

HOUSE No. 263.

[Senate No. 42, as passed to be engrossed by the House.]

Commonwealth of Massachusetts.

In the Year One Thousand Eight Hundred and Eighty-three.

AN ACT

To authorize the Worcester and Nashua Railroad Company to unite with the Nashua and Rochester Railroad.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

1 SECTION 1. The Worcester and Nashua Rail-
2 road Company, incorporated by chapter one hun-
3 dred and two of the acts of the year eighteen
4 hundred and forty-five, is hereby authorized, at
5 any time within five years from the passage of
6 this act, to unite with the Nashua and Rochester
7 Railroad, a corporation incorporated by the legis-
8 lature of the State of New Hampshire, upon con-
9 dition that the holders of shares of the capital

10 stock in [A] either of the said corporations may,
11 upon surrender of such shares, receive in lieu
12 thereof certificates for an equal number of shares
13 in the corporation to be established under this
14 act, and upon such other equal terms for each
15 such share as may be mutually agreed upon, sub-
16 ject to the provisions of this act, by the written
17 assent or by a vote of a majority in interest
18 of the stockholders of [B] both of said corpora-
19 tions, at meetings duly called for that purpose;
20 and such written assent or votes so passed by said
21 corporations, respectively, shall be effectual to
22 unite said corporations within the intent and
23 meaning of this act; and the corporation so estab-
24 lished shall have all the powers and privileges,
25 and be subject to all the duties and liabilities set
26 forth in the Public Statutes, and in all general
27 laws that now are or may hereafter be in force re-
28 lating to railroad corporations.

1 SECT. 2. If such union takes place as is pro-
2 vided for in this act, the corporation so established
3 shall have, hold and possess all the powers,
4 privileges, rights, franchises, property, claims and
5 demands which at the time of such union may be
6 held and enjoyed by [C] either of the said exist-
7 ing corporations, and be subject to all the duties,
8 restrictions, obligations, debts and liabilities to
9 which at the time of the union either of said
10 corporations is subject; and all suits at law or in
11 equity, and all proceedings before any tribunal
12 which may be pending, to which either corporation

13 is a party, may be prosecuted and defended by the
14 corporation hereby authorized to be established,
15 in the same manner and with the same effect as
16 might have been done had such union not been
17 formed. All claims and contracts, and rights
18 and causes of action at law or in equity, of or
19 against either corporation, may be enforced by
20 suit or action to be commenced and prosecuted
21 by or against the corporation to be established
22 under this act as aforesaid, [D] [and the said
23 existing corporations shall continue corporations
24 for the purpose of prosecuting or defending any
25 suit or proceedings at law or in equity, or other-
26 wise now pending, or which may hereafter be
27 brought by or against either of them.]

1 SECT. 3. The first meeting of the corporation
2 hereby authorized to be established, [E] shall
3 be called by the presidents of the said existing
4 corporations, or by either of them, and fourteen
5 days notice shall be given of the time and place
6 of said meeting, by publication in one or more
7 newspapers in Boston and Worcester, and in
8 Nashua and Rochester in the State of New
9 Hampshire; and at said meeting persons and
10 corporations holding stock in either of the com-
11 ponent corporations shall be entitled to one vote
12 for each share of the capital stock held by them.
13 The officers respectively of the existing said
14 corporations shall continue to exercise in behalf
15 of the corporation so established all the rights

16 and powers which they now exercise, till the said
17 new corporation shall be organized.

1 SECT. 4. After the organization of the cor-
2 poration established under this act, each of the
3 said existing corporations shall continue, for the
4 purpose of perfecting the said union, and doing
5 all such acts and things, if any, as may be neces-
6 sary therefor, and shall execute all such transfers,
7 assignments and conveyances as the corporation
8 established under this act may deem necessary or
9 expedient, to cause to vest in itself any prop-
10 erty, estates, contracts, rights or claims, if any
11 there be, which do not vest in it by authority
12 of this act.

1 SECT. 5. .The corporation established as afore-
2 said shall be called the Worcester, Nashua and
3 Rochester Railroad Company, or by such other
4 name as the directors of the said existing cor-
5 porations may deem best; and the capital stock
6 of the said new corporation shall not exceed the
7 capital stock [F] heretofore authorized by the
8 legislatures of this Commonwealth and of the
9 State of New Hampshire.

1 SECT. 6. This act shall take effect upon its
2 passage.

SENATE, February 19, 1883.

Passed to be engrossed.

Sent down for concurrence.

S. N. GIFFORD, *Clerk.*

HOUSE OF REPRESENTATIVES, March 28, 1883.

Passed to be engrossed, in concurrence, with the following amendments: —

At "A," in section 1, strike out the words "either of;" and at "B," in section 1, strike out the word "both," and insert in place thereof the word "each;"

At "C," in section 2, strike out the words "either of;" and at "D," in section 2, strike out the remainder of the section after the word "aforesaid;"

At "E," in section 3, strike out the word "shall," and insert in place thereof the word "may;" and

At "F," in section 5, after the word "stock," insert the words "of both the existing corporations as."

Sent up for concurrence.

EDWARD A. McLAUGHLIN, *Clerk.*

