should be established for the purpose of purchasing, holding, improving, clearing, settling, cultivating, alienating, selling, exchanging, leasing and disposing of Waste Lands, and other lands, tenements and hereditaments within His said Majesty’s Provinces and Colonies of Lower Canada, Upper Canada, Nova Scotia, New Brunswick, Prince Edward’s Island and the Island of Newfoundland, in North America, and the Dependencies of the said several Provinces and Colonies; and that for such purposes it should and might be lawful for the said Company to lay out and invest their capital, or so much thereof as might be necessary, in purchasing, surveying, clearing, improving and preparing for occupation such lands, tenements and hereditaments as might be granted by His Majesty, His Heirs and Successors, to them or their Successors, or which might be purchased or acquired by them or their Successors within the said Provinces and Colonies in North America and their dependencies, and in or upon any such land, to make, form, erect, and build Roads,
Drains,

The Act.

Drains, Bridges, and other internal Communications, Houses, Schools, Chapels, Mills, Wharves and other Buildings and Works necessary or expedient for the occupation, planting and profitable cultivation or improvement of any such lands, and also to contract for, purchase and export, sell and dispose of all such merchandize matters and things as might be necessary for the cultivation, clearing, improving or occupation of the said lands, and to import and receive, sell and dispose of all goods and merchandize which might be consigned or remitted to them from such their lands, or in payment or satisfaction of any Rent or Purchase-money arising from the occupation or sale of any such lands, and to purchase, hold, hire, build and charter Ships and other Vessels, for the purpose of carrying and transporting persons willing and desirous to emigrate to His Majesty's said Provinces and Colonies and their dependencies, and also of exporting such merchandize, matters and things, and importing such goods, merchandize and produce from or to His Majesty's said Provinces and Colonies and their dependencies, to or from any other place or places; and His Majesty did thereby further declare and grant, that it should be lawful for the said Company to open, search for, win and work in or under any of their said lands any mines, pits, beds, veins and seams of copper, tin, lead, iron, iron ore, stones, clay and all other ores, minerals, metals, metallic substances, matters and products (other than and except gold and silver, and also other than and except coal and culm, unless such coal and culm should be granted or demised to them at any time or times hereafter by His Majesty, His Heirs or Successors, or should be by them acquired from any person or persons who should have lawfully consented thereto; in which cases it should be lawful for the said Company to open, search for, win and work any such coal or culm, in the manner authorized by such Grants and Demises respectively, the said Company paying the rent or rents, royalty or royalties, and performing and fulfilling the covenants, agreements and conditions in such Grants or Demises reserved and contained, and which on their part or behalf ought to be paid, observed and kept, and for the several purposes aforesaid, to do all such acts, deeds, matters and things as might be necessary for effectually opening, carrying on and working all or any of such mines or the works connected therewith, according to their rights and interests under such Grants and Demises respectively; and that it should be lawful for the said Company to receive money and other deposits of emigrants, settlers and other persons in or proceeding to or from His Majesty's said Provinces and Colonies and their dependencies, for the purpose of transmitting the same from or to His Majesty's said United Kingdom, to or from His Majesty's said Provinces and Colonies and their dependencies, or from or to any of His Majesty's said Provinces and Colonies and their dependencies, to or from any other or others of His Majesty's said Provinces and Colonies and their dependencies; and also that it should be lawful for the said Company to make loans and advances of money to emigrants, settlers and others resident within His Majesty's said Provinces and Colonies in North America, and their dependencies, upon the security of lands, tenements and hereditaments situate within the said Provinces or Colonies and their dependencies, or upon such other legal securities within His Majesty's said Provinces and Colonies and their dependencies as to the said Company should appear satisfactory, and that the said Company should and might contract for the performance of, and if accepted, to undertake and execute any Public Works which might be undertaken by His Majesty, His Heirs or Successors, or by the Governor, Lieutenant-Governor or person administering the government, or by any person or persons duly authorized in that behalf in any of His Majesty's said Provinces and Colonies and their dependencies, and to do all such things and enter into all such agreements as might be necessary for the purpose of executing

executing such works and undertakings as aforesaid; and His said Majesty did thereby give and grant to the said Company His Royal License to purchase and take, have and hold to them and their successors, any lands, tenements and hereditaments whatsoever within His Majesty's said Provinces and Colonies and their dependencies, as well of His Majesty, His Heirs and Successors, or of His Majesty's grantees, tenants or any other person or persons who then or thereafter might hold of His Majesty, or His Heirs or Successors, or who held *à titre de fief et seigneurie, à titre de fief en arrière fief, à titre de cens in franc-aleu*, or in any other manner, or by any other title, and also to purchase and take, have and hold to them and their successors any freehold, copyhold or leasehold lands and tenements within His Majesty's United Kingdom, any rights, penalties or forfeitures which might otherwise by the statutes of mortmain, or any other statute, law, custom or usage, accrue to His Majesty, or His Heirs or Successors, or to be incurred by the said Company notwithstanding: And it was thereby provided, that the whole quantity of Lands which the said Company should hold and possess within all of His Majesty's said Colonies or Provinces and their dependencies should not * any one time exceed Three millions of Acres, and that the whole of the Lands and Tenements which the said Company should hold and possess within His Majesty's said United Kingdom should not at any one time exceed the yearly value of One thousand pounds: And in and by the said Charter it is declared and ordained, that the present capital or joint stock of the said Company to be used and applied in establishing and carrying on the said Undertaking, and for the purposes aforesaid, should be a sum not exceeding Three hundred thousand pounds sterling, to be raised in shares of Fifty pounds each: And in the said Letters Patent are contained divers other clauses, regulations, powers and authorities for the better management and carrying into effect the business, purposes and objects of the said Company, and for increasing the capital of the said Company (if deemed advisable) by raising the further sum of Three hundred thousand pounds in shares:”

*Sic—at omitted.

“ And whereas the objects for which the said Company is established will, it is considered, tend to the public benefit, as well by promoting Emigration as by bringing into cultivation large tracts of Waste Land in the said Provinces and Colonies and their dependencies:”

“ And whereas additional powers and provisions are necessary to enable the said Company to carry into full effect the several purposes declared in the said Charter: But which cannot be obtained without the aid of Parliament:”

“ May it therefore please Your Majesty, that it may be enacted, and Be it enacted by the King's Most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That the said Charter, with the several clauses, powers, provisos, authorities, matters and things therein contained shall be and the same is hereby Ratified and Confirmed. ”

“ And be it further enacted, That all and every the shares of the subscribers for or proprietors of as well the said original capital stock of the said Company, as also the shares of the subscribers for or proprietors of the said additional capital of the said Company, in case the same or any part thereof shall be raised by virtue of the power or authority for such purpose contained in the said Charter, and all the profits and advantages of such shares respectively, shall be deemed and considered to be of the nature of and shall be personal estate, and be transmissible as such accordingly. ”

“ And

“ And whereas in and by the said Charter it is declared and ordained, That the several persons who had subscribed or should subscribe for and towards the said capital, or who should at any time thereafter have or hold any share or shares in the same, or should have become Members and Proprietors of the said Company, should and they were thereby required to pay the sum or sums of money by them respectively subscribed, or such parts or portions thereof as should from time to time be called for, pursuant to or by virtue of the powers and directions of the said Charter, at such times and places, to such person or persons, and in such manner as should be ordered and directed by any Court of Directors for the time being of the said Company : Be it therefore further enacted, That in case any person or persons shall neglect or refuse to pay any such sum or sums of money, at such times and in such manner as shall be ordered and directed by the Court of Directors as aforesaid, it shall be lawful for the said Company to sue for and recover the same, together with lawful interest, from such appointed time of payment, from such person or persons, or in case where two or more persons shall have jointly subscribed for or be jointly possessed of any share or shares of the said Capital Stock of the said Company, then from all any or either of such persons.”

“ And be it further enacted, That whenever two or more persons shall be jointly possessed of or entitled to any share or shares in the capital stock of the said Company, the person whose name shall stand first in the books of the said Company as proprietor of such share or shares shall, for all the purposes of the said Company and of the said Charter (except for the purpose of transfer), be deemed and taken to be proprietor of such share or shares ; and all notices required to be given to the members or proprietors of any share or shares in the capital stock of the said Company shall and may be given to or served upon such person whose name shall so stand first in the books of the said Company, and such service upon such person shall be deemed and taken to be a service upon all the members or proprietors of such share or shares for all the purposes for which such service is intended to be made upon the members or proprietors of such share or shares, and all such proprietors shall be entitled to give their votes in respect thereof by the person whose name shall stand first in the books of the Company as proprietor of such share or shares, and his vote shall on all occasions be deemed and allowed to be the vote for or in respect of the whole property in such share or shares, without proof of the concurrence of the other proprietor or proprietors of such share or shares.”

“ And whereas in and by the said Charter it is further declared and ordained, That whenever any of the several members or proprietors of the said Company, their executors, administrators and assigns, should sell and transfer any share or shares in the capital stock of the said Company of which they should respectively be possessed, every such transfer should be registered by the Clerk or other authorized officer of the Company, in a book to be kept by the said Company for that purpose ; and that the registry thereof should specify the dates, names of parties and number of shares transferred : and that until such transfer should be registered in the books of the said Company in manner aforesaid, no person or persons claiming any interest in any such share or shares of and in the said capital stock, by purchase or otherwise, should be deemed the proprietor or proprietors of such share or shares, or should be entitled to any franchise, dividend or beneficial interest in the said capital stock in respect thereof, nor until six calendar months after such transfer should have been registered as aforesaid, be entitled to vote at any meeting or meetings as member or proprietor of the said Company in respect of such share or shares : Be it therefore further enacted, That every such transfer shall or may be in the form and to the effect following, that is to say :

and in two of such daily papers as the said Directors should nominate ; and that if any subscriber, member, proprietor or shareholder of the said Company, his, her or their executors, administrators and assigns, should refuse or neglect to pay any instalment on his said share or shares which should be called for by the said Court of Directors as aforesaid, for the space of six calendar months next after the time appointed for the payment thereof, together with lawful interest from the time appointed for the payment of such instalment ; then and in every such case such respective members or proprietors member or proprietor, subscriber or subscribers, should be subject and liable absolutely to forfeit his, her or their respective share or shares for the benefit of the remaining members or proprietors in the capital of the said Company, and all franchise and interest therein, and all the profit, advantage and title of in and to the same, and of in and to any money theretofore advanced or belonging to the said Company, and should and might, by order of any general or special meeting of the Proprietors or Members of the said Company, be declared to be disfranchised and removed from the said Company, and such shares so forfeited should and might thereupon, by order of any Court of Directors, be sold or otherwise disposed of for the use of the said Company, and the purchaser or person to whom such shares should be so sold, (the same being transferred under the common seal of the said Company,) should be and become a Member and Proprietor of the said Company in respect of such share or shares and should succeed to all the rights and franchise of the Proprietor so making such default of and in the share or shares so forfeited, sold and transferred ; and the person so disfranchised, and whose share or shares should have been so declared forfeited and sold, should thereafter be discharged from all actions, demands and liabilities of and to the said Company in respect of such share or shares ; but that no advantage should be taken of any such forfeiture until after thirty days' notice in writing should have been given by order of the Court of Directors to such Member or Proprietor, Members or Proprietors so neglecting to pay as aforesaid, which notice should either be personally served upon him, her or them, or be left at his, her or their usual or last known place of abode : Be it therefore further enacted, That after any such call or calls shall have been so made as aforesaid and until the money so called for in respect of the share or shares of any person or persons in the capital stock of the said Company shall be paid, any sale or transfer of any such share or shares shall be of no effect."

“ And whereas in and by the said Charter it is further declared and ordained, That when any person or persons should claim any part or share in the capital or joint stock of the said Company, or the profits thereof, under or by virtue of any will or bequest, or in a course of administration, the probate, copy of the will, or the letters of administration, in case the proprietor should have died intestate, should be produced and shown to the Clerk or other proper officer for the time being of the said Company appointed for that purpose, who should make an entry in the book or books to be kept for the registry of transfers of shares in the said Company of such will or of so much thereof as should relate to the disposition of the share or shares of the testator or of in such stock, or of the letters of administration in case the proprietor should have died intestate, before any person or persons should be entitled to sell and assign such share or shares, or to claim payment of any dividend or dividends in respect thereof, or to vote as the proprietor of such share or shares : Be it therefore further enacted, That no bequest, clause, matter or thing contained in any will under or by virtue of which any person or persons shall claim any part or share in the capital or joint stock of the said Company, or the profits thereof, shall bind or affect the said Company with notice
of

of any trust or disposition of any share or shares in the capital or joint stock of the said Company, or the gains and profits thereof, but the registry of every share or shares of any deceased proprietor shall be in the name or names of the executor or executors who shall prove the will of such proprietor, or if he shall die intestate, then of the administrator or administrators of his or her effects, and that the receipt or receipts of such executor or executors, administrator or administrators to the said Company for the gains and profits arising and accruing upon any such share or shares, and to any purchaser or purchasers for the amount of the purchase money paid upon the sale and conveyance of such share or shares, shall be good and effectual acquittances and discharges for the monies therein expressed or acknowledged to be received, and shall bind the *cestui que trusts* and all other persons in anywise claiming under such deceased proprietor."

"And be it further enacted, That it shall be competent to the Directors for the time being, under the common seal of the said Company, to appoint any person or persons to be the Commissioner or Commissioners, Agent or Agents of the said Company, in any of the said Provinces and Colonies and their dependencies, for the purpose of purchasing or taking on lease, or of selling, leasing or disposing of, or contracting to purchase, sell, or take on lease, or dispose of, under the direction and control of the Court of Directors in England, any lands or hereditaments of and for the said Company in the said Provinces and Colonies and their dependencies, and also from time to time to appoint the same or any other person or persons to be the Commissioner or Commissioners, Agent or Agents of the said Company in the said Provinces and Colonies and their dependencies or any of them, under the like direction and control of the said Court of Directors in England, for generally conducting and managing the business and affairs of the said Company in the said Provinces and Colonies and their dependencies or any of them, with the power of entering into such contracts for or in behalf of the said Company as the Directors for the time being lawfully may or can do; and every such respective appointment from time to time to revoke and recall as occasion may require, and also to appoint and commit to the custody of such Commissioner or Commissioners, Agent or Agents so appointed for the purpose of purchasing, taking on lease, selling and disposing of Lands in the said Provinces and Colonies and their dependencies as aforesaid, a seal to be approved by the said Directors, and specially used for the purpose of such purchases, sales, leases and contracts in the said Provinces and Colonies and their dependencies, as the said Commissioner or Commissioners, Agent or Agents may be directed to make for the said Company; and the same seal, at their will and pleasure to break, change, alter or make new, as to them shall seem expedient; and such Commissioner or Commissioners, Agent or Agents, shall have power in the said Provinces and Colonies and their dependencies, to make, take, accept and execute under the said seal so to be committed to him or them respectively as aforesaid, all manner of conveyances, purchases, leases, grants, contracts, deeds, or other instruments in writing, of or concerning any lands in the said Provinces and Colonies and their dependencies, and all memorials for the registration or enrolment of conveyances, purchases, leases, grants, contracts, deeds or other instruments in writing, relating to the said lands, in the name of and for the said Company; and such conveyances, purchases, leases, grants, contracts, deeds or other instruments in writing, and memorials, shall be signed by the said Commissioner or Commissioners, Agent or Agents, to whom such seal shall be so entrusted as aforesaid and sealed with such seal; and shall, when so signed

signed and such seal affixed, in all cases bind the said Company as their own act and deed in all respects as if the same were executed under the common seal of the said Company in England, and the said seal affixed to any conveyance, purchase, lease, grant, contract, deed or instrument in writing, or to any memorial or memorials thereof, for the purpose of registration in the proper office for registering the same, shall of itself be sufficient evidence of the due execution of such conveyance, purchase, lease, grant, contract, deed or instrument in writing, or the memorial thereof, by the said Commissioner or Commissioners, Agent or Agents of the said Company for all purposes respecting the said registration, and no further evidence or verification of such execution of such conveyance, purchase, lease, grant, contract, deed or instrument in writing, or the memorial thereof, shall be required for the purpose of such registry ; any law or custom now in force to the contrary notwithstanding.”

“ And be it further enacted, That all conveyances which shall be made by the said Commissioner or Commissioners, Agent or Agents of the said Company, appointed as aforesaid, to any individual or individuals of any part of the lands of the said Company in the said Provinces and Colonies and their dependencies, shall and may be according to the form following, or as near thereto as the circumstances of the case will admit of, that is to say :

“ I (or We,) the Commissioner (or Commissioners, Agent or Agents, as the case may be) of *The British American Land Company*, incorporated and established under and by virtue of a Charter of Incorporation, granted in the Fourth year of the reign of His Majesty King William the Fourth, and of an Act made and passed in the Fourth year of the reign of His said Majesty, intituled, (*here insert the title of this Act,*) being duly authorized, constituted and appointed for this purpose, in consideration of the sum of _____ to me (or us) paid by _____ do hereby grant, bargain, sell, release and convey and confirm unto the said _____ all (*here insert description of Property*), and all the right, title and interest of the said *British American Land Company* to and in the same and every part thereof: save always and except (*here insert reservations, if any*) ; To have and to hold unto the said _____ and to his (her or their) heirs and assigns, and to his and their use for ever.”

And every such conveyance shall be valid and effectual in law to all intents and purposes.”

“ And be it further enacted, That in case any lands, tenements and hereditaments, situate in Lower Canada, or the dependencies thereof, holden *à titre de fief et seigneurie*, *à titre de fief en arrière-fief*, or, *à titre de cens*, shall or may be granted to or contracted for and purchased or acquired by the said Company, it shall be lawful for the said Company to apply for, obtain and take a commutation and release from the feudal and seigniorial rights and burthens due upon and from such lands, tenements and hereditaments, and to apply for, obtain and take a change of the tenure by which the said lands, tenements and hereditaments are holden into the tenure of free and common soccage, in like manner as may be done by any person or persons whomsoever not being a body corporate ; and that all lands, tenements and hereditaments which shall or may be granted by His Majesty, His Heirs or Successors, to the said Company in the said Province of Lower Canada, or the dependencies thereof, to be holden in free and

and common soccage, may and shall after the sale, grant, bargain or alienation thereof by the said Company, be by any and all person or persons, grantees of the said Company, their heirs and assigns, held, granted, bargained, sold, aliened, conveyed and disposed of, and may and shall pass by descent in such manner and form and upon and under such rules and restrictions in all respects as would have been the case if such lands, tenements and hereditaments had been granted direct by His said Majesty, His Heirs and Successors, to any such person or persons, their heirs and assigns, to be holden in free and common soccage; and the said Company may do all other acts and things in relation to the affairs and business of the said Company in all respects as beneficially as any other body politic or corporate, or any subject of this realm is by law entitled to do."

"And be it further enacted, That it shall be lawful for any artificer, handicraftsman, clerk, mechanic, gardener, servant in husbandry or other labourer, not being under the age of Sixteen years, by Indenture duly executed, to contract with the said Company faithfully to serve or to proceed to and faithfully serve the said Company in any of the said Provinces and Colonies or their dependencies for any period not exceeding the full term of Seven years, to be computed from the day of the date of such Indenture."

"And be it further enacted, That when judgment shall at any time be obtained in any action, in any Court or Courts of Law within the United Kingdom of Great Britian and Ireland, at the suit of any person or persons, bodies politic or corporate, against the said Company or their Successors, an office copy of any such judgment, signed by the proper Officer of the Court in which the same shall be obtained, shall be received and registered in any Court or Courts of Law in the said Provinces of Lower Canada, Upper Canada, New Brunswick, Nova Scotia, Prince Edward's Island and the Island of Newfoundland, in North America, or their dependencies, as full and conclusive evidence of such judgment; and that such writ or writs of execution may thereupon issue out of such Court or Courts in North America, at the suit of the plaintiff, against the said Company, and their assets be taken in execution, and such other proceedings be had under the said judgment in like manner as if judgment had been obtained against the said Company at the suit of such plaintiff, in the Court or Courts of Law in which such office copy shall be so received and registered."

"And be it further enacted, That a Copy of His Majesty's Charter of Incorporation, being duly verified on oath before one of the Masters in Ordinary of the High Court of Chancery at Westminster, shall be transmitted to the Governor, Lieutenant-Governor, or person administering the Government of each and every of the said Provinces and Colonies of Lower Canada, Upper Canada, New Brunswick, Nova Scotia, Prince Edward's Island and the Island of Newfoundland, in North America, in which the said Company shall purchase or acquire any lands, tenements or hereditaments, and shall thereupon be enrolled in the Supreme Court and Courts of such Province and Provinces and Colony and Colonies respectively; or in the office of the Secretary or Registrar of the said Provinces or Colonies respectively; or in such other office in such respective Provinces or Colonies, as grants or patents from the Crown usually are or may or ought to be enrolled or registered; and such Copy of His Majesty's said Charter shall, within each such respective Province and Colony, be and be deemed and taken

taken to be good and sufficient evidence of the contents of such Charter of Incorporation to all intents and purposes."

Doubts recited.

"And be it further Enacted, That this Act shall be deemed and taken to be a Public Act, and shall be judicially taken notice of as such by all Judges, Justices and others."

A copy of this Act to be evidence of the said Act and Charter, &c.

And whereas some difficulty hath arisen with regard to the mode of proving the said Act and the Charter therein contained in the Courts in this Province, which it is expedient to remove: Be it therefore enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and of the Legislative Assembly of the Province of Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of the United Kingdom of Great Britain and Ireland, and intituled, *An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada*, and it is hereby enacted by the authority of the same, That a copy of this Act printed by Her Majesty's Printer for this Province, shall be evidence in all Courts and places whatsoever, not only of this Act but also of the Imperial Act recited in the Preamble to this Act, and of the tenor thereof, and of the Charter therein mentioned, and of every matter and thing therein alleged and set forth; and any copy of this Act purporting to be printed by Her Majesty's Printer for this Province, shall be held to be so printed unless the contrary be proved.

Public Act.

II. And be it enacted, That this Act shall be a Public Act, and shall be judicially noticed as such by all Judges, Justices of the Peace and others, without being specially pleaded.

MONTREAL :—Printed by STEWART DERBISHIRE & GEORGE DESBARATS,
Law Printer to the Queen's Most Excellent Majesty.