

## CHAP. L.

AN ACT supplementary to an act entitled "An act to secure liens to mechanics and others, and to repeal all other acts in relation thereto", approved March second, eighteen hundred and seventy-five. (Approved February 24, 1877; Sess. Laws, 1877, p. 90.)

SECTION 1. Where ore is delivered to a custom-mill or reduction-works, and either sold to said mill or reduction-works or worked at a percentage, the party or parties so furnishing ore to mill or reduction-works shall have a preferred lien upon the bullion product, and upon the ore not reduced, as against attachment and other creditors.

## CHAP. L.

AN ACT to amend an act entitled "An act to protect the rights of owners of stock shares and other interests in the mineral and metal yielding mines of this state", approved February twenty-first, eighteen hundred and seventy-seven. (Approved March 1, 1879; Sess. Laws, 1879, p. 57.)

SECTION 1. Section one of said act is hereby amended so as to read as follows :

"SEC. 1. Any person who shall be the *bona fide* owner of stock shares representing the value of one-fifth of one per cent. of the original capital stock of any company incorporated for the purpose of working upon and mining in any lode, ledge, deposit, or bed of the precious metals or useful minerals in this state, and any number of persons who shall be the *bona fide* owners of an aggregate number of mining shares amounting in value to one-fifth of one per cent. of said capital stock, at the time application for a permit to examine any such mine shall be made, such owner or owners of mining stock shall, upon a written order from the county clerk, or from the justice of the peace of the county in which such lode, ledge, deposit, or bed is located, be entitled to the privilege of fully examining all of the shafts, adits, borings, drifts, stopes, hoisting apparatus, and every and all properties and appurtenances belonging to any such mining company: *Provided*, That not more than one owner of said percentage or aggregate percentages of such mining stock shall, either in person or by an accredited agent, be entitled to such written order for examination of any specified mine or mining property oftener than twice in one month; these days shall, however, not be more than fourteen nor less than fifteen days apart. It shall be the duty of the superintendent or other person or parties in charge of any incorporated mining-claim or mining property in this state to keep posted in some conspicuous place at or near the mine the day of the week in which authorized stockholders may be admitted under the provisions of this act".

SEC. 2. Section three of said act is hereby amended so as to read as follows :

"SEC. 3. Upon making application, as provided in section two of this act, for the privilege of entering and examining any of the mining properties mentioned in section one of this act, the applicant shall present to the county clerk or justice of the peace certificates of stock shares representing in value one-fifth of one per cent. of the original capital stock of the company whose mine or mining property he or she desires to examine. Thereupon the applicant shall make oath or affirmation that the said stock certificate or stock certificates presented by him or her are actually his or her own property, or that such certificates of stock at the time of presentation really belong to the party or parties whom he or she is, under the provisions of section one of said act, authorized to represent".

SEC. 3. Section four of said act is hereby amended so as to read as follows :

"SEC. 4. Immediately upon complying with the provisions of section three of this act it shall be the duty of the county clerk or justice of the peace to furnish the applicant with a written order for admission to the mine and mining properties which he or she may desire to examine".

SEC. 4. All acts and parts of acts in conflict with the provisions of this act are hereby repealed.

## CHAP. LX.

AN ACT to encourage the collection of geological, paleontological, and mineral specimens in this state. (Approved March 5, 1879; Sess. Laws, 1879, p. 64.)

SECTION 1. Any person who shall be the *bona fide* owner of a collection or cabinet of metal-bearing ores, geological specimens, art curiosities, or paleontological remains, and who shall properly arrange, classify, number, and catalogue in a suitable book or books of reference any such collection of ores, specimens, curiosities, or remains, whether the same shall be kept at a private residence, or in a public hall, or in a place of public business or traffic, the said *bona fide* owner of such collection shall be entitled to hold the same exempt from execution as other property is exempted from execution under the provisions of section two hundred and twenty-one of an act entitled "An act to regulate proceedings in civil cases in the courts of justice of this state, and to repeal all other acts in relation thereto", approved March eighth, eighteen hundred and sixty-nine.

SEC. 2. Nothing in section one of this act shall be construed so as to exempt from execution any numismatic collection, such as gold or silver coins, paper currency, bank notes, legal-tender currency, national or state bonds, or any negotiable note, or valuable copper, bronze, nickel, platinum, or other coin whatsoever.

SEC. 3. It is hereby made the duty of the owner of any such collection or cabinet, as described in section one of this act, to keep constantly at or near such collections or cabinet, for the free inspection of all visitors who may desire to examine the same, either written or printed catalogues, as provided in section one of this act; and any person owning such collection or cabinet who shall fail or neglect to comply with the provisions of this section of this act shall forfeit all right to hold such collections or cabinet as exempt from legal execution as provided in section one of this act.

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CHAP. CVII.

AN ACT to amend section four of an act entitled "An act to provide revenue for the support of the government of the state of Nevada", approved March ninth, eighteen hundred and sixty-five, approved March fifth, eighteen hundred and seventy-seven. (Approved March 8, 1879; Sess. Laws, 1879, p. 110.)

SECTION 1. Section four of the above-entitled act is hereby amended so as to read as follows:

"SEC. 4. All property of every kind and nature whatsoever within this state shall be subject to taxation, except: First. All lands or other property owned by the state or by the United States. Second. \* \* \* Third. \* \* \* Fourth. Mines and mining-claims: *Provided*, That nothing in this section shall be so construed as to exempt from taxation possessory claims to the public lands of the United States or of this state, or the proceeds of the mines: *And provided further*, That nothing herein shall be so construed as to interfere with the primary title to the lands belonging to the United States: *And provided further*, That all property shall be taxed at its cash value at the time of making such assessments". \* \* \*

SEC. 2. All acts and parts of acts, in so far as they conflict with the provisions of this act, are hereby repealed.

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CHAP. LXXII.

AN ACT to provide for the better preservation of the mining records in certain mining districts in this state. (Approved March 6, 1879; Sess. Laws, 1879, p. 80.)

SECTION 1. In every mining district in this state in which the seat of government of any county is situated the county recorder of said county shall be *ex-officio* district mining recorder, subject in the discharge of his duties to such rules, regulations, and compensation as may be now in force or hereafter prescribed by the mining laws of the mining districts, respectively, to which this act is applicable. He shall, as such *ex-officio* mining recorder, be responsible on his official bond for the faithful performance of the duties of his office and the correct and safe keeping of all the records thereof.

SEC. 2. This act shall take effect and be in force from and after the first day of August, A. D. 1880.

NOTE.—This act was amended by act approved February 10, 1881 (Sess. Laws, 1881, p. 33).

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CHAP. XXV.

AN ACT to amend an act entitled "An act to amend an act entitled 'An act to provide for the formation of corporations for certain purposes'", approved March 10, 1865, approved February 17, 1875. (Approved February 11, 1881; Sess. Laws, 1881, p. 34.)

SECTION 1. Section one of said act of which this act is amendatory is hereby amended so as to read as follows:

"SEC. 1. The corporate powers of the corporation shall be exercised by a board of not less than three trustees, who shall be stockholders in the company, who shall, before entering upon the duties of their office, respectively take and subscribe to an oath, as prescribed by the laws of this state, and who shall, after the expiration of the term of the trustees first elected, be annually elected by the stockholders, at such times and place within the state, and upon such notice, and in such manner as shall be directed by the by-laws of the company; but all elections shall be by ballot, and every stockholder shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are trustees to be elected, or to cumulate said shares and give one candidate as many votes as the number of trustees multiplied by the number of his shares of stock shall equal, or to distribute them on the same principle among as many candidates as he shall think fit; and such trustees shall not be elected in any other manner; and the person or persons receiving the greatest number of votes shall be trustee or trustees. Whenever any vacancy shall happen among the trustees by death, resignation, or otherwise, except by removal and the election of his successor, as herein provided, it shall be filled by appointment of the board of trustees. On petition of the stockholders holding a majority of the stock actually issued by any corporation formed under this act, to the district judge of the district where said corporation has its actual place of business, verified by the signers, to the effect that they are severally the holders of to the number of shares set opposite their signatures to the foregoing petition, the district judge shall issue his notice to the stockholders of said company that a meeting of the stockholders will be held at the court-room of the district court, in the county in which is said principal

place of business, stating the time, not less than five nor more than ten days after the first publication of said notice, and the object to be taken into consideration, the removal of officers of said company; which notice, signed by the said district judge, shall be published daily in a daily newspaper published in said county for at least five days before the time for the meeting, or if there be no daily newspaper published in said county, then in such manner as the district judge shall direct. At the time appointed by said notice the said district judge shall appoint a secretary of the meeting, and shall thereupon hear the proofs of those claiming to be stockholders in said corporation; and only those showing a right to vote, or their proxies, shall take part in the further proceedings. Said judge shall decide who are entitled to vote, in a summary way, and his decision shall be final. If it appears at the time appointed, or within one hour thereafter, holders of less than one-half the whole number of shares actually issued, or their proxies, are present, the meeting shall be dissolved; but if the holders of more than one-half the shares actually issued, or their proxies, are present, they shall proceed to vote, the secretary calling the roll, which he shall prepare by setting down the names of persons held to be entitled to vote, and the number of shares held by each, and such persons voting yea or nay, as the case may be. The secretary shall enter the same upon his list, and when he has added up the list and stated the result, he shall sign the same and hand it to the judge, who shall declare the result. If the result of the vote is that the holders of a majority of all the shares of the company actually issued, or their proxies, are in favor of the removal of one or more of the officers of the company, the meeting shall then proceed to ballot for officers to supply the vacancies thus created. Tellers shall be appointed by the judge, who shall collect the ballots and deliver them to the secretary, who shall count the same in open session, and having stated the result of the count in writing, shall sign the same and hand it to the judge, who shall announce the result to the meeting. The judge shall thereupon issue to each person chosen a certificate stating that from the date of such meeting until the next annual election, unless removed under the provisions hereof, he is entitled to exercise and fill the office to which he is chosen; and shall indorse upon or annex to said petition a report of the proceedings of said meeting, and an order requiring that all books, papers, and all property and effects of said corporation be immediately delivered to the officers elect, and shall sign the same and file it with the clerk of his court; and thereafter any disobedience to said order may be punished as other contempts of court, and obedience thereto may be enforced by the court of said district. The district judge shall preside at said meeting, and put to vote such proper motions as he may be requested to submit to the meeting. In deciding any controverted question that may arise he shall have the power to administer oaths and take testimony, either orally or by *ex-parte* affidavits. For all the services in these proceedings the county clerk shall receive twenty dollars".

SEC. 2. This act shall take effect immediately.

#### CHAP. XXXVI.

AN ACT to amend an act entitled "An act to secure liens to mechanics and others, and repeal all other acts in relation thereto", approved March 2, 1875. (Approved February 23, 1881; Sess. Laws, 1881, p. 49.)

SECTION 1. Section one of an act entitled "An act to secure liens to mechanics and others, and to repeal all other acts in relation thereto", approved March the 2d, 1875, is hereby amended so as to read as follows:

"SEC. 1. Every person performing labor upon, or furnishing material of the value of five (5) dollars or more to be used in, the construction, alteration, or repair of any building or other superstructure, railroad, tramway, toll-road, canal, water-ditch, flume, aqueduct, or reservoir, building, bridge, fence, or any other structure, has a lien upon the same for the work or labor done or material furnished by each, respectively, whether done or furnished at the instance of the owner of the building or other improvement, or his agent; and all miners, laborers, and others whose work or labor to the amount of five (5) dollars or more in or upon any mine, or upon any shaft, tunnel, adit, or other excavation designed or used for the purpose of prospecting, draining, or working any such mine, and all persons who shall furnish any timber or other material of the value of five (5) dollars or more to be used in or about any such mine, whether done or furnished at the instance of the owner of such mine or his agent, shall have, and may each respectively claim and hold, a lien upon such mine for the amount and value of the work or labor so performed or material furnished; and every contractor, subcontractor, architect, builder, or other persons having charge or control of any mining-claim, or any part thereof, or of the construction, alteration, or repair, either in whole or in part, of any building or other improvement, as aforesaid, shall be held to be the agent of the owner for the purposes of this chapter".

SEC. 2. This act shall take effect from and after its passage.

#### CHAP. XXIII.

AN ACT amendatory of and supplemental to an act entitled "An act to provide for the better preservation of the mining records in certain districts in this state", approved March 6, 1879. (Approved February 10, 1881; Sess. Laws, 1881, p. 33.)

SECTION 1. Section one of the above-entitled act is hereby amended so as to read as follows:

"SEC. 1. In every mining district in this state in which the seat of government of any county is situated the

county recorder of said county shall be *ex-officio* district mining recorder, subject in the discharge of his duties to such rules, regulations, and compensations as may be now in force or hereafter prescribed by the mining laws of the mining districts respectively to which this act is applicable. He shall, as such *ex-officio* mining recorder, be responsible on his official bond for the faithful performance of the duties of his office and the correct and safe keeping of all the records thereof, and the correct and safe keeping of the copies of all the records mentioned and referred to in section two of this act".

SEC. 2. It shall be the duty of each and every mining recorder of the several mining districts in the state, on or before the first Monday in January, April, July, and October in each year, to transcribe into a suitable book or books, to be provided for that purpose, and to deposit and file with the county recorders of the respective counties in which said mining districts may be located a full, true, and correct copy of the mining records of the respective mining districts for the three months next preceding said first Mondays in January, April, July, and October, duly certified under oath: *Provided*, This section shall not apply to the mining recorder created by section one of this act.

SEC. 3. There shall be provided by the county commissioners of the several counties in this state, and furnished to each mining recorder, on his application, suitable books, into which the mining records mentioned in section two of this act shall be transcribed.

SEC. 4. The several mining recorders shall receive, for services herein required by section two of this act, one dollar for the transcript of each claim, including the oath, which shall be paid at the time of recording by the parties making the locations.

SEC. 5. The certified copies of the mining records, certified to be deposited and filed as herein provided, shall be received in evidence and have the same force and effect in all courts as the original.

SEC. 6. Any person neglecting or refusing to comply with the provisions of section two of this act shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be punished by a fine not exceeding five hundred dollars, or by imprisonment in the county jail not exceeding six months, or by both such fine and imprisonment.

SEC. 7. This act shall take effect and be in force from and after the first day of April, A. D. 1881.

NOTE.—The act of March 6, 1879, hereby amended, is in Stats. 1879, p. 80.

## NEW MEXICO.

### SESSION LAWS OF 1871-'72.

#### CHAP. XXXV.

AN ACT to amend certain acts concerning mining-claims in the territory of New Mexico. (Approved February 1, 1872, p. 52.)

SECTION 1. That section one of the act approved January 18, 1865, entitled "An act concerning mining-claims", be, and the same is hereby, so amended as to read as follows, to wit: "That every discoverer of a lode, ledge, or vein of gold-bearing quartz, or of a lode, crevice, or deposit of silver, cinnabar, copper, lead, coal, or any other ore, or the same mixed with other metals or ores, shall have the privilege of locating and holding as against all persons and powers, except the United States, two claims, of two hundred feet each, or four hundred feet of the length of such lode, ledge, vein, deposit, or crevice, horizontal measurement, of its entire width, including all its dips, openings, spurs, angles, and variations, with a right to follow such vein to any depth, together with a reasonable quantity of surface for the convenient working of the same".

SEC. 2. That section second of the said act approved January 18, 1865, be, and the same is hereby, so amended as to read as follows, to wit: "That all other persons who are or shall be capable of holding and conveying real estate by the laws of this territory shall have the privilege of locating and holding one claim, of two hundred feet in length, horizontal measurement, on any lode, ledge, or vein of gold-bearing quartz, or any lode, opening, crevice, or deposit of silver, cinnabar, lead, copper, coal, or any other ore, or the same mixed with other metals or ores, of its entire width, including all of its dips, openings, spurs, angles, and variations, with a right to follow such vein to any depth, together with a reasonable quantity of surface for the convenient working of the same: *Provided*, That such claim shall not interfere with the location made by the discoverer of such lode, ledge, vein, crevice, or deposit, as provided in section one of this act".

SEC. 3. *And be it further enacted*, That so much of section seven of the said act approved January 18, 1865, as authorizes companies of two or more persons to locate and hold one mining-claim of three hundred feet for each member of such company, and so much of said act as provides that no company shall locate more than four claims, including one discovery claim, or one thousand five hundred feet in all, upon any one vein or mine, and so much of said section as further provides that a company may acquire by purchase but four mining-claims, and this under the same condition as bound the vendors, be, and the same is hereby, repealed, and in lieu thereof it is hereby enacted that such companies may locate and hold in manner aforesaid one mining-claim of two hundred feet for each member

of such company: *Provided*, That no person may make more than one location on the same lode, and not more than three thousand feet shall be taken in any one claim by any association of persons.

SEC. 4. *And be it further enacted*, That so much of sections one and two of the act approved January 3, 1866, entitled "An act concerning mining-claims", as allows a claimant or claimants to mining property within the county of Doña Ana, territory of New Mexico, three years instead of twelve months from and after the location of a mining-claim to open or cause to be opened the shaft on such claim, be, and the same is hereby, repealed: *Provided*, That this repeal of such portions of the said sections one and two of the said act approved January 3, 1866, shall be construed to apply to all the territory included in the county of Doña Ana at the time of the approval of said act of January 3, 1866.

SEC. 5. All acts and parts of acts in conflict with this act are hereby repealed, and this act shall be in full force and effect from and after its approval.

NOTE.—This act and the act hereby amended are repealed by "An act to regulate the manner of locating mining-claims, and for other purposes", approved January 11, 1876 (Sess. Laws, 1875-'76, p. 116).

### SESSION LAWS, SESSION 1875-'76.

AN ACT to regulate the manner of locating mining-claims, and for other purposes. (Approved January 11, 1876, p. 116.)

SECTION. 1. That any person or persons desiring to locate a mining-claim upon a vein or lode of quartz or other rock in place bearing gold, silver, cinnabar, lead, tin, copper, or other valuable deposit must distinctly mark the location on the ground so that its boundaries may be readily traced, and post in some conspicuous place on such location a notice in writing stating thereon the name or names of the locator or locators, his or their intention to locate the mining-claim, giving a description thereof by reference to some natural object or permanent monument as will identify the claims, and also, within three months after posting such notice, cause to be recorded a copy thereof in the office of the recorder of the county in which the notice is posted, and provided no other record of such notice shall be necessary.

SEC. 2. In order to carry out the intent of the preceding section it is hereby made the duty of the probate judges of the several counties of this territory, and they are hereby required to provide, at the expense of their respective counties, such book or books as may be necessary and suitable in which to enter the record hereinbefore provided for. The fees for recording such notices shall be ten cents for every one hundred words.

SEC. 3. That in estimating the worth of labor required to be performed upon any mining-claims, to hold the same by the laws of the United States in the regulation of mines, the value of a day's labor is hereby fixed at the sum of four dollars: *Provided, however*, That in the sense of this statute eight hours of labor actually performed upon the mining-claim shall constitute a day's labor.

SEC. 4. All locations heretofore made in good faith, to which there shall be no adverse claims, the certificate of which locations have been or may be filed for record and recorded in the recorder's office of the county where the location is made within six months after the passage of this act are hereby confirmed and made valid. But where there may appear to be any such adverse claim the said location shall be held to be the property of the person having the superior title or claim according to the laws in force at the time of the making of the said locations.

SEC. 5. An action of ejectment will lie for the recovery of the possession of a mining-claim, as well also of any real estate, where the party suing has been wrongfully ousted from the possession thereof and the possession wrongfully detained.

SEC. 6. That "An act concerning mining-claims", approved January 18th, 1865, and an act amendatory thereof, approved January 3d, 1866, also an act entitled "An act to amend certain acts concerning mining-claims in the territory of New Mexico", approved February 1st, 1872, be, and the same are hereby, repealed: *Provided*, That no locations completed or commenced under said act shall be invalidated or in any wise affected by such repeal.

SEC. 7. That this act shall take effect and be in full force from and after its passage.

### SESSION LAWS OF 1880.

#### CHAP. XVI.

AN ACT for the enforcement of liens. (Approved February 10, 1880, p. 64.)

SECTION 1. A lien is a charge imposed upon specific property, by which it is made security for the performance of an act.

SEC. 2. Every person performing labor upon or furnishing materials to be used in the construction, alteration, or repair of any mining-claim, building, wharf, bridge, ditch, flume, tunnel, fence, machinery, railroad, wagon road, or aqueduct to create hydraulic power, or any other structure, or who performs labor in any mining-claim, has a lien upon the same for the work or labor done or materials furnished by each, respectively, whether done or furnished at

the instance of the owner of the building or other improvements, or his agent; and every contractor, subcontractor, architect, builder, or other person having charge of any mining, or of the construction, alteration, or repair, either in whole or in part, of any building or other improvement, as aforesaid, shall be held to be the agent of the owner for the purposes of this act.

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 SEC. 4. The land upon which any building, improvement, or structure is constructed, together with a convenient space about the same, or so much as may be required for the convenient use and occupation thereof, to be determined by the court on rendering judgment, is also subject to the lien, if at the commencement of the work, or of the furnishing of the materials for the same, the land belonged to the person who caused said building, improvement, or structure to be constructed, altered, or repaired, but if such person owned less than a fee-simple estate in such land, then only his interest therein is subject to such lien.

SEC. 5. The liens provided for in this act are preferred to any lien, mortgage, or other incumbrance which may have attached subsequent to the time when the building, improvement, or structure was commenced, work done, or materials were commenced to be furnished; also to any lien, mortgage, or other incumbrance of which the lienholder had no notice, and which was unrecorded at the time the building, improvement, or structure was commenced, work done, or the materials were commenced to be furnished.

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### GENERAL LAWS OF 1880.

#### ART. XVI, CHAP. XLI.—CORPORATIONS.

##### *General incorporation act. Chap. 3, of 1868.*

SECTION 1. Corporations for mining, manufacturing, or other industrial pursuits, or the construction or operation of railroads, wagon roads, irrigating ditches, and the colonization and improvement of lands in connection therewith, or for colleges, seminaries, churches, libraries, or any benevolent, charitable, or scientific associations, may be formed according to the provisions of this act, such corporation and the members thereof being subject to all the conditions and liabilities herein imposed, and to none others.

NOTE.—As amended 1876, ch. 37 (Sess. Laws, 1876, p. 115).

SEC. 2. Any three or more persons who may desire to form a company for any one or more of the purposes specified in the preceding section may make, sign, and acknowledge before the secretary of the territory, or some officer competent to take the acknowledgment of deeds, and file in the office of the secretary of the territory, a statement in writing (for the filing of which said certificate the secretary shall receive a fee of ten dollars), in which shall be set forth the full names of such persons, the corporate name of the company, the objects for which the company shall be formed, the amount of its capital stock, the time of its existence, not to exceed fifty years, the number of shares of which the stock shall consist, the number of directors, and their names, who shall manage the concerns of the company for the first three months, and the name of the city or town and county in which the principal place of business of the company is to be located. A copy of said certificate, duly certified by the secretary of the territory, shall be filed in the office of the probate clerk in the county where the principal place of business of the corporation is located. The secretary of the territory, upon the payment of fees authorized by law, shall furnish any person interested as many certified copies as he may require.

SEC. 3. A copy of any certificate of incorporation filed in pursuance of this act, and certified by the secretary of the territory, shall be received in all the courts and places as presumptive evidence of the facts therein.

SEC. 4. When the certificate shall have been filed, the persons who shall have signed and acknowledged the same, their associates and successors, shall be a body politic and corporate, in fact and in name, by the name stated in the certificate, and by their corporate name have succession for the period limited, and power: 1st. To sue and be sued in any court; 2d. To make and use a common seal, and alter the same at pleasure; 3d. To purchase, hold, sell, mortgage, and convey such real and personal estate as the purposes of the corporation shall require; 4th. To appoint such officers, agents, and servants as the business of the corporation shall require, to define their power, prescribe their duties, and fix their compensation; 5th. To require of them such security as may be thought proper for the fulfillment of their duties, and to remove them at will, except that no director shall be removed from office unless by a vote of two-thirds of the whole number of directors; 6th. To make by-laws, not inconsistent with the laws of this territory, for the organization of the company, the management of its property, the regulation of its affairs, the transfer of its stock, and for carrying on all kinds of business within the objects and purposes of the company.

SEC. 5. The corporate powers of the corporation shall be exercised by a board of not less than three directors, who shall be stockholders of the company, and a majority of them citizens of the United States and residents of this territory, and who shall, after the expiration of the term of the directors first selected, be annually elected by the stockholders, at such time and place, and upon such notice, and in such mode, as shall be directed by the

by-laws of the company; but all elections shall be by ballot, and each stockholder, either in person or by proxy, shall be entitled to as many votes as he owns shares of stock, and the persons receiving the greatest number of votes shall be directors. When any vacancy shall happen among the directors, by death, resignation, or otherwise, it shall be filled for the remainder of the year in such manner as may be provided by the laws of the company.

SEC. 6. If it should happen at any time that an election of directors shall not be made on the day designated by the by-laws of the company, the corporation shall not for this reason be dissolved, but it shall be lawful on any other day to hold an election for directors in such manner as shall be provided for by the by-laws of the company; and all acts of directors shall be valid and binding upon the company until their successors shall be elected.

SEC. 7. A majority of the whole number of directors shall form a board for the transaction of business, and every decision of a majority of the persons duly assembled as a board shall be valid as a corporate act.

SEC. 8. The first meeting of the directors shall be called by a notice, signed by one or more of the persons named directors in the certificate, setting forth the time and place of the meeting, which notice shall be either delivered personally to each director, or published at least ten days in some newspaper of the county in which is the principal place of business of the corporation, or if no newspaper be published in the county, then by posting up legible notices in six of the most public places in said county for the period before named.

SEC. 9. The stock of the company shall be deemed personal estate, and shall be transferable in such manner as shall be prescribed by the by-laws of the company; but no transfer shall be valid, except between the parties thereto, until the same shall be so entered on the books of the company as to show the names of the parties by and to whom transferred, the number and designation of the shares, and the date of the transfer.

SEC. 10. The directors shall have power to call in and demand from the stockholders the sum by them subscribed at such time and in such payments as they may deem proper; notice of each assessment shall be given to the stockholders personally, or shall be published once a week for at least four weeks in some newspaper published at the place designated as the principal place of business of the corporation, or if none be published there, then by posting such notice for that period in at least six of the most public places in the county in which said principal place of business of the corporation is located. If, after each notice has been given, any stockholder shall make default in the payment of the assessment upon the shares held by him, so many of such shares may be sold as will be necessary for the payment of the assessment on all the shares held by him. The sale of said shares shall be made as prescribed in the by-laws of the company: *Provided*, That no sales shall be made except at public auction to the highest bidder, after a notice of thirty days, published as above directed in this section; and that at such sale the person who will agree to pay the assessment so due, together with the expense of advertising and other expenses of sale, for the smallest number of whole shares, shall be deemed the highest bidder.

SEC. 11. Whenever any stock is held by any person as executor, administrator, guardian, or trustee he shall represent such stock at all meetings of the company, and may vote accordingly as a stockholder.

SEC. 12. Any stockholder may pledge his stock by a delivery of the certificates or other evidence of his interest, but may nevertheless represent the same at all meetings and vote accordingly as a stockholder.

SEC. 13. It shall not be lawful for the directors to make any dividend except from the surplus profits arising from the business of the corporation, nor to divide, withdraw, or in any way pay to the stockholders, or any of them, any part of the capital stock of the company, nor to reduce the capital stock, unless in the manner prescribed in this act; and in case of any violations of the provisions of this section, the directors under whose administration the same may have happened, except those who may have caused their dissent therefrom to be entered at large on the minutes of the board of directors at the time, or were not present when the same did happen, shall, in their individual and private capacities, be jointly and severally liable to the corporation, and the creditors thereof in the event of its dissolution, to the full amount so divided, withdrawn, paid out, or reduced: *Provided*, That this section shall not be construed to prevent a division and distribution of the capital stock of the company which shall remain after the payment of all its debts upon the dissolution of the corporation or the expiration of its charter.

SEC. 14. The total amount of debts of the corporation shall not at any time exceed the amount of the capital stock, and in case of any excess, the directors under whose administration the same may have happened, except those who may have caused their dissent therefrom to be entered at large on the minutes of the board of directors at the time, and except those who were not present when the same did happen, shall, in their individual and private capacities, be liable jointly and severally to the said corporation, and, in the event of its dissolution, to any of the creditors thereof, for the full amount of such excess.

SEC. 15. No person holding stock as executor, guardian, or trustee, or holding it as collateral security or in pledge, shall be personally subject to any liability as a stockholder in the company; but the person pledging the stock shall be considered as holding the same, and shall be liable as a stockholder accordingly; and the estate and funds in the hands of the executor, administrator, guardian, or trustee shall be liable in like manner and to the extent as the testator or intestate, or as the ward or person interested in the trust fund would have been, if he had been living and competent to act and hold the stock in his own name.

SEC. 17. Any company incorporated under this act may, by complying with the provisions herein contained, increase or diminish its capital stock to any amount which may be deemed sufficient and proper for the purposes of the corporation; but before any corporation shall be entitled to diminish the amount of its capital stock, if the

amount of its debts and liabilities shall exceed the sum to which the capital is to be diminished, such amount shall be satisfied and reduced so as not to exceed the diminished amount of capital.

SEC. 18. Whenever it is desired to increase or diminish the amount of capital stock, a meeting of stockholders may be called by a notice, signed by at least a majority of the directors, and published for at least four weeks as provided in section ten of this act, which notice shall specify the object of the meeting, the time and place where it is to be held, and the amount to which it is proposed to increase or diminish the capital, and a vote of two-thirds of all the shares of stock shall be necessary to increase or diminish the amount of capital stock.

SEC. 19. If at any meeting so called a sufficient number of votes has been given in favor of increasing or diminishing the amount of capital, a certificate of the proceedings, showing a compliance with these provisions, the amount of capital actually paid in, the whole amount of the debts and liabilities of the company, and the amount to which the capital stock is to be increased or diminished, shall be made out, signed, and verified by the affidavit of the chairman and secretary of the meeting, certified by a majority of the directors, and filed as required by section two of this act, and when so filed the capital stock of the corporation shall be increased or diminished to the amount specified in the certificate.

SEC. 20. Upon the dissolution of any corporation formed under this act the directors at the time of dissolution shall be directors of the creditors and stockholders of the corporation dissolved, and shall have full power to sue for and recover the debts and property of the corporation by the name of the directors of such corporation, collect and pay the outstanding debts, settle its affairs, and divide amongst the stockholders the money and other property that shall remain after the payment of the debts and necessary expenses.

SEC. 21. Any corporation formed under this act may dissolve and disincorporate itself by presenting, to the probate or county judge of the county in which the meetings of the directors are usually held, a petition to that effect, accompanied by a certificate of its proper officers, and setting forth that at a general or special meeting of the stockholders, called for that purpose, it was decided by a vote of two-thirds of all the stockholders to disincorporate and dissolve the corporation; notice of application shall then be given by the clerk, which notice shall set forth the nature of the application, and shall specify the time and place at which it is to be heard, and shall be published as provided in section ten of this act. At the time and place appointed, or at any other to which it may be postponed by the judge, he shall proceed to consider the application, and if satisfied that the corporation has taken the necessary preliminary steps, and obtained the necessary vote to dissolve itself, and that all claims against the corporation are discharged, he shall enter an order declaring it dissolved.

SEC. 22. If any corporation formed under this act shall not organize and commence the transaction of its business within two years from the date of filing the certificate of its incorporation, its corporate powers shall cease.

SEC. 23. All corporations heretofore formed by virtue of any law of the territory of New Mexico shall comply with and conform to the provisions of this act, so far as the same shall be applicable, and shall not interfere with any vested right.

SEC. 24. Whenever any persons shall have formed themselves into an incorporation according to the provisions of this act, it shall not be lawful for any other persons to become incorporated under the same name or designation, nor for the same immediate purpose. This last provision shall not apply to mining, mechanical, or manufacturing operations,

AN ACT amending the general corporation act. (Gen. Laws, p. 212.)

SECTION 1. Every company or corporation incorporated under the laws of any foreign state or kingdom, or of any state or territory of the United States beyond the limits of this territory, and now or hereafter doing business in this territory, shall file in the office of the secretary of this territory, and in the office of the recorder of deeds of the county in which the principal place of business of such corporation shall be, a copy of its charter of incorporation, or, in case such company is incorporated under any general incorporation law, a copy of its articles of incorporation and of such general incorporation law, all duly certified and authenticated by the proper authority of such foreign state, kingdom, or territory. Such company shall also, before it is authorized or permitted to do business in this territory, make and file with the secretary of the territory, and in the office of the recorder of deeds of the county in which its principal place of business shall be, a certificate, signed by the president and secretary of such company, duly acknowledged, designating the principal place where the business of such company shall be carried on in this territory, and an authorized agent or agents residing at such principal place of business upon whom process may be served; and such corporation shall have the same powers and shall be subject to all the liabilities and duties as corporations of a like character organized under the general laws of this territory, but they shall have no other or greater powers; and no foreign or domestic corporation established or maintained in any way for pecuniary profit of its stockholders or members shall purchase or hold real estate in this territory, except as provided for in this act and the laws of the territory now existing, and no corporation doing business in this territory, incorporated under the laws of any other state, shall be permitted to mortgage, pledge, or otherwise encumber its real or personal property situated in this territory to the injury or exclusion of any citizen, citizens, or corporations of this territory who are creditors of such foreign corporation, and no mortgage by any foreign corporation, except railroad and telegraph companies, given to secure any debt created in any other state, shall



take effect as against any citizen or corporation of this territory until all its liabilities due to any person or corporation in this territory at the time of recording such mortgage have been paid and extinguished.

SEC. 2. A failure to comply with the provisions of the foregoing section shall render each and every officer, agent, and stockholder of any such corporation so failing, jointly, severally, and personally liable on any and all contracts of such company made within this territory during the time that such company is so in default.

SEC. 3. The several certificates, charters, and statutes mentioned in section one of this act shall be by the secretary of the territory filed and preserved in his office, and he shall be entitled therefor to the same fees as are allowed him by law for filing articles of incorporation. Copies of such charters, statutes, and certificates, duly certified by the secretary of the territory under his seal of office, shall be competent evidence in all courts of this territory of the corporate character of such companies and of their powers, duties, and liabilities, and the originals thereof may be used in like manner, be used in evidence of these matters with like effect.

SEC. 4. Suits may be instituted and prosecuted by and against any corporation formed or recognized [organized] under this act in the same manner and in like cases as natural persons.

SEC. 5. The certified copy of any articles of incorporation and changes thereof, together with all indorsements thereon, under the great seal of the territory of New Mexico, shall be taken and received in all courts and places as *prima-facie* evidence of the facts therein stated.

SEC. 6. In suits against any corporation summons shall be served in that county where the principal office of the corporation is kept or its principal business carried on, by delivering a copy to the president thereof, if he may be found in said county, but if he is absent therefrom, then the summons shall be served in like manner in the county on either the vice-president, secretary, treasurer, cashier, general agent, general superintendent, or stockholder, or any agent of said corporation, within such time and under such rules as are provided by law for the service of such process in suits against real persons, and if no such person can be found in the county where the principal office of the corporation is kept, or in the county where its principal business is carried on, to serve such process upon, a summons may issue from either one of such counties, directed to the sheriff of any county in this territory where any such person may be found, and served with process. If such corporation keeps no principal office in any county, and there is no county in which the principal business of such corporation is carried on, then suit may be brought against it in any county where the above-mentioned officers, or any or either of them, may be found: *Provided*, That the plaintiff may, in all cases, bring his action in the county where the cause of action accrued.

SEC. 7. It shall be the duty of the directors or trustees of every such corporation, except railroad or telegraph corporations, to cause a book to be kept by the secretary or clerk thereof, containing the names of all persons, alphabetically arranged, who are or shall within one year have been stockholders of such corporation, and showing their place of residence, the number of shares of stock held by them respectively, and the time when they respectively became the owners of such shares, and the time when they ceased to be stockholders, and the amount of stock actually paid in, and what proportion has been paid in cash; which book shall, during the usual business hours of the day, be open for the inspection of the stockholders and creditors of the company and their personal representatives, at the office or principal place of business of such company, in the county where its business operations shall be located; and any and every such stockholder, creditor, or representative shall have a right to make extracts from such books, and no transfer of stock shall be valid for any purpose whatever, except to render the person to whom it shall be transferred liable for the debts of the company, according to the provisions of this act, unless it shall have entered therein, as required by this section, within sixty days from the date of such transfer, by an entry showing to and from whom transferred. Such books shall be presumptive evidence of the facts therein stated in any suit or proceedings of such corporation or against any one or more stockholders. Every officer or agent of any such company who shall neglect to make any proper entry in any such book, or shall refuse or neglect to exhibit the same, or allow the same to be inspected and extracts taken therefrom, shall be, as provided by this section, deemed guilty of a misdemeanor, and the corporation shall forfeit and pay to the party injured a penalty of fifty (50) dollars for every such neglect or refusal, and all the damages resulting therefrom.

SEC. 8. The dissolution, for any cause whatever, of corporations created as aforesaid shall not take away or impair any remedy given against such corporation, its stockholders, or officers for any liabilities incurred previous to its dissolution.

SEC. 9. Corporations may be formed and may do business in this territory under the laws of the territory now existing, and subject to the provisions of this act, to acquire, hold, improve, develop, and manage any hot, mineral, or other sanitary spring, or to lay off land into town-sites, blocks, lots, streets, alleys, avenues, commons, and parks, and to acquire, hold, colonize, improve, and sell lands in connection with any or all of said objects.

#### CHAP. XXXIV.—EXECUTIONS.

##### *Property exempt from execution.*

SECTION 1. Every person having a family shall have the following property exempt from execution and distraint or sale for any debt or damages:

\* \* \* \* \*

*Fourth.* The tools and implements belonging to the debtor that may be necessary to enable him to carry on his trade or business, whether agricultural or mercantile, to be selected by him, and not to exceed twenty dollars in value.

NOTE.—Act of February 2, 1865 (Gen. Laws, p. 160).

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AN ACT to amend the revenue laws of the territory (Approved January 14, 1876; Gen. Laws, 1876, p. 521.)

SECTION 1. The following property, and no other, shall be exempt from taxation under the revenue laws of the territory:

*First.* All property belonging to the United States. \* \* \*

*Fourth.* All public ditches and canals used for purposes of irrigation. \* \* \*

SEC. 2. All other property, of whatsoever description, shall be assessed and taxed as now provided by law. \* \* \*

\* \* \* \* \*

#### ART. XXXII, CHAP. LXXIII.—LIMITATIONS.

SECTION 2. No person or persons, or their heirs or assigns, shall have or maintain any action or suit, either in law or equity, for any lands, tenements, or hereditaments, but within ten years next after his, her, or their right to commence, have, or maintain such suit shall have come, fallen, or accrued, and that all suits, either in law or equity, for the recovery of any lands, tenements, or hereditaments shall be had and sued within ten years next after the title or cause of action or suits accrued or fallen, and at no time after the ten years shall have passed: *Provided*, That if any person or persons that is or shall be entitled to commence and prosecute such suit or action in law or equity be or shall be, at the time of said right or title first accrued, come, or fallen, within the age of twenty-one years, *femme-covert*, *non compos mentis*, imprisoned, or beyond the limits of the United States and the territories thereof, that then such person or persons, his, her, or their heir or heirs, shall and may, notwithstanding the said ten years be expired, bring his or her suit or action as he, she, or they might have done before the passage of this act, so as such person or persons, his, her, or their heir or heirs shall, within three years next after his, her, or their full age, discoverure, coming of sound mind, enlargement out of prison, coming into the United States or the territories thereof, or death, take benefit of and commence such suit at no time after the said three years: *Provided, also*, That in the construction of this saving no cumulative disability shall prevent this bar, but shall only apply to that or these disabilities which existed at the time when the right to sue first accrued, and to no other: *Provided further*, That such action so commenced shall be an action prosecuted with effect, and no other.

NOTE.—Act of February 1, 1858 (Gen. Laws, p. 375).

## OREGON.

### GENERAL LAWS OF 1843-1872.

#### CHAP. XXXVIII.—OF MINES.

Sec.

1. Claim located on quartz-lead, containing gold, silver, etc., to be held, with dips, spurs, etc., 300 feet in length and 75 feet in width.
2. Claim, how established; posting notice and effect of; recording claim; work equivalent to record; failure to work; when forfeits claim.
3. Plurality of claims; when allowed, by purchase, by discovery; no one but discoverer to locate but one claim on lead.
4. Claim to be worked within a year from record; value of annual work; forfeiture for want of work; corporation may work upon one claim for all claims in lead; when deemed real estate; taxing improvements on.

Sec.

5. County clerk to record proceeding of miners organizing district; may appoint deputy for district to record claims and water-rights; copy of record to be sent to clerk monthly; copy to be subject to inspection.
6. Miners may make local laws as to water-rights, placer-claims, and town lots, subject to laws of the United States.
7. Ditches and flumes, when deemed real property; forfeiture of.
8. Law of conveyance and mechanics' and laborers' lien, in relation to real property, to apply to ditches and flumes; placer-claims transferred by bill of sale and possession; bill of sale to be recorded, when and where.
9. Mortgage of placer-claims to be treated as chattel mortgage.
10. Fees of county clerk for recording conveyance or mortgage.

SECTION 1. That any person or company of persons establishing a claim on any quartz-lead containing gold, silver, copper, tin, or lead, or a claim on a vein of cinnabar, for the purpose of mining the same, shall be allowed to have, hold, and possess the land or vein, with all its dips, spurs, and angles, for the distance of three hundred feet in length and seventy-five feet in width on each side of such lead or vein.

SEC. 2. To establish a valid claim the discoverer or person wishing to establish a claim shall post a notice on the lead or vein, with name or names attached, which shall protect the claim or claims for thirty days; and before the expiration of said thirty days he or they shall cause the claim or claims to be recorded as hereinafter provided, and describing, as near as may be, the claim or claims and their location; but continuous working of said claim or claims shall obviate the necessity of such record. If any claim shall not be worked for twelve consecutive months, it shall be forfeited and considered liable to location by any person or persons, unless the owner or owners be absent on account of sickness or in the service of their country in time of war.

SEC. 3. Any person may hold one claim by location, as hereinafter provided, upon each lead or vein, and as many by purchase as the local laws of the miners in the district where such claims are located may allow; and the discoverer of any new lead or vein not previously located upon shall be allowed one additional claim for the discovery thereof. Nothing in this section shall be so construed as to allow any person not the discoverer to locate more than one claim upon any one lead or vein.

SEC. 4. Every person or company of persons, after establishing such claim or claims, shall, within one year after recording or taking such claim or claims, work or cause to be worked the said claim to the amount of fifty dollars for each and every claim: *Provided*, That any person or company, either joint or incorporate, owning claims on any lead or vein shall be allowed to work upon any one claim the whole amount required as above for all the claims, and thereby be exempted from working on the rest of his or their claims in said lead or vein: *Provided further*, That when the individual, company, or corporation owning any quartz claim or claims shall file the affidavit of said owner, or one of the members of the company or corporation, with the county clerk of the county in which said claims are situated, to the effect that the amount of work required by this act has been performed on such claim, or if there be more than one claim, then on each of them, together with the affidavit of two disinterested persons to the same effect, with the addition "that they are not interested directly or indirectly in said claim or claims", and such claims shall thereafter be considered as real estate, and the title therein shall be vested in such person, company, or corporation against all others, save the government of the United States, and the improvements, machinery, and buildings thereon only shall be taxed as other property.

SEC. 5. It shall be the duty of the county clerk of any county, upon the receipt of notice of a miners' meeting organizing a miners' district in said county, with a description of the boundaries thereof, to record the same in a book to be kept in his office, as other county records, to be called "a book of record of mining-claims"; and, upon the petition of parties interested, he may appoint a deputy for such district, who shall reside in said district or its vicinity, and shall record all mining-claims and water-rights in the order in which they are presented for record, and shall transmit a copy of such record, at the end of each month, to the county clerk, who shall record the same in the above-mentioned book of record, for which he shall receive one dollar for each and every claim. It shall further be the duty of said county clerk to furnish a copy of this act to his said deputy, who shall keep the same in his office, open at all reasonable times for the inspection of all persons interested therein.

SEC. 6. Miners shall be empowered to make local laws in relation to the possession of water-rights, the possession and working of placer-claims, and the survey and sale of town lots in mining camps, subject to the laws of the United States.

SEC. 7. That ditches used for mining purposes and mining flumes permanently affixed to the soil be, and the same are hereby, declared real estate during the time the same shall be used for that purpose: *Provided*, That whenever any person, company, or corporation, being the owner or proprietor of any such ditch, flume, or water-right, have or shall abandon the same, and who shall for one year thereafter cease to exercise ownership over said water-right, ditch, or flume, and every company, corporation, or person who shall remove from this state with the intent or purpose to change his or their residence, and shall remain absent one year without using or exercising ownership over such water-right, ditch, or flume by a legally-authorized agent, shall be deemed to have lost all title, claim, or interest therein.

SEC. 8. That the laws relative to the sale and transfer of real estate, and the application of the liens of mechanics and laborers therein, be, and they are hereby, made applicable to said ditches and flumes: *Provided*, That all interests in mining-claims known as placer or surface diggings may be granted, sold, and conveyed by bill of sale and delivery of possession as in cases of the sale of personal property: *Provided further*, That the bills of sale or conveyances executed on the sale of any placer or surface mining-claim shall be recorded within thirty days after the date of such sale, in the office of the county clerk of the county in which such sale is made, in a book to be kept by the county clerk for that purpose, to be called the record of conveyances of mining-claims.

SEC. 9. Mortgages of interests in placer or surface mining-claims shall be executed, acknowledged, recorded, and foreclosed as mortgages of chattels.

SEC. 10. The county clerk shall be entitled to a fee of one dollar each for every conveyance or mortgage recorded under the provisions of this act.

## CHAP. XIII.—OF ACTIONS TO RECOVER POSSESSION OF MINING-CLAIM. (Gen. Laws, p. 479.)

Sec.  
 125. Justice's court has jurisdiction of.  
 126. Pleadings in writing; what complaint must contain.  
 127. Answer of the defendant.  
 128. One year's adverse possession a bar to action, if pleaded.  
 129. Judgment for plaintiff, how given and enforced.  
 130. Judgment for defendant.

Sec.  
 131. Regulations of mining district may be proven as facts, and effect of.  
 132. Appeal from judgment and stay of proceedings.  
 133. Action to be governed by law regulating other civil actions, except, etc.

SECTION 125. A justice's court has jurisdiction of an action to recover the possession of a mining-claim situated within the county where such court is holden, as in this chapter provided.

SEC. 126. The pleadings in such action must be in writing, and the complaint must set forth the facts constituting the plaintiff's right of possession, together with such a description of the mining-claim as can be conveniently given, and sufficient to identify it, and that the defendant wrongfully withholds the possession thereof from the plaintiff.

SEC. 127. The answer of the defendant must contain a specific denial of each material allegation of the complaint controverted by him, or of any knowledge or information thereof sufficient to form a belief, and a statement of any new matter constituting a defense to the action.

SEC. 128. One year's adverse possession of a mining-claim immediately preceding the commencement of an action therefor, by the defendant or those under whom he holds, if pleaded, is a bar to the action for the possession thereof.

SEC. 129. If, on the trial of the action, judgment be given for the plaintiff, it must be to the effect that the plaintiff recover the possession of the mining-claim mentioned in the complaint, or such part thereof as he may be found entitled to, together with the costs and disbursements of the action, and thereafter the plaintiff is entitled to have such judgment enforced by a writ of restitution, which writ shall be deemed an execution against property so far as such costs and disbursements are concerned.

SEC. 130. If judgment be given for the defendant, it must be to the effect that the plaintiff is not entitled to the possession of the mining-claim mentioned in the complaint, or any part thereof, and that the defendant recover of the plaintiff the costs and disbursements of the action.

SEC. 131. On the trial of an action to recover the possession of a mining-claim, the customs, usages, or regulations established and in force in the mining district or diggings in which such claim is situated, not in conflict with any law of the United States or of this state, so far as they may be pertinent and applicable to the issue to be tried, may be proven as facts, and when so proven shall be deemed the law governing the rights of the parties thereto.

SEC. 132. Either party may take an appeal from a final judgment given in an action to recover the possession of a mining-claim, and the restrictions and limitations upon the right of appeal in civil actions, elsewhere provided in this act, do not apply thereto. The undertaking for a stay of proceedings upon the judgment, when the appeal is taken by the defendant, must be in such an amount as may be deemed sufficient to compensate the plaintiff for the use or profits of the claim during the pendency of the appeal, and for costs and disbursements of the action. The amount of the undertaking must be determined by the justice, and he may hear evidence to enable him to make such determination.

SEC. 133. Except as in this chapter otherwise provided, an action to recover possession of a mining-claim must be commenced and proceeded in to the final determination, and the judgment therein enforced, or appealed from, or reviewed, as other civil actions in justices' courts.

CHAP. L, TITLE I.—OF PUBLIC ROADS AND PRIVATE WAYS; LOCATION AND ALTERATION OF; WORK ON PUBLIC ROADS; SUPERVISORS AND THEIR DUTIES. (Gen. Laws, p. 720.)

*Private way.*

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 SECTION 15. Any person whose land shall be so situated that it has no connection with any public road may make application in writing to the county court of his county at a regular session for a private road leading from his premises to some convenient public road, and thereupon the court shall appoint three disinterested householders of the county as viewers, and cause an order to be issued directing them to meet, on a day named in such order, to view and locate a private road according to the application, and to assess the damages to be sustained thereby; and after being duly sworn or affirmed faithfully and impartially to discharge the duties of their appointment, and after at least three days' notice given to all persons through whose lands such private road is to be located, such viewers shall proceed to locate and mark out a private road, thirty feet in width, from some certain point on the premises of the applicant to some certain point on the public road, so as to do the least damage to the lands through which such private road is located, and they shall also, at the same time, assess the damage sustained by the person or persons owning such lands.

SEC. 16. The viewers appointed in accordance with provisions of the preceding sections of this chapter shall have power to determine, in all cases, whether or not gates shall be placed at proper points on said road, and assess damages in accordance with that determination.

SEC. 17. The viewers so appointed, or a majority of them, shall make a report to the county court, at the next regular session, of the private road so located by them, and also the amount of damages, if any, assessed by them, and the person or persons entitled to such damages; and if the county court is satisfied that such report is just, and after payment by the applicant of all costs of locating such road and the damages assessed by the viewers, the court shall order such report to be confirmed, and declare such road to be a private road, and the same shall be recorded as such; and any person aggrieved by the assessment of damages may appeal, within twenty days after such confirmation of the report, to the circuit court.

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CHAP. VII.—OF PRIVATE CORPORATIONS, ETC. (Gen. Laws, p. 524.)

TITLE I.—Of general provisions in relation to the formation of private corporations.

Sec.	Sec.
1. Three or more persons may form corporation for any lawful business.	13. Stock to be deemed personal property; in case of sale, corporation to make transfer.
2. Articles of incorporation, how made and filed.	14. Sale of stock, effect of.
3. Articles to be evidence of corporation's existence.	15. Wrongdoing of directors, liability for; director dissenting not liable.
4. Articles of incorporation, what to specify.	16. Non-user of corporate power, effect of.
5. Body corporate; when to date from; powers of.	17. Corporations continue to exist after dissolution for certain purposes.
6. Corporations to receive stock and call meeting for election of directors; railway corporations may organize when one-half of stock subscribed.	18. Special corporations may incorporate under this act; effect thereof.
7. Corporators to be inspectors of election; who may vote.	19. Majority of stockholders may vote to increase or diminish stock, dissolve corporation, etc.; limit of capital stock except as to railways.
8. Qualifications of directors; railway corporations may allow a minority of directors to reside out of the state.	20. Corporations for navigation may build roads across portages; prohibitions on taking stock in corporation to construct road.
9. Powers of directors; appointment of president and secretary.	21. Place of business, majority vote of stockholders may change.
10. Notice of first meeting of stockholders; meeting may be held at any time and without notice, by consent and presence of stockholders; notice of subsequent meetings.	22. Supplementary articles, what may be filed; notice thereof to be published.
11. Directors elected annually; a majority may act.	
12. Corporation to keep stock-book; subjected to inspection by person interested.	

SECTION 1. Whenever three or more persons shall desire to incorporate themselves for the purpose of engaging in any lawful enterprise, business, pursuit, or occupation, they may do so in the manner provided in this chapter.

SEC. 2. Such persons shall make and subscribe written articles of incorporation in triplicate, and acknowledge the same before any officer authorized to take the acknowledgment of a deed, and file one of such articles in the office of the secretary of state, another with the clerk of the county where the enterprise, business, pursuit, or occupation is proposed to be carried on, or the principal office or place of business is proposed to be located, and retain the third in the possession of the corporation.

SEC. 3. The articles of incorporation, or a certified copy of the one filed with the secretary of state or the county clerk, is evidence of the existence of such corporation.

SEC. 4. The articles of incorporation shall specify:

1. The name assumed by the corporation, and by which it shall be known, and the duration of the corporation, if limited;
2. The enterprise, business, pursuit, or occupation in which the corporation proposes to engage;
3. The place where the corporation proposes to have its principal office or place of business;
4. The amount of the capital stock of the corporation;
5. The amount of each share of such capital stock;
6. If the corporation is formed for the purpose of navigating any stream or other water, or making or constructing any railway, macadamized road, plank road, clay road, canal, or bridge, the termini of such navigation, road, canal, or the site of such bridge.

SEC. 5. Upon the making and filing of the articles of incorporation, as herein provided, the persons subscribing the same are corporators, and authorized to carry into effect the object specified in the articles, in the manner provided in this chapter; and they and their successors, associates, and assigns, by the name assumed in such articles, shall thereafter be deemed a body corporate, with power:

1. To sue and be sued;
2. To contract and be contracted with;
3. To have and use a corporate seal, and the same to alter at pleasure;

4. To purchase, possess, and dispose of such real and personal property as may be necessary and convenient to carry into effect the object of the incorporation;

5. To appoint such subordinate officers and agents as the business of the corporation may require, and prescribe their duties and compensation;

6. To make by-laws, not inconsistent with any existing law, for the sale of any portion of its stock for delinquent or unpaid assessments due thereon, which sale may be made without judgment or execution: *Provided*, That no such sale shall be made without thirty days' notice of time and place of sale, in some newspaper in circulation in the neighborhood of such company, for the transfer of its stock, for the management of its property, and for the general regulation of its affairs.

SEC. 6. The incorporators, or any portion of them, designated by a majority of the whole number, are authorized to open books and receive subscription to the capital stock of the corporation, and as soon as such capital stock has been subscribed, they shall give notice to the subscribers to meet, at such time and place as they may designate, for the purpose of electing not less than three directors, as the stockholders present shall determine: *Provided*, That it shall be lawful in the organization of any corporation to elect a board of directors as soon as one-half of the capital stock has been subscribed.

SEC. 7. The incorporators present at such meeting shall be inspectors of the election, and certify who are elected directors, and appoint the time and place for their first meeting, and each stockholder who shall attend in person, or by proxy appointed by writing and subscribed by such stockholder, shall be entitled to one vote for each share of capital stock subscribed by him; but after such first election of the directors no person shall vote on any share upon which any installment or portion thereof is then due and unpaid.

SEC. 8. No person is eligible to the office of director unless he is a stockholder in the corporation and resident of the state, and a director ceasing to be such stockholder or resident ceases to be a director: *Provided*, That corporations constructing railroads or military wagon roads, canals, or flumes in this state may permit a minority of the board of directors to reside out of this state. Before entering upon the discharge of their duties the directors shall each take and subscribe an oath to faithfully and honestly discharge such duties.

SEC. 9. The directors, when elected and qualified, at the first meeting thereafter shall elect one of their number president, who shall preside at their meetings and perform such other special duties as the directors may authorize, and at the same time shall appoint a secretary, whose duty it shall be to keep a fair and correct record of all the official business of the corporation. From the first meeting of the directors the powers vested in the corporation are exercised by them, or by their officers or agents, under their direction, except as otherwise specially provided in this chapter.

SEC. 10. The notice of the time and place of the first meeting of the stockholders for the election of directors shall be given by publication of the same, for thirty days before such meeting, in some newspaper published at least once a week in the county where the meeting is to be held, or in some newspaper published in like manner and in general circulation therein: *Provided*, That nothing herein contained shall be construed to prevent such stockholders from holding such meeting for the election of directors before the expiration of thirty days after such stock is subscribed, and without the publication of the notice above referred to: *Provided further*, That all such stockholders shall be present at such meeting, or consent thereto in writing, which consent shall be filed with the secretary of such company. All notices of subsequent meetings of stockholders or directors shall be given for such time and in such manner as the directors may prescribe.

SEC. 11. There shall be an annual election of directors, and at each election after the first the president of the corporation shall act as inspector of election, and certify who are elected directors. The directors chosen shall hold their offices for one year thereafter, and until their successors are elected and qualified. The powers vested in the directors may be exercised by a majority of them, and any less number may constitute a quorum at all regular or stated meetings authorized by the by-laws of the corporation, in all cases when either the directors or incorporators shall have filed with the secretary of state and county clerk a written statement designating such less number sufficient to form a quorum. And insurance companies formed under this law may designate in their articles of incorporation what amount of per centum of the capital stock shall be required to be paid in before commencing business, and the stockholders shall be liable for their residue of the stock held by them respectively when the business or liability of the corporation shall require it.

SEC. 12. Every corporation organized under this charter shall keep a stock-book in such manner as to show intelligibly the original stockholders, their respective shares, the amount paid, and the amount due thereon, if any, and all transfers thereof, which stock-book, or a certified copy thereof as to the items in this section specified, as well as all other books of the corporation necessary for carrying on its business, shall be subject to the inspection, at all reasonable hours, of any person interested therein and applying therefor.

SEC. 13. The stocks in all private corporations organized under this chapter are to be deemed personal property, and subject to attachment, execution, levy, and sale as such; and the corporation, in case of such sale, is required to make the necessary transfer to the purchaser upon the stock-book.

SEC. 14. All sales of stock, whether voluntary or otherwise, transfer to the purchaser all rights of the original holder or person for whom the same is purchased, and subject such purchaser to the payment of any unpaid

balance due or to become due on such stock; but if the sale be voluntary, the seller is still liable to existing creditors for the amount of such balance, unless the same be duly paid by such purchaser.

SEC. 15. If the directors of a corporation declare and pay dividends when the corporation is insolvent, or which renders it insolvent, or diminishes the amount of its capital stock, such directors shall be jointly and severally liable for the debts of the corporation then existing, or incurred while they remain in office; or if such directors shall, by any official act or conduct, fraudulently induce any person to give credit to such corporation, they shall be liable in like manner to such person for any loss he may sustain thereby; but any director who voted against such dividend, or such fraudulent act or conduct, if present, or who thereafter, as soon as the same came to his knowledge, filed his objections thereto, shall be exempt from such liability.

SEC. 16. Any corporation organized under this chapter, which does not elect directors and commence the transaction of the business for which it was formed within one year from the time of the filing of the articles of incorporation, shall thenceforth be divested of its corporate powers, and if such corporation shall, for any period of six months after the commencement of its business, neglect and cease to carry on the same, its corporate powers shall also cease.

SEC. 17. All corporations that expire by the limitation specified in their articles of incorporation, or are annulled for forfeiture or other cause by the judgment of a court, continue to exist as bodies corporate for the period of five years thereafter, if necessary, for the purpose of prosecuting or defending actions, suits, or proceedings by or against them, settling their business, disposing of their property, and dividing their capital stock, but not for the purpose of continuing their corporate business.

SEC. 18. The stockholders of any private incorporation heretofore incorporated by any special act of the legislature may at any time hereafter, while such corporation exists, incorporate themselves under this chapter, in the mode herein prescribed, for the purpose of carrying on the enterprise, business, pursuit, or occupation for which they may have been specially incorporated; and the filing of the articles of incorporation shall be deemed a surrender of such special incorporation, but not of any vested right thereunder, and thereafter such corporation shall have the powers and privileges and be subject to the liabilities and limitations provided by this chapter, and not otherwise.

SEC. 19. Any corporation organized under the provisions of this chapter may, at any meeting of the stockholders which is called for such purpose, by a vote of the majority of the stock of such corporation, increase or diminish its capital stock or the amount of the shares thereof, or authorize the dissolution of such corporation, and the settling of its business and disposing of its property and dividing its capital stock in any manner it may see proper.

SEC. 20. Any corporation formed for the purpose of navigating any stream or other water may, by virtue of such incorporation, construct any railway, macadamized road, plank road, or clay road, or canal, or bridge, necessary and convenient for the purpose of transporting freight or passengers across any portages on the line of such navigation, occasioned by any rapids or other obstructions to the navigation of such stream or other water, in like manner and with like effect as if such corporation had been specially formed for such purposes; but no corporation formed under this chapter, or heretofore or hereafter incorporated by any special act of incorporation, passed by the legislative assembly of this state or otherwise, for the purpose of navigating any stream or other water of this state, or forming the boundary thereof, in whole or in part, nor any stockholder in such corporation, shall ever take or hold stock, or any interest, directly or indirectly, in the stock of any incorporation which may be formed under this chapter for the purpose of building or constructing any road in this chapter mentioned; nor shall any such corporation ever purchase, lease, or in any way control such road or the corporate rights of such last-named corporation: *Provided further*, That corporations heretofore incorporated, or which may hereafter be formed under this chapter, for the purpose of establishing and keeping a ferry across any stream or other water of this state, or forming the boundary thereof, in whole or in part, shall not be deemed a corporation for the purpose of navigating such stream or water within the meaning of this chapter, nor shall the stockholders thereof be restrained from taking or holding stock in a corporation formed under this chapter for the purpose of constructing or building any road.

SEC. 21. The stockholders may, by a majority vote of the stock, change its general place of business.

SEC. 22. The directors of any corporation may file supplementary articles of incorporation, at any time when a unanimous vote of all the stock subscribed shall so determine, for the purpose of engaging in any new enterprise or business pursuit not in violation of law, or for the purpose of changing any part of the route of their road or canal, or either terminus, or both; the directors shall cause a notice to be published of the filing of such supplementary articles, setting forth the object of the same.

NOTE.—Section 22 amended by section 3, act approved October 21, 1878 (Sess. Laws, 1878, p. 90).

### CHAP. III.—OF THE ENFORCEMENT OF JUDGMENT IN CIVIL ACTION. (Gen. Laws, p. 161.)

#### TITLE I.—Of the execution.

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SECTION 279. All property, or right or interest therein, of the judgment debtor shall be liable to an execution, except as in this section provided. The following property shall be exempt from execution if selected and reserved

by the judgment debtor or his agent at the time of the levy, or as soon thereafter, before sale thereof, as the same shall be known to him, and not otherwise:

\* \* \* \* \*

3. The tools, implements, apparatus, team, vehicle, harness, or library necessary to enable any person to carry on the trade, occupation, or profession by which such person habitually earns his living, to the value of four hundred dollars. Also sufficient quantity of food to support such team, if any, for sixty days. The word team in this subdivision, shall not be construed to include more than one yoke of oxen, or a pair of horses or mules, as the case may be.

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CHAP. XXIII.—OF FORCIBLE ENTRY AND DETAINER. (Gen. Laws, p. 613.)

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SECTION 16. In an action to recover the possession of any land, tenement, or other real property, where the entry is forcible, or where the possession thereof is unlawfully held by force, the merits of the title shall not be inquired into; and three years' quiet possession of the premises immediately preceding the commencement of such action by the party in possession, or those under whom he holds, may be pleaded in bar thereof, unless the estate of such party in the premises is ended.

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CHAP. XXIV.—OF FOREIGN CORPORATIONS DOING BUSINESS IN THIS STATE. (Gen. Laws, p. 616.)

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SECTION 7. A foreign corporation, before transacting business in this state, must duly execute and acknowledge a power of attorney, and cause the same to be recorded in the county clerk's office of each county where it has a resident agent, which power of attorney, so long as such company shall have places of business in the state, shall be irrevocable, except by the substitution of another qualified person for the one mentioned therein as attorney for such company.

SEC. 8. Such power of attorney shall appoint some person who is a citizen of the United States, and a citizen and resident of this state, an attorney for such company, and shall authorize and empower such attorney to accept service of all writs and process requisite and necessary to give complete jurisdiction of such corporation to any of the courts of this state, or United States courts therein, and shall constitute such attorney the authorized agent of such corporation, upon whom lawful and valid service may be made of all writs and process in any action, suit, or proceeding commenced by or against any such corporation in any of the courts mentioned in this section, and necessary to give such courts complete jurisdiction thereof.

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CHAP. XXXII.—OF THE LIENS OF MECHANICS, LABORERS, AND OTHERS, AND THEIR ENFORCEMENT. (Gen. Laws, p. 653.)

TITLE I.—Of liens on buildings.

SECTION 1. That any person who shall hereafter, by virtue of any contract with the owner of any building, or with the agent of such owner, perform any labor upon, or furnish any materials, engine, or machinery for, the construction or repairing of such building, shall, upon filing the notice prescribed in the next section, have a lien upon such building and the lot of ground upon which the same is situated for such labor done or materials, engine, or machinery furnished, when the amount shall exceed twenty dollars.

SEC. 2. Any person wishing to avail himself of the provisions of this title, whether his claim be due or not, shall file in the county clerk's office of the county in which such building is situated, at any time within three months after the completion of such building or repairs, a notice of his intention to hold a lien upon such building for the amount due, or to become due, specifically setting forth such amount, and containing a description of the building upon which the labor was performed, or for which the materials, engine, or machinery were furnished; which notice shall be recorded by the county clerk in a book kept for that purpose.

SEC. 3. Such lien shall cease to exist at the expiration of one year after the completion of the building or repairs, unless before that time an action to enforce the same shall have been commenced in the circuit court of the county in which the premises are situated by the person having such lien, against the owner with whom or with whose agent the contract was made, unless such claim be not due at the expiration of one year after such completion, in which case the action shall be commenced within three months after the same shall have become due.

\* \* \* \* \*



SEC. 7. The liens created in pursuance of the provisions of this title shall have precedence over all other liens after the commencement of the building; and if, upon a sale of the premises by execution, the proceeds be insufficient to pay all such liens, the court shall order them to be paid in proportion to the amount respectively due to each, and any other property of the defendant not exempt from execution may be sold to satisfy such execution.

SEC. 8. The liens against any building shall also extend to the lot of ground upon which such building is erected, not exceeding one-half of an acre in extent, if the land shall have been, at the time of erecting such building, the property of the person who shall have caused the same to be erected. The metes and bounds of such lot may be determined by the parties, or if they cannot agree upon the same, the court at any time after the rendition of judgment may appoint one or more referees to determine such boundaries.

SEC. 11. Any subcontractor, journeyman, or laborer employed in the construction or repairing of any building, or in furnishing any materials or machinery for the same, may give the owner thereof notice in writing, particularly setting forth the amount of his claim, and the service rendered, for which his employer is indebted to him, and that he holds the owner responsible for the same; and the owner of the building shall be liable for such claim, if indebted to the employer to the amount; if not, then for the amount due from him to said employer at the time such notice was served, which claim or amount may be recovered by an action against the owner, if brought within one year after the completion of the building or the repairs.

SEC. 12. Whenever any subcontractor, journeyman, or laborer shall recover any such claim from the owner of the building, the same may be set off by such owner in any action brought against him by the person who otherwise would be entitled to recover the same under the contract.

CHAP. LVII.—OF ASSESSMENTS OF PROPERTY AND THE LEVY AND COLLECTION OF TAXES. (Gen. Laws, p. 748.)

TITLE I.—Of property and polls subject to assessment and taxation.

SECTION 4. The following property shall be exempt from taxation:

1. All property, real and personal, of the United States and of this state.

AN ACT to amend sections 5, 17, and 22 of title I of chapter VII of the miscellaneous laws of Oregon, as compiled by Matthew P. Deady and Lafayette Lane. (Approved October 21, 1878; Sess. Laws, 1878, p. 90.)

SECTION 1. That section 5 of chapter VII be amended to read as follows:

"SEC. 5. Upon making and filing of the articles of incorporation, as herein provided, the persons subscribing the same are incorporators, and authorized to carry into effect the objects specified in the articles in the manner provided in this chapter, and they and their successors, associates, and assigns, by the name assumed in such articles, shall hereafter be deemed a body corporate, with power:

"1. To sue and be sued.

"2. To contract (and be contracted) and be contracted with.

"3. To have and use a corporate seal, and the same to alter at pleasure.

"4. To purchase, possess, and dispose of such real and personal property as may be necessary and convenient to carry into effect the objects of the incorporation, and to take, hold, and possess and dispose of all real and personal property donated to such corporation by the United States, or by any state, territory, county, city, or other municipal corporation, or by any person, firm, association, or private corporation, for the purpose of aiding the objects of such corporation.

"5. To appoint such subordinate officers and agents as the business of the corporation, and prescribe their duties and compensation.

"6. To make by-laws, not inconsistent with any existing law, for the sale of any portion of its stock for delinquent or unpaid assessments due thereon, which sale may be made without judgment or execution: *Provided*, That no such sale shall be made without thirty days' notice of time and place of sale, in some newspaper in circulation in the neighborhood of such company, for the transfer of its stock, for the management of its property, and for the general regulation of its affairs".

SEC. 2. That section 17 be amended so as to read as follows:

"SEC. 17. All corporations that expire by the limitations specified in their articles of incorporation, or are dissolved by virtue of the provisions of section 19 of this act, or are annulled by forfeiture, or other cause, by the judgment of a court, continue to exist as bodies corporate for a period of five years thereafter, if necessary, for the purpose of prosecuting or defending actions, suits, or proceedings by or against them, settling their business, disposing of their property, and dividing their capital stock, but not for the purpose of continuing their corporate business".

SEC. 3. That section 22 be amended so as to read as follows:

"SEC. 22. The directors of any corporation may file supplementary articles (articles) of incorporation at any time when a three-fourths vote of all the stock subscribed shall so determine for the purpose of engaging in any business cognate or germane to the original objects or primary purpose of said corporation, not in violation of law, or at any time when a seven-eighths vote of all the stock subscribed shall so determine, for the purpose of engaging in any new enterprise or pursuit, not in violation of law, or for the purpose of changing any part of their road or canal, or either terminus, or both, when not in violation of law, or any contract entered into by said corporation; the directors shall cause a notice to be published of the filing of such supplementary articles, setting forth the object of the same".

AN ACT to amend section 1 of chapter XXXVIII of the miscellaneous laws of Oregon, pertaining to mines, as compiled by M. P. Deady and L. F. Lane. (Approved October 25, 1880; Sess. Laws, 1880, p. 26.)

SECTION 1. That section 1 of chapter XXXVIII of the miscellaneous laws of Oregon, pertaining to mines, as compiled by Matthew P. Deady and Lafayette Lane, be amended so as to read as follows: "That any person or company of persons establishing a claim on any quartz-lead containing gold, silver, copper, tin, or lead, or a claim or a vein of cinnabar, for the purpose of mining the same, shall be allowed to have, hold, and possess the land or vein, with all its dips, spurs, and angles, for the distance of fifteen hundred feet in length and three hundred feet in width on each side of such lead or vein".

SEC. 2. *And be it further enacted*, That all local laws and regulations now existing in the mining districts of this state that have not been made within two years next preceding the passage of this act shall be, and the same are hereby, declared null and void.

SEC. 3. *And be it further enacted*, That from and after the passage of this act any person, company, or corporation owning placer-claims composed of creek, bench, and hill-claims, joining, may represent the whole of said claims by working or mining on any one of the same.

SEC. 4. *And be it further enacted*, That from and after the passage of this act any person or persons, company, or corporation shall be allowed to represent his or their placer-claims, ditches, and water-rights as may best suit his or their convenience: *Provided*, That whenever any person, company, or corporation, being the owner of any placer-mining claim or claims, ditches, and water-rights, have or shall abandon the same, and who shall, for one year thereafter, cease to exercise ownership over said claims, ditches, and water-rights, shall be deemed to have lost all title, claim, or interest therein.

SEC. 5. *And be it further enacted*, That whenever any person, company, or corporation have or shall locate a placer-claim or claims in conformity to the act of Congress approved May 10, 1872, and the amendments thereto, the said claim or claims, together with all ditches and water-rights appurtenant to and connected with the same, shall not be subject to any local law or regulation of the mining district in which the same may be situated, but shall thereafter be subject only to the law governing real estate.

## UTAH.

### COMPILED LAWS OF 1876.

#### CHAP. X.—OF MINES AND MINING.

AN ACT to provide rules for the working and development of mines. (Approved February 16, 1872; Sess. Laws, 1872, p. 16; Comp. Laws, p. 398.)

SECTION 1. That any citizen of the United States, and any person who shall have declared his intention to become such, who shall hereafter discover any mineral deposit, lead, or lode bearing gold, silver, tin, platina, copper, or cinnabar, shall be entitled to one claim thereon by right of discovery and one claim by right of location: *Provided*, That no person shall be entitled to more than one claim by right of location on any one lead or lode.

SEC. 2. Any person or persons who shall willfully or maliciously tear down or deface a notice posted on any mining-claim, or take up or destroy any stake or monument marking any such claim, or interfere with any person lawfully in possession of said claim, or who shall alter, erase, deface, or destroy any record kept by a mining recorder, shall be guilty of a misdemeanor, and upon conviction thereof shall be punished by a fine of not less than twenty-five nor more than one hundred dollars, or by imprisonment for not less than ten days nor more than six months, or by both such fine and imprisonment. Justices of the peace in their respective counties shall have jurisdiction of such offenses.

SEC. 3. Any person wrongfully entering upon any mine or mining-claim and carrying away ores therefrom, or extracting and selling ores from any mine, being the property of another, shall be liable to the owner or owners of said ore for three times the value thereof, recoverable by an action at law; and should the plaintiff file his affidavit

that the defendant did unlawfully take such ores, the defendant may be arrested and held to bail, as in cases for the recovery of the possession of personal property unjustly detained.

SEC. 4. Any person or persons who shall perform any work or labor upon any mine, or furnish any materials therefor, in pursuance of any contract made with the owner or owners of such mine, or of any interest therein, shall be entitled to a miner's lien for the payment thereof upon all the interest, right, and property in such mine by the person or persons contracting for such labor or materials at the time of making such contract; said lien may be enforced in the same manner and with the same effect as a mechanic's lien, as provided by the laws of Utah.

AN ACT in relation to proving the records and mining rules and regulations of the mining districts of this territory, and for other purposes. (Approved February 18, 1876; Comp. Laws, p. 399.)

SECTION 1. That copies of notices of location of the mines, lodes, and veins, and of tunnel sites, recorded in the several mining districts, and of the mining rules and regulations in force in the several mining districts, in like manner recorded, shall be receivable in all the courts of this territory as *prima-facie* evidence of such notices, rules, and regulations: *Provided*, The recorder of the district shall certify under his hand and seal that such copies are full, true, and perfect copies from the records in his custody. The seal of office of the mining recorder so certifying, affixed to such certificate, shall be *prima-facie* evidence of the fact of the election and qualification and official character of such mining recorder.

SEC. 2. It shall be the duty of the county recorder of the several counties of this territory to record the mining rules and regulations of the several mining districts in their respective counties; and, when so recorded, certified copies thereof shall be received in all the courts of this territory as *prima-facie* evidence of such rules and regulations.

SEC. 3. The mining recorders of the several mining districts shall be allowed the same fees for recording and making copies of any records in their custody as are now allowed by law for like services to county recorders. And it shall be the duty of each mining recorder, upon request and payment or tender of the fees therefor, to make and deliver to any person requesting the same duly-certified copies of any records in his custody; and for a failure so to do, or for receiving larger fees for any such service than those herein provided, such mining recorder shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be subjected to the same penalties provided against public officers in section twenty of the act entitled "An act to regulate fees and compensation for official and other services in the territory of Utah", passed February 20, 1874.

SEC. 4. Recorders of mining districts shall, for the purposes of this act, be deemed public officers, and the records in their custody shall be deemed public records, and they are hereby required to keep an official seal.

NOTE.—This act was amended by act approved February 21, 1878.

AN ACT in relation to defrauding and cheating or swindling. (Approved January 20, 1865; Comp. Laws, p. 338; Sess. Laws, 1865-'86, p. 61.)

SECTION 1. That any person in any manner knowingly a party to wrongfully conveying any land or land-claim, or improvement thereon, any bond, execution, or any other description of property, with intent to deceive or defraud, or to delay or defeat the payment of just debts, or who shall sell or exchange any description of property which he at the time knows is adulterated, damaged, or diseased, without first truly informing the purchaser concerning the actual condition or quality of said property, shall be deemed guilty of fraud, and shall, on conviction thereof, be fined not exceeding one thousand dollars, or be imprisoned in the county jail not exceeding one year, at daily hard labor, during customary hours, upon the streets, highways, and public works and buildings of the county: *Provided*, Such labor shall be performed with a ball and chain attached to a prisoner whenever the jailor deems it necessary; or both fine and imprisonment as aforesaid.

SEC. 2. Any person knowingly obtaining any property through any false pretense or representation, made by himself or at his instigation, shall be deemed a cheat or swindler, and shall, on conviction thereof, be fined or imprisoned, or both, as provided in the foregoing section for the punishment of fraud.

SEC. 3. Any person convicted under this act shall also be liable to make full restitution and pay all damages to the party aggrieved.

NOTE.—The above act was repealed by the "Act to establish a penal code", approved February 18, 1876; but as section 1009 refers to this act, it is included in the compilation. See section 2229, compilation.

SEC. 399, PENAL CODE. The several acts of the governor and legislative assembly of this territory in this section mentioned be, and the same are hereby, repealed. \* \* \*

*Second*.—The act entitled "An act in relation to defrauding, cheating, and swindling", approved January 20, 1865.

AN ACT supplementary to an act entitled "An act in relation to defrauding, cheating, or swindling", approved January 20, 1865. (Approved February 20, 1874; Comp. Laws, p. 339; Sess. Laws, 1874, p. 12.)

SECTION 1. That any person or persons who shall hereafter, for the purpose of selling any mining-claim or any interest therein, place in or upon such claim any ores or specimens of ores not extracted therefrom, or shall exhibit

any ores or certificate of assay of ore not extracted therefrom, with intent to deceive any person or persons by such artifice, or who shall obtain any money or property by such false pretense and artifice, and all persons who shall knowingly and willingly aid or abet such false pretense by furnishing ore or assays of ore for such purpose, or who shall procure or furnish any false sampling of ores, or who shall produce any false certificate of assay of any ores for such purpose, shall be deemed guilty of fraud, and shall, on conviction thereof in any court having competent jurisdiction, be punished as provided in said act to which this act is supplemental.

AN ACT limiting the time of commencing civil actions. (Approved February 16, 1872; Comp. Laws, p. 362; Sess. Laws, 1872, p. 18.)

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 SEC. 4. No action for the recovery of real property, or for recovery of the possession thereof, shall be maintained unless it appear that the plaintiff, his ancestor, grantor, or predecessor was seized or possessed of the premises in question within seven years before the commencement of such action.

SEC. 5. No cause of action or defense to an action founded upon the title to real property, or to rents or profits out of the same, shall be effectual unless it appear that the person prosecuting the action or making the defense, or under whose title the action is prosecuted or the defense is made, or the ancestor, predecessor, or grantor of such person was seized or possessed of the premises in question within seven years before the commencement of the act in respect to which such action is prosecuted or defense made.

SEC. 6. In every action for the recovery of real property, or the possession thereof, the person establishing a legal title to the property shall be presumed to have been possessed thereof within the time prescribed by law, and the occupation of the property by any other person shall be deemed to have been under and in subordination to the legal title, unless it appear that the property has been held and possessed adversely to such legal title for ten years before the commencement of the action.

SEC. 7. Whenever it shall appear that the occupant, or those under whom he claims, entered into the possession of the property under claim of title exclusive of any other right, founding such claim upon a written instrument as being a conveyance of the property in question, or upon the decree or judgment of a competent court, and that there has been a continued occupation and possession of the property included in such instrument, decree, or judgment, or of some part of the property under such claim, for five years, the property so included shall be deemed to have been held adversely, except that, where the property so included consists of a tract divided into lots, the possession of one lot shall not be deemed a possession of any other lot of the same tract.

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 CHAP. IV.—OF INCORPORATIONS FOR GENERAL PURPOSES.

Sec.	Sec.
529. Residence of corporators; purposes.	539. Officers to act until their successors are qualified.
530. Must enter into an agreement, and what it must contain; proviso; capital stock may be part in property.	540. If officers qualify, they may continue to act, etc.
531. The agreement must be acknowledged.	541. Corporation to keep correct books.
532. How officers to qualify.	542. Stock personal property and transferable.
533. Judge of probate to issue certificate.	543. Fraudulent practices punished.
534. Powers of the corporation.	544. Same.
535. Increase of capital stock; corporations may consolidate; notice.	545. Certificate of clerk.
536. Corporation may be dissolved.	546. Non-user.
537. If corporation be dissolved, its affairs may be adjusted.	547. Meetings, votes, etc.
538. Corporation has lien.	548. Liability of stockholders.
	549. Right to modify or repeal reserved.

AN ACT providing for incorporating associations for mining, manufacturing, commercial, and other industrial pursuits. (Approved February 18, 1870; Comp. Laws, p. 226; Sess. Laws, 1870, p. 136.)

(529.) SECTION 1. That hereafter, whenever any number of persons, not less than six, one-third of whom being residents of this territory, are desirous of associating themselves together for establishing and conducting any mining, manufacturing, commercial, or other industrial pursuit, or the construction or operation of wagon roads, irrigating ditches, or the colonization and improvement of lands, or for colleges, seminaries, churches, libraries, or any benevolent, charitable, or scientific association, or for any rightful subjects consistent with the constitution of the United States and the laws of this territory, and who wish to incorporate for that purpose, may, by complying with the provisions of this act, become a body corporate.

(530.) SEC. 2. They shall enter into an agreement in writing, signed by each of them, and by at least four of their number, acknowledged before the probate judge of the county in which they have established or intend to establish their principal place of business, stating the precinct or city, and stating the name of the association, their names, and places of residence, written in full, the time of its duration, which shall not in any case be less than three years nor more than twenty-five years, the pursuit or business agreed upon, specifying it in general terms, the place of its general business, the amount of stock each party has subscribed, the amount of each share, and the limit of

capital stock agreed upon, the number and kind of officers for the association, with their qualifications and term of office, and the time and manner of their election, removal, and resignation, and whether the private property of the stockholders shall be liable for its obligations or not, with such additional clauses as they deem necessary for the conducting of the business and its future safety and welfare. To this there shall be added the oath or affirmation of four or more of their number, to the effect that they have commenced or it is *bona fide* their intent to commence and carry on the business mentioned in the agreement, and that the affiants verily believe that each party to the agreement has paid, or is able to and will pay, the amount of his stock subscribed: *Provided*, That said acknowledgment shall not be made before the probate judge until twenty-five per cent. of the stock subscribed by each shareholder shall have been paid in: *Provided*, That where the amount of the capital stock of any corporation which may be formed under the provisions of this act, or of the act to which this is amendatory, consists of the aggregate valuation of property for the working, development, management, use, sale, or exchange of which such corporation shall be formed, no actual subscription in money to the capital stock of such corporation shall be necessary; but each owner of such property shall be deemed to have subscribed such an amount to the capital stock of such corporation as under the by-laws will represent the fair estimated cash value of so much of said property, the title to which he may, by deed of trust, convey, or may have conveyed or vested in such corporation; such subscription to be deemed to have been paid in upon the execution and delivery to such corporation of such conveyance or deed of trust: *Provided further*, That this section shall not be so construed as to prohibit the stockholders of any corporation from regulating the mode of making subscriptions to its capital stock and calling in the same by by-laws or express contract: *And provided further*, That where subscriptions to the capital stock of any company are paid in other than money, the fact shall be so stated, and the kind of property, with a description thereof, specified in the articles of agreement.

(531.) SEC. 3. The agreement, with the oath or affirmation, shall, within ten days from its due execution, be deposited with the probate clerk of the county in which the general business is to be carried on, and shall be by him recorded in a book to be prepared for that purpose and kept in his office, the expenses of which recording shall be paid by the association.

(532.) SEC. 4. Before the first or any other officers shall enter upon the duties of their respective offices, they shall take and subscribe an oath of office, and enter into bonds to the acceptance of the probate judge that they will discharge the duties of such office to the best of their judgment, and that they will not do nor consent to the doing of any matter or thing relating to the business of the association with intent to defraud any stockholder, or creditor, or the public. And the oath or affirmation and bonds shall be filed in said office and recorded.

(533.) SEC. 5. So soon as the agreement and oath or affirmation and oath of office and bonds are filed and recorded, the clerk of the probate court shall, under the direction of the probate judge, issue, under the seal of the court, a certificate to the association, therein stating in general terms the facts that the agreement and oath or affirmation and oath of office and bonds have been filed in his office, which shall be sufficient to constitute the association a body corporate, with succession as specified in the agreement.

(534.) SEC. 6. The corporation in its name shall have power to make contracts; to sue and to be sued; to have a seal, which it may alter at pleasure; to buy, use, and sell or dispose of personal property; to buy, use, sell, or dispose of all such real estate as shall be necessary for its general business, and such as shall be necessary for the collection of its debts, or judgments, or decrees in its favor; but it shall not have power to enter into, as a business, the buying and selling of real estate. It may make all such by-laws, rules, and regulations, not inconsistent with the laws in force or which may be in force in this territory, and not inconsistent with other corporate rights and vested privileges, as may be necessary to carry into effect the object of the association, and such by-laws, rules, and regulations may be made in a general meeting of the stockholders or by a board of officers elected by them. It may, as hereinafter provided, increase its capital stock or dissolve the corporation.

(535.) SEC. 7. If more capital than is first subscribed be needed, the stockholders may, at any meeting called for that purpose, by a two-thirds vote of all the stockholders, increase the same by the sale of more shares, and thereafter the stock may be increased accordingly, but in no case shall the capital stock exceed the sum of ten millions of dollars. Where two or more corporations organized under this act shall desire to unite and consolidate, it shall be lawful for them so to unite and consolidate: *Provided*, That at a regular meeting of said corporations two-thirds of the stockholders thereof shall by vote determine to so unite and consolidate: *Provided further*, That notice of the meetings of such several corporations for such purpose shall be called by notice published in some newspaper published at Salt Lake City for at least thirty days before such meetings shall be held.

(536.) SEC. 8. Any corporation formed under this act may dissolve and disincorporate itself by its officers presenting to the probate judge of the county in which the principal office of the company is located a statement setting forth that at a meeting of the stockholders, called for that purpose, it was decided by a two-thirds vote of all the stockholders to disincorporate and dissolve the incorporation. Notice of the application shall then be given by the clerk, which notice shall set forth the nature of the application, and shall specify the time and place at which it is to be heard, and shall be published in some newspaper having general circulation in the territory once a week for one month. At the time or place appointed, or at any other time or place to which it may be postponed by the judge, said judge shall proceed to consider the application, and if satisfied that the corporation has taken the

necessary vote to dissolve itself, and that all claims against the corporation are discharged, he shall enter an order declaring it dissolved.

(537.) SEC. 9. Whenever the corporation shall be dissolved, if there shall be debts or claims due to it, or debts or obligations against it, or assets, real or personal, not converted into money for distribution, the corporate powers shall be continued for the purpose of collecting the debts or claims due, and paying its debts or obligations, and selling and converting its assets into money and distributing the same among the stockholders, and if no sufficient means of effecting the object and intent of this section be provided in the agreement or by-laws, the court shall have power, on the application of any person interested, to make all needful rules and orders and judgments necessary to carry the provisions of this section into effect.

(538.) SEC. 10. The corporation shall collect of the stockholders the amount of stock by them subscribed in such installments and at such times as shall be settled by the agreement or by-laws. It shall have a lien on the amount paid in and the dividends thereon for any balance due for the stock of a delinquent stockholder.

(539.) SEC. 11. The officers, after being fully qualified to act, may continue to act, unless removed for misconduct, until their successors are qualified.

(540.) SEC. 12. If, from any cause, the officers shall not be elected at the time provided in the agreement or by-laws, such election may be made at such other time as the officers and directors may appoint. If such appointment be not made within three months, then at the call of any six stockholders.

(541.) SEC. 13. It shall be the duty of the corporation to keep true and correct books of its proceedings and business.

(542.) SEC. 14. The stock shall be deemed personal property, and may be transferred in such manner as may be provided in the agreement or by-laws.

(543.) SEC. 15. If the secretary, clerk, or other person having the charge of keeping the books of the corporation, or any other person whose duty it is to make entries in such books, shall willfully omit to make the proper entries, or shall knowingly and willfully make any false and fictitious entries therein, with intent to deceive or defraud the corporation or any stockholder, creditor, or other person, he and his counselors, advisers, aiders, and abettors shall be deemed guilty of forgery, and shall be punished as provided by law for the punishment of the crime of forgery.

(544.) SEC. 16. If any officer, director, employé, or other person having the charge or management of any money or other property of the corporation, or to whom any such money or other property shall be intrusted for any purpose whatever, shall fraudulently misapply, carry away, secrete, conceal, or convert to his own use any such money or other property, with intent to defraud such corporation or any stockholder, creditors, or other person, he, his counselors, aiders, and abettors shall be deemed guilty of embezzlement, and shall be punished as provided by law for the punishment of embezzlement.

(545.) SEC. 17. It shall be the duty of the clerk with whom the records in this act mentioned are kept, at the request of any person interested therein or who needs the same for evidence, on being paid his fees therefor, to give a transcript of such record, under the seal of said court, which transcript shall be conclusive evidence of such record, and *prima-facie* evidence of the facts therein stated.

(546.) SEC. 18. Non-use for two years of the franchise herein given, or non-compliance with any of the provisions of this act, shall be a forfeiture of the privileges herein granted.

(547.) SEC. 19. Whenever a meeting of the stockholders other than stated meetings shall be necessary, notice shall be given in such manner as may be prescribed in the agreement or by-laws. At all meetings each shareholder shall be entitled to one vote for each share of stock which he or she may have in his or her own right, or any held by him or her in trust for others as administrator, executor, or guardian, and such votes may be given in person or by an authorized agent or proxy.

(548.) SEC. 20. If the agreement mentioned in section two of this act provide that the individual property of the stockholders shall be liable for the corporate obligations, then such property shall be deemed and taken to be so liable; if it provide that such individual property shall not be liable, then it shall be deemed and taken to be not liable: *Provided*, That the joint property of the association and the unpaid stock shall be liable for the debts of the association.

(549.) SEC. 21. The governor and legislative assembly may hereafter modify or repeal this act; but if it be repealed, or if the franchise of any corporation organized under this act shall be forfeited, the corporation may continue for the purposes specified in section nine of the act to which this is an amendment.

NOTE.—This act is amended by the act approved February 19, 1880 (Sess. Laws, 1880, p. 19).

#### CHAP. I.—THE EXECUTION. (Comp. Laws, p. 459.)

##### TITLE VII.—Of the execution of the judgment in civil actions.

\* \* \* \* \*  
SECTION 219. The following property shall be exempt from execution, except as herein otherwise provided:

\* \* \* \* \*  
*Fourth.* The tools, tool-chest, and implements of a mechanic or artisan necessary to carry on his trade. \* \* \*

*Fifth.* The tent or cabin of a miner, including a table, camp-stools, bed and bedding, and necessary tools used in mining, not exceeding the value of four hundred dollars, with provisions necessary to his support for thirty days.

*Sixth.* Two oxen, or two horses, or two mules, and their harness, and one cart or wagon, by the use of which a cartman, teamster, or other laborer habitually earns his living, and food for such oxen, horses, or mules for sixty days.

*Twelfth.* No article or species of property mentioned in this section shall be exempt from execution issued upon a judgment recovered for its price, or a mechanic's or laborer's lien, or upon a mortgage thereon.

#### CHAP. VI.—OF MINING DISTRICTS.

AN ACT to amend an act entitled, "An act in relation to proving the records and mining rules and regulations of the mining districts of this territory, and for other purposes". (Approved February 21, 1878; Sess. Laws, 1878, p. 8.)

SECTION 1. That the act entitled "An act in relation to proving the records and mining rules and regulations of the mining districts of this territory, and for other purposes", approved February 18, 1876, is hereby amended by adding thereto another section, to be known as section 5, as follows:

"SEC. 5. Whenever there is a vacancy in the office of recorder of any mining district, or the person holding such office shall remove from the district, leaving therein no qualified successor in office, or whenever, from any cause, there is no person in such district authorized to retain the custody and give certified copies of the records, it shall be the duty of the person having custody of the records to deposit the same in the office of the county recorder of the county in which such mining district or the greater part thereof is situated, and the county recorder shall receive such records, and is hereby authorized to make and certify copies therefrom, and such certified copies shall be received in evidence in all courts and before all officers and tribunals in the same manner and to the same effect as if certified by a qualified recorder of the mining district. The production of a certified copy so made shall be, without other proof, evidence that said records were properly in the custody of the county recorder".

SEC. 3. This act shall take effect and be in force from and after its passage.

#### SESSION LAWS OF 1878.

##### CHAP. VIII.—OF REVENUE.

AN ACT to provide revenue for the territory of Utah and the several counties thereof. (Approved February 22, 1878, p. 11.)

SECTION 2. All property, real and personal, situate and being in this territory, is taxable, except mining-claims and the products of mines and the ore in the mines.

AN ACT supplemental to the Penal Code. (Approved February 22, 1878, p. 42.)

SECTION 1. That any person who shall, with intent to cheat or defraud, place in or upon any mine or mineral claim any ores or specimens of ores not extracted therefrom, or exhibit any ore or certificate of assay of ore not extracted therefrom, for the purpose of selling any mine or mining-claim or any interest therein, or who shall obtain any money or property by any such false pretense or artifice, shall be deemed guilty of a misdemeanor.

SEC. 2. Any person who shall interfere with or in any manner change samples of ores or bullion produced for sampling, or change or alter samples or packages of ores or bullion which have been purchased for assaying, or who shall change or alter any certificate of sampling or assaying, with intent to cheat or defraud, shall be deemed guilty of a misdemeanor.

SEC. 3. Any person who shall, with intent to cheat or defraud, make or publish a false sample of ore or bullion, or who shall make or publish or cause to be published a false assay of ore or bullion, is guilty of a misdemeanor.

SEC. 4. That section one thousand and nine (1009), Compiled Laws of Utah, is hereby repealed.

##### CHAP. XVII.

AN ACT amendatory of and supplemental to chapter IV, title XI, Compiled Laws of Utah. (Approved February 19, 1880, p. 19.)

SECTION 1. That section 529 of the Compiled Laws of Utah is hereby amended by striking out the word "six", in the third line of said section, and inserting the word "five" in lieu thereof.

SEC. 2. Section 530 is hereby amended by striking out the word "four", in line two of said section, and inserting the word "three" in lieu thereof; by striking out the words "twenty-five", in line nine, and inserting the word "fifty" in lieu thereof; and by striking out the words "twenty-five", in line twenty-seven, and inserting the word "ten" in lieu thereof.

SEC. 3. Section 531 is hereby amended by adding thereto the following: "And in case of mining, smelting, milling, banking, railroad and telegraph corporations, and corporations proposing to do business outside of this territory, a certified copy of said agreement and oath or affirmation and of the certificate of incorporation provided for in section 533 shall also be filed with the secretary of the territory. All other corporations may so file their articles and certificate of incorporation if they so elect."

SEC. 4. Section 532 is hereby amended by striking out the words "and recorded", at the end of said section.

SEC. 5. Section 533 is hereby amended by adding, at the end of said section, the following: "And such certificate, or a copy thereof, certified by the clerk of the probate court or the secretary of the territory, shall be *prima-facie* evidence of the due incorporation of such association."

SEC. 6. Section 534 is hereby amended by inserting, after the word "increase", in line sixteen, the words "or diminished".

SEC. 7. Section 535 is hereby amended by striking out the first six lines, and including the word "dollars", in the seventh line of said section, and inserting in lieu thereof the following: "The capital stock of any corporation now existing, or that may hereafter be organized by or under the laws of this territory, may be increased by the sale of more shares, or by increasing the par value of the shares, or otherwise, to any amount not exceeding twenty millions of dollars; or such capital stock may be diminished by decreasing the par value of shares, the purchase and cancellation of shares, or otherwise, to any amount not less than twenty-five per cent. in excess of the indebtedness of the corporation; the name of such corporation may be altered, the number of its directors, trustees, or officers be changed by making the number greater or less (but in no case shall the number of said trustees or directors be less than three nor more than thirteen); the articles of agreement or incorporation may be otherwise changed or amended: *Provided*, Such amendment does not alter the original purpose of the corporation. But no such change shall be made except by a vote representing at least two-thirds of the capital stock, at a stockholders' meeting called for that purpose, in the following manner: Notice shall be given by the president, or secretary, or the board of directors or trustees of such corporation, in some newspaper printed in the English language, and having a general circulation in the county where the corporation has its principal place of business in this territory, for at least twenty-one days, stating the nature of the proposed change of amendment and the time and place of such meeting; such change or amendment, when adopted, shall be signed by the president and secretary of such corporation, and be filed and recorded by the same officer as were the original articles of incorporation; and in case of mining, smelting, milling, banking, railroad, and telegraph corporations, and corporations proposing to do business outside of this territory, shall also be filed with the secretary of the territory, and a copy thereof, certified by the clerk of the probate court or the secretary of the territory, shall be evidence as provided in section 545 of the Compiled Laws as amended by this act."

SEC. 8. Section 545 is hereby amended by inserting after the word "court", in line five of said section, the following: "And the duty of the secretary of the territory in like manner to give transcripts, under the seal of the territory, of the papers filed in his office."

SEC. 9. The secretary of the territory shall be entitled to the same fee as compensation for services performed under this act as are allowed by law for like services by county recorders or clerks of the probate courts.

SEC. 10. All associations incorporated, or purporting to be incorporated, under chapter IV, title XI, of the Compiled Laws of Utah, which have heretofore filed, acknowledged, verified, and recorded their articles of agreement or incorporation in any county of this territory, shall be established and confirmed as corporations from the time of the organization thereof as fully as if said articles were acknowledged, verified, filed, and recorded in the county of the principal place of business of said incorporation, upon the filing by such incorporation of certain copies of its articles and certificate of incorporation with the secretary of the territory, and with the probate judge of the county of this territory in which its principal office or place of business is situated.

SEC. 11. All corporations not organized under the laws of Utah, now doing business in this territory, shall, within sixty days after the passage of this act, and all other foreign corporations within sixty days after commencing business in this territory, file with the secretary of the territory, and with the probate judge of the county wherein their principal office in this territory is situated, certified copies of their articles and certificate of incorporation and by-laws, and in case of alteration and amendment of said articles or by-laws thereafter, shall file certified copies of such alteration or amendment with each of said officers within thirty days after its adoption. Such corporations shall also, within sixty days after commencing business in this territory, designate some person residing in the county in which its principal place of business in this territory is situated, upon whom process issued by authority or under any law of this territory may be served, and shall file such designation with the probate judge of said county and with the secretary of the territory, and a copy of such designation, duly certified by either of said officers, shall be evidence of such appointment, and it shall be lawful to serve on such person so designated any process issued as aforesaid, and such service shall be deemed to be a valid service thereof. Any such corporation



failing to comply with the provisions of this section shall not be entitled to the benefits of the laws of this territory limiting the time for the commencement of civil actions.

SEC. 12. The directors of any corporation formed or existing under the laws of this territory, after one-fourth of its capital stock has been subscribed, may, for the purpose of paying expenses, conducting business, or paying debts, levy and collect assessments upon the subscribed capital stock thereof in the manner and form and to the extent hereinafter provided.

SEC. 13. No assessment shall exceed ten per cent. of the amount of the capital stock named in the articles of incorporation, except in the cases in this section otherwise provided for, as follows: First. If the whole capital of a corporation has not been paid up, and the corporation is unable to meet its liabilities or to satisfy the claims of its creditors, the assessment may be for the full amount unpaid upon its capital stock, or if a less amount be sufficient, then it may be for such a percentage as will raise that amount. Second. The directors of railroad corporations may assess the capital stock in installments of not more than ten per cent. per month, unless the articles of incorporation otherwise provide. Third. The directors of insurance corporations may assess such a percentage of the capital stock as they deem proper.

SEC. 14. No assessment shall be levied while a portion of a previous one remains unpaid, unless: First, the power of the corporation has been exercised in accordance with the provisions of this act for the purpose of collecting such previous assessment; second, the collection of the previous assessment has been enjoined; or, third, the assessment falls within the provisions of either the first, second, or third subdivisions of section 13 of this act.

SEC. 15. Every order levying an assessment must specify the amount thereof, when, to whom, and where payable, fix a day subsequent to the full term of the publication of the assessment notice on which the unpaid assessments shall be delinquent, not less than thirty nor more than sixty days from the time of making the order levying the assessment, and a day for the sale of delinquent stock, not less than fifteen nor more than sixteen days from the day the stock is declared delinquent.

SEC. 16. Upon making the order the secretary shall cause to be published a notice thereof, in the following form: (Name of corporation in full. Location of principal place of business.) Notice is hereby given that at a meeting of the directors, held on (date), an assessment of (amount) per share was levied upon the capital stock of the corporation, payable (when, to whom, and where). Any stock upon which this assessment may remain unpaid on the (day fixed) will be delinquent and advertised for sale at public auction, and unless payment is made before, will be sold on the (day appointed) to pay the delinquent assessment, together with costs, advertising, and expenses for sale. (Signature of secretary, with location of office.)

SEC. 17. The notice must be served personally on each stockholder, or, in lieu of personal service, must be sent through the mail, addressed to each stockholder at his place of residence, if known, and if not known, at the place where the principal office of the corporation is situated, and be published once a week for four successive weeks in some newspaper of general circulation published in Salt Lake City, and also in some newspaper published in the county where the works of the corporation are situated, if a paper be published therein.

SEC. 18. If any portion of the assessment mentioned in the notice remain unpaid on the day specified therein for declaring the stock delinquent, the secretary shall, unless otherwise ordered by the board of directors, cause to be published, in the same papers in which the notice hereinbefore provided for shall have been published, a notice substantially in the following form: (Name of corporation in full. Location of principal place of business.) Notice.—There are delinquent upon the following-described stock, on account of assessment levied on the (date), (and assessments levied previous thereto, if any), the several amounts set opposite the names of the respective shareholders, as follows: (Names, number of certificates, number of shares, amount.) And in accordance with law (and order of the board of directors made on the (date), if any such order shall have been made), so many shares of each parcel of such stock as may be necessary will be sold at the (particular place), on the (date), at (the hour) of such day, to pay delinquent assessments thereon, together with the costs of advertising and expenses of the sale.

SEC. 19. The notice must specify every certificate of stock, the number of shares it represents, and the amount due thereon, except where the certificates may not have been issued to parties entitled thereto, in which case the number of shares and amount due thereon, together with the fact that the certificates for such shares have not issued, must be stated.

SEC. 20. The notice, when published in a daily paper, must be published for ten days, excluding Sundays and holidays, previous to the day of sale. When published in a weekly paper, it must be published in each issue for two weeks previous to the day of sale. The first publication of all delinquent sales must be at least fifteen days prior to the day of sale.

SEC. 21. By the publication of the notice the corporation acquires jurisdiction to sell and convey a perfect title to all of the stock described in the notice of sale upon which any portion of the assessment or costs of advertising remains unpaid at the hour appointed for the sale, but must sell no more of such stock than is necessary to pay the assessments due and costs of advertising and sale.

SEC. 22. On the day, at the place, and at the time appointed in the notice of sale, the secretary shall, unless otherwise ordered by the board of directors, sell, or cause to be sold, at public auction, to the highest bidder for cash, so many shares of each parcel of the described stock as may be necessary to pay the assessment and charges

thereon according to the terms of sale; if payment is made before the time fixed for sale, the party paying shall only be required to pay the actual costs of advertising in addition to the assessment.

SEC. 23. The person offering at such sale to pay the assessment and costs for the smallest number of shares or fraction of a share is the highest bidder, and the stock purchased must be transferred to him on the stock-books of the corporation on payment of the assessment and costs.

SEC. 24. If at the sale of stock no bidder offers the amount of the assessments and costs and charges due, the same may be bid in and purchased by the corporation, through the secretary, president, or any director thereof, at the amount of the assessments, costs, and charges due; and the amount of the assessments, costs, and charges shall be credited as paid in full on the books of the corporation, and the entry of the transfer of the stock to the corporation shall be made on the books thereof. While the stock remains the property of the corporation it is not assessable, nor shall any dividends be declared thereon, but all assessments and dividends shall be apportioned upon the stock held by the stockholders of the corporation.

SEC. 25. All purchases of its own stock vest the legal title to the same in the corporation, and the stock so purchased is held subject to the control of the stockholders, who may make such disposition of the same as they deem fit, in accordance with the by-laws of the corporation or vote of a majority of all the remaining shares. Whenever any portion of the capital stock of a corporation is held by the corporation, a majority of the remaining shares is a majority of the stock for all purposes of election or voting on any question at a stockholders' meeting.

SEC. 26. The dates fixed in any notice of assessment or notice of delinquent sale, published according to the provisions hereof, may be extended from time to time for not more than thirty days, by order of the directors entered on the records of the corporation, but no order extending the time for the performance of any act specified in any notice shall be effectual unless notice of such extension or postponement is appended to and published with the notice to which the order relates.

SEC. 27. No assessment is invalidated by a failure to make publication of the notices herein provided for, nor by the non-performance of any act required in order to enforce payment of the same, but in case of any substantial error or omission in the course of proceedings for collection, all previous proceedings, except the levying the assessment, are void, and publication must be begun anew.

SEC. 28. No action shall be sustained to recover stock sold for delinquent assessments upon the ground of irregularity or defect of the notice of sale or defect or irregularity in the sale, unless the party seeking to maintain such action first pays or tender to the corporation, or the party holding the stock sold, the sum for which the same was sold, together with all the subsequent assessments which may have been paid thereon, and interest on such sums from the time they were paid, and no such action shall be sustained unless the same is commenced by the filing of a complaint and the issuing of a summons thereon within six months after such sale was made.

SEC. 29. The publication of notice required by this act may be proved by the affidavit of the printer, foreman, or principal clerk of the newspaper in which the same was published, and the affidavit of the secretary or auctioneer shall be *prima-facie* evidence of the time and place of sale of the quantity and particular description of the stock sold, and to whom, and for what price, and of the fact of the purchase money being paid. The affidavits shall be filed in the office of the corporation, and copies of the same, certified by the secretary thereof, shall be *prima-facie* evidence of the facts therein stated. Certificates signed by the secretary and under the seal of the corporation shall be *prima-facie* evidence of the contents thereof.

SEC. 30. Any person who is the holder of full paid-up capital stock shall be liable for any assessments, or for any indebtedness of the corporation, otherwise than by sale of his or her stock as herein provided, unless distinctly provided for in the articles of corporation, which articles or incorporation shall not be changed in this respect without the consent of all the stockholders in writing.

SEC. 31. All acts and parts of acts inconsistent with the provisions of this act are hereby repealed.

#### CHAP. XXXVI.—FISH AND GAME.

AN ACT amending certain acts for the preservation of fish and game. (Approved February 20, 1880, p. 69.)

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SECTION 4. That any person, corporation, or association who has or may hereafter take out the waters of any stream or lake in this territory that contains fish shall be required to place above the head-gate, near the point from where the water is diverted from such stream or lake, a screen, made of wire or other suitable material, the meshes not to exceed one and a quarter inches square, and to keep the same in good repair.

AN ACT requiring recorders of mining districts to give bonds. (Approved February 19, 1880, p. 26.)

SECTION 1. That the recorders of the several mining districts shall each take an oath of office and give a bond, with approved securities, in the penal sum of one thousand dollars, which bond shall be approved by and filed in the office of the probate judge of their respective counties.

SEC. 2. In cases where the recorder of any mining district appoints a deputy, said recorder shall be responsible for the official acts of said deputy.

AN ACT providing for recording vested rights to the use of water and regulating their exercise. (Approved February 20, 1880, p. 36.)

SECTION 1. That the selectmen of the several counties of this territory are hereby created *ex-officio* water commissioners for their respective counties, whose powers and duties shall be to make, or cause to be made and recorded, such observations, from time to time, as they may deem necessary, of the quantity and flow of water in the natural sources of supply, and to determine, as near as may be, the average flow thereof at any season of the year, and to receive, hear, and determine all claims to the use of water, and, on receipt of satisfactory proof of any right to the use of water having vested, to issue to the person owning such right a certificate therefor for recording, and to generally oversee in person, or by agents appointed by them, the distribution of water within their respective counties from natural sources of supply to all the corporations or persons having joint rights in and to any natural source of supply, and to fairly distribute, according to the nature and extent of recorded rights, and according to law, to each of said corporations or persons their several portions of such water; and in case of dispute between any of such persons or corporations as to the nature or extent of their rights to the use of water, or right of way, or damages therefor, of any one or more of such persons or corporations, to hear and decide upon all such disputed rights, and to file a copy of their findings and decisions as to such rights with the county recorder, and to distribute the water according to such findings or decision, unless otherwise ordered by a court of competent jurisdiction.

SEC. 2. In cases where persons or corporations use water in different counties from the same natural source of supply, the water commissioners of each of said counties shall unite in appointing, either from among their number or otherwise, as they may determine, a board of reference, of not less than three competent persons, to hear and decide all disputes in regard to water-rights in and to such natural source of supply, and they shall file a copy of their decision with the county recorders of each of said counties. Said water commissioners and members of the board of reference shall each, respectively, have power to administer oaths, and if any person who may be duly sworn in any matter in relation to the nature, extent, or exercise of any right or duty under any of the provisions of this act shall falsely swear, such person shall be deemed guilty of perjury.

SEC. 3. The certificates of the water commissioners shall state generally the nature and extent of the right to use water of the person or corporation to whom it is issued, and must be filed with the county recorder for recording.

SEC. 4. It shall be the duty of the county recorder of each county, upon any certificate of water commissioners being filed in his office, as prescribed by this act, and upon any findings or decisions of any commissioners or board of reference as to the extent of any of such rights, and upon payment of the fees allowed by law for such service, to record, in a book or books to be kept by him for such purposes, all such certificates, findings, and decisions, which said record shall be deemed to impart notice to all persons whomsoever of the contents thereof, and shall be *prima-facie* evidence of the existence and verity of the facts therein recited.

SEC. 5. No person or corporation shall maintain any suit, at law or in equity, for the determination of the existence or extent of any right or rights to the use of water in this territory until after the decision of the proper county commissioners, or of the proper board of reference, as the case may be, unless said commissioners or board shall fail and neglect to hear and decide such person's claim of right to use of water for more than three months after such person may have presented, in writing, his claim or claims, and evidence in support thereof, for adjudication: *Provided*, This section shall not be construed to affect or impair the authority or jurisdiction of any court in the issuance of a temporary injunction or restraining order in such cases, or to abridge the right of any person aggrieved by any such decision to maintain any lawful suit or appeal after such decision may have been made.

SEC. 6. A right to the use of water for any useful purpose, such as for domestic purposes, irrigating lands, propelling machinery, washing and sluicing ores, and other like purposes, is hereby recognized and acknowledged to have vested and accrued, as a primary right, to the extent of, and reasonable necessity for, such use thereof, under any of the following circumstances: First. Whenever any person or persons shall have taken, diverted, and used any of the unappropriated water of any natural stream, water-course, lake, or spring, or other natural source of supply. Second. Whenever any person or persons shall have had the open, peaceable, uninterrupted, and continuous use of water for a period of seven years.

SEC. 7. A secondary right to the use of water for any of said purposes is hereby recognized and acknowledged to have vested and accrued (subject to the perfect and complete use of all primary rights) to the extent of, and reasonable necessity for, such use thereof, under any of the following circumstances: First. Whenever the whole of the waters of any natural stream, water-course, lake, spring, or other natural source of supply has been taken, diverted, and used by prior appropriators for a part or parts of each year only, and other persons have subsequently appropriated any part or the whole of such water during any other part of such year, such person shall be deemed to have acquired a secondary right. Second. Whenever, at the time of an unusual increase of water, exceeding seven years' average flow of such water, at the same season of each year, all the water of such average flow then being used by prior appropriators, and other persons appropriate and use such increase of water, such persons shall be deemed to have acquired a secondary right.

SEC. 8. A right to the use of water may be measured by fractional parts of the whole source of supply, or by such fractional parts, with a limitation as to periods of time when used or intended to be used, or it may be measured by cubic inches, with a limitation specifying the depth, width, and declination of the water at point of measurement, and, if necessary, with a further limitation as to periods of time when used or intended to be used; and such right may be appurtenant to the land upon which such water is used, or it may be personal property, at the option of the rightful owner of such right; and a change of the place of use of water shall in no manner affect the validity of any person's right to use water, but no person shall change the place of use of water to the damage of his co-owners in such right without just compensation.

SEC. 9. A continuous neglect to keep in repair any means of diverting or conveying water, or a continuous failure to use any right to water for a period of seven years, at any time after the passage of this act, shall be held to be an abandonment and forfeiture of such right, and whenever hereafter a conveyance of any parcel of land is executed, and a right to the use of water has been continuously exercised from the time of its first appropriation in irrigating such land, such right shall pass to the grantee of such conveyance; and in cases where such right has been exercised in irrigating different parcels of land at different times, such right shall pass to the grantee of any parcel of land on which such right was exercised next preceding the time of the execution of any conveyance thereof, subject, however, in all cases, to payment by the grantee of any such conveyance of all amounts unpaid on any assessment then due upon any such right: *Provided*, That in any of the cases mentioned in this section any such right to the use of water, or any part thereof, may be reserved by the grantor of any such conveyance by making such reservation in express terms inserted in such conveyance.

SEC. 10. All rights to the use of water and means of diverting water shall be exempt from taxation, except for the purpose of regulating the exercise of the use of such right, in all cases where the land or other property upon which the water pertaining to such rights is assessable for taxation, but in making the assessment the assessor shall estimate the increased value of such land or other property caused by the use of such water.

SEC. 11. It shall be the duty of all persons using water from any natural source of supply to provide suitable ditches for conveying surplus water again into the natural channel or other place of use, to the satisfaction or approval of the water commissioners; and if, through neglect so to provide such ditches, water is allowed to form pools or marshes or otherwise run to waste, or if any person shall turn or use any water in a manner that damages the property of another, except when such turning or using is in the prudent, careful exercise of such person's lawful right to so turn or use, such person or persons so offending shall be liable for damages to any aggrieved person entitled to the use of water from the same source of supply, and the water commissioners may, on application, or of their own motion, cause the water supply to be diverted from such offending party until such waste-ditches are provided.

SEC. 12. Whenever the terms mentioned in this section are employed in this act they are employed in the sense hereinafter affixed to them, except where a different sense plainly appears: First. The term "person", when applicable, includes "firm", "partnership", "joint-stock company", "association", and "corporation". Second. Words in the singular number may include the plural, and words in the masculine may include the feminine. Third. The term "continuous use" includes use for that part of each year necessary for the purpose used for.

SEC. 13. That section 2192 of the Compiled Laws of Utah is hereby repealed, and the following enacted in lieu thereof: "Any person who, in violation of any right of any other person, willfully turns or uses the water, or any part thereof, of any canal, ditch, or reservoir, except at a time or times when the use of such water has been duly distributed to such person, or willfully uses any greater quantity of such water than has been duly distributed to him, or in any way changes the flow of water when lawfully distributed for irrigating or other useful purposes, except when duly authorized to make such change, or willfully and maliciously breaks or injures any dam, canal, water-gate, ditch, or other means of diverting or conveying water for irrigation or other useful purposes, is guilty of a misdemeanor.

SEC. 14. Whenever the waters of any natural source of supply are not sufficient for the service of all those having primary rights to the use of the same, such water shall be distributed to each owner of such right in proportion to its extent; but those using the water for domestic purposes shall have the preference over those claiming for any other purpose, and those using the water for irrigating lands shall have preference over those using the same for any other purpose except domestic purposes: *Provided*, Such preference shall not be exercised to the injury of any vested right without just compensation for such injury.

SEC. 15. All persons shall have the right of way across and upon public, private, and corporate lands, or other right of way for the construction and repair of all necessary reservoirs, dams, water-gates, canals, ditches, flumes, or other means of securing and conveying water for any necessary public use, or for drainage, upon payment of just compensation therefor, but such right of way shall in all cases be exercised in a manner not to unnecessarily impair the practical use of any other right of way, highway, or public or private road, nor to unnecessarily injure any public or private property.

SEC. 16. Whenever a majority of individuals owning several rights to the use of water and a joint interest in the means of diverting or conveying such water, or who may desire to divert and use any unappropriated water, desire to organize themselves into an association for the purposes of regulating the diversion and distribution of

such water, they may organize into a corporation in the manner provided in "An act providing for incorporating associations for mining, manufacturing, commercial, and other industrial pursuits", approved February 18, 1870, and all amendments thereto, with power to levy and collect all necessary assessments; and the distribution of water to each stockholder may be regarded as the payment of dividends; and such corporation shall have perpetual succession, unless dissolved by three years' non-use of its rights, or by a two-thirds majority vote of its members at a meeting called for that purpose. In all cases of dissolution the property held by the corporation shall revert to the members in proportion to their rights therein, or they may organize into an irrigation district, under "An act to incorporate irrigation companies", approved January 20, 1865, as they may elect.

SEC. 17. All acts or parts of acts in conflict with this act are hereby repealed.

AN ACT to protect persons and animals in certain cases. (Approved February 20, 1880, p. 68.)

SECTION 1. That any person who sinks a shaft on the public domain or commons, either prospecting for coal, silver, or other minerals, or for ventilating coal, silver, or other mines, shall inclose such shaft with a substantial curb or fence at least four and one-half feet high.

SEC. 2. The owner, lessee, or agent of any coal-mine who by working such mine has caused, or may hereafter cause, the surface on the public domain, commons, highway, or other lands to cave in, forming a pit in which persons or animals are liable to fall, shall cause said cave or sink to be filled up or securely fenced with a good, lawful fence, and if he has heaped, piled, or shall hereafter heap slack-coal on the surface, and such slack coal shall take fire, endangering the life or safety of any person or animal, he shall cause the fire to be extinguished, or the burning coal to be inclosed with a sufficient fence.

SEC. 3. Any person failing to comply with the provisions of this act is guilty of a misdemeanor, and shall be liable for all damages.

## WASHINGTON TERRITORY.

### STATUTES OF 1866, 1867, 1871, 1873.

AN ACT to regulate the holding of lead, copper, and iron mining-claims. (Approved January 10, 1867; Stats., 1866-'67, p. 146.)

SECTION 1. That any person may locate, claim, or take up a tract of land, not exceeding three hundred yards square on the surface of the ground, containing any lead, copper, or iron ore or mineral, in this territory, and hold and have the exclusive possession thereof.

SEC. 2. It shall be the duty of any person taking up, locating, or claiming any mining-claim or mineral lode, of any of the minerals mentioned in section one of this act, to distinctly mark the bounds thereof by firmly planting stakes at each corner of his claim, which stakes shall not be less than three inches square, and shall have the name of the claimant and the number of the claim plainly marked or cut thereon, and the said claim shall be numbered in its regular order, counting from the discovery claim; and the said claimant shall, within thirty days after the location of such mining-claim or mineral lode, make out and record, in the office of the county auditor of the county in which said claim is located, a description of his said claim, including the number of the claim, the date of the location thereof, and the name of the claimant.

SEC. 3. It shall be the duty of every person locating a mining-claim or mineral lode under the provisions of this act, within one year after locating the same, to do, or cause to be done, one hundred dollars' worth of work on said claim, and the said claimant shall, within three years after the location of said claim, have the same opened up, and shall then work the same at least three months in each year.

SEC. 4. Any person locating a mining-claim or mineral lode under the provisions of this act, who shall fail to comply with any of the requirements of sections one and two of this act, shall forfeit all right, title, or claim to such mining-claim or mineral lode acquired under or by virtue of this act.

SEC. 5. This act shall take effect and be in force from and after its passage.

AN ACT in relation to quartz-mining claims. (Approved November 26, 1869; Stats., 1869, p. 386.)

SECTION 1. That the extent of a quartz-mining claim in said territory shall be two hundred feet of the lode, including all dips, spurs, and angles within said two hundred feet, and for fifty feet on each side of the ledge.

SEC. 2. Any person who may discover a ledge of mineral-bearing quartz within this territory shall be entitled to hold two claims, one as a discovery claim and one by right of pre-emption.

SEC. 3. No person shall be entitled to hold a quartz-mining claim in said territory unless upon locating such claim he shall distinctly mark the bounds by planting firmly stakes not less than three inches square at each end of such claim, and by placing thereon a notice in writing, designating the name of each claimant, the number of

the claim, and if the discovery claim, the same shall be so specified, together with the name of the ledge and the number of feet in the aggregate, together with date of location; and shall cause the same to be recorded, in the county auditor's office in the county in which such claim or ledge may be situated, within twenty days after locating such claim.

SEC. 4. It shall be the duty of the county auditor of the county in which such claim is located to record all notices of the location of claims under the provisions of this act in a book, to be by him kept in his office, to be called the "book of quartz-claims", and shall be entitled to charge and receive, for each and every claim such notice shall contain, the sum of one dollar.

SEC. 5. Every person who may locate a quartz-mining claim in said territory shall, within one year after locating such claim, do, or cause to be done, one hundred dollars' worth of work upon each and every claim held or located by such person. An affidavit, sworn to before any person competent to administer oaths, by the person or persons performing such labor or work, and filed with the county auditor, shall be *prima-facie* evidence of the compliance with the requirements of this section.

SEC. 6. Individuals associated together as companies may, by working upon any portion of the claims held or owned by them as a company to the amount of one hundred dollars for each and every claim so held, be deemed to have worked on each claim, and shall not, therefore, be deemed to have forfeited any part thereof, or may pay into the county treasury the amount of one hundred dollars, as provided for in section fifth of this act.

SEC. 7. No sales or transfer of claims shall be deemed valid unless the same shall be recorded, in the county auditor's office in the county where such claim or claims may be situated, within twenty days after such sale or transfer.

SEC. 8. All acts and parts of acts in conflict with this act are hereby repealed.

SEC. 9. This act shall take effect and be in force from and after its approval by the governor.

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AN ACT in relation to foreign corporations holding property or doing business in this territory. (Approved November 29, 1871; Stats., 1871, p. 101.)

SECTION 1. That all corporations now existing or hereafter formed under the laws of the states or other territories of the United States shall have full power and authority to sue and be sued, hold, purchase, and acquire, sell, lease, and dispose of real and personal property, and generally to do and perform any and every act and transact business within this territory in the same manner and to the same extent as though said corporation had been organized under the laws of this territory: *Provided*, That any such corporation hereafter acquiring property or commencing to transact business in the territory shall first comply with the provisions of section two of this act: *And provided further*, That all the real estate of such corporation within this territory, and all the personal property of such corporation in this territory, including steamboats, all other vessels navigating the waters of said territory, and all other personal property used in prosecuting the business of said corporation within this territory, shall be liable to taxation in this territory, any provisions in this act incorporating said company to the contrary notwithstanding.

SEC. 2. That said corporation shall file, or cause to be filed, in the office of the secretary of the territory, an authenticated copy of its act or articles of incorporation, and shall constitute and appoint an agent, who shall reside at the place in the territory where the principal place of business of said corporation in the territory shall be carried on, duly authorized to accept service of process, and upon whom service of process may be made in any action or suit pertaining to the property, business, or transactions of said corporation within this territory in which said corporation may be a party, and shall file, in the office of the secretary of the territory, a duly-executed appointment of such agent, naming his place of residence, and shall continually have and keep some resident agent so as aforesaid empowered; and service upon such agent shall be taken and held as due service on said corporation: *Provided further*, That said agent or his place of residence may from time to time be changed upon filing a new appointment or notice of the change in the place of residence.

SEC. 3. That nothing in this act shall be so construed as to render void anything heretofore done by any corporation of any other territory or a state of the United States not inconsistent with the organic law of this territory, but such acts and things shall remain valid as if the same had been done by corporations formed under the laws of this territory.

SEC. 4. This act shall take effect and be in force from and after its approval by the governor.

NOTE.—So much of section 2 as requires appointment of agent who shall reside in the territory is repealed by section 2 of "An act permitting foreign corporations to build, lease, or purchase railroads, tramways, and bridges", approved November 5, 1875 (Stats., 1875, p. 108).

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AN ACT in relation to quartz-mining claims. (Approved November 13, 1873; Stats., 1873, p. 444.)

Whereas the Congress of the United States did, by act approved May 10, 1872, provide that all mineral lands, both surveyed and unsurveyed, should thereafter be free and open to exploration and purchase by citizens of the

United States, and those who had duly declared their intentions to become such, and did, by said act, recognize the local customs and rules of miners in different mining districts of the United States and its territories, and did make certain other provisions and regulations in reference to mineral lands that local laws may regulate and make operative: Therefore,

SECTION 1. *Be it enacted, etc.*, That all mining-claims upon veins or lodes of quartz, or other rock in place bearing gold, or other valuable mineral deposits heretofore located, shall be governed as to length along the vein or lode by the customs, regulations, and laws in force on the date of their location. A mining-claim located after the passage of this act, whether located by one or more persons, may equal but not exceed one thousand five hundred feet in length along the vein or lode; but no location of a mining-claim shall be made until the discovery of the vein or lode within the limits of the claim located. No claim shall extend more than three hundred feet on each side of the middle of the vein at the surface, nor shall any claim be limited by any mining regulation to less than twenty-five feet of surface on each side of the middle of the vein or the surface, except where adverse rights existing on the 10th day of May, 1872, shall render such limitation necessary. The end-lines of each claim shall be parallel to each other.

SEC. 2. The locators of all mining locations heretofore made on any mineral vein, lode, or ledge on the public domain, and their heirs and assigns, so long as they comply with United States, territorial, and local laws, shall have exclusive right of possession and enjoyment of all surface included within the lines of their locations, and of all veins, lodes, and ledges throughout their entire depth to the top or apex of which lies inside of such surface-lines extending downward vertically, although such veins, lodes, or ledges may so far depart from a perpendicular in their course downward as to extend outside of the vertical side-line of said surface-locations: *Provided*, That nothing in this section shall be construed to extend the claim of any locator of a mining-claim into the claim owned or possessed by any other person.

SEC. 3. The miners of each mining district may make rules and regulations governing the location, manner of recording, and amount of work necessary to hold possession of a mining-claim, subject to the requirements of the act of Congress approved May 10, 1872, entitled "An act to promote the development of the mining resources of the United States", which are as follows: "The location must be distinctly marked on the ground, so that its boundaries may be readily traced. All records of mining-claims hereafter made shall contain the name or names of the locators, the date of the location, and such a description of the claim or claims, located by reference to some natural objects or permanent monument, as will identify the claim. On each claim located after the passage of this act, and until a patent shall issue therefor, not less than one hundred dollars' worth of labor shall be performed or improvements made during each year, and, upon a failure to comply with these conditions, the claim upon which such failure occurred shall be open to relocation in the same manner as if no location of the same had ever been made": *Provided*, That all mining-claims shall be recorded in the office of the county auditor of the county where the same is situated, until regulations for the recording thereof shall be duly made by the miners of the mining-district in which the claim is situated: *And provided further*, That such record with the county auditor, before such regulations may have been made by the miners of the district providing for the record of such location, shall be all the record of the same that shall be required in the mining districts of this territory.

SEC. 4. All acts and parts of acts in conflict herewith are hereby repealed.

SEC. 5. This act to take effect and be in force from and after its passage.

NOTE.—Section 3 of this act was amended by a substitute section by "An act to amend an act entitled 'An act in relation to quartz-mining,'" etc., approved November 12, 1875 (Stats., 1875, p. 126).

#### CHAP. XV.—AN ACTION TO RECOVER POSSESSION OF A MINING-CLAIM.

AN ACT relating to justices of the peace and to their practice and jurisdiction. (Approved November 13, 1873; Stats., 1873, p. 372.)

SECTION 181. Any person claiming the right to the occupancy and possession of a mining-claim withheld by another may make complaint, in writing and on oath, to a justice of the peace of the county in which the mining-claim is situated, setting forth the facts constituting his right to such possession and occupancy, and such a description of the mining-claim as can conveniently be given, and that the defendant wrongfully withholds the possession from him.

SEC. 182. Upon filing such complaint, the same proceeding shall be had before the justice as in actions for forcible entry and detainer, and if the judgment be rendered for the plaintiff, a writ of restitution may in like manner be issued to place the plaintiff in possession of such mining-claim.

SEC. 183. In an action to recover possession of a mining-claim, proof shall be admitted of the customs, usages, or regulations established and in force at the bar or diggings embracing such claim, and such customs and regulations, when not in conflict with the laws of the United States or this territory, shall govern the decision of the action.

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SEC. 238. This act shall take effect and be in force from and after its passage.

## SESSION LAWS OF 1873, 1875.

## CHAP. I.—GENERAL INCORPORATIONS.

AN ACT to provide for the formation of corporations. (Approved November 13, 1873; Sess. Laws, 1873, p. 398.)

SECTION 1. That corporations for manufacturing, mining, milling, wharfing and docking, mechanical, mercantile, building, and farming purposes, or for the purpose of building, equipping, and running railroads, or engaging in any other species of trade or business, may be formed according to the provisions of this act, such corporations and the members thereof being subject to all the conditions and liabilities herein imposed, and to none others.

SEC. 2. Any two or more persons, who may desire to form a company for any one or more of the purposes specified in the preceding section, shall make and subscribe written articles of incorporation in triplicate, and acknowledge the same before any officer authorized to take the acknowledgments of deeds, and file one of such articles in the office of the secretary of the territory, and another in the office of the county auditor of the county in which the principal place of business of the company is intended to be located, and retain the third in the possession of the corporation. Said articles shall state the corporate name of the company, the object for which the same shall be formed, the amount of its capital stock, the time of its existence, not to exceed fifty years, the number of shares of which the capital stock shall consist, the number of trustees, and their names, who shall manage the concerns of the company for such length of time (not less than two or more than six months) as may be designated in such certificate, and the name of the city, town, or locality and county in which the principal place of business of the company is to be located. Amendments may be made to the articles of incorporation by supplemental articles executed and filed the same as the original articles.

SEC. 3. A copy of any certificate of incorporation, filed in pursuance of this act and certified by the auditor of the county in which it is filed, or his deputy, or by the secretary of the territory, shall be received in all the courts and places as *prima-facie* evidence of the facts therein stated.

SEC. 4. When the certificate shall have been filed, the persons who shall have signed and acknowledged the same, and their successors, shall be a body corporate and politic, in fact and in name, by the name stated in their certificate, and by their corporate name have succession for the period limited, and power:

1. To sue and be sued in any court having competent jurisdiction.
2. To make and use a common seal and to alter the same at pleasure.
3. To purchase, hold, mortgage, sell and convey real and personal property.
4. To appoint such officers, agents, and servants as the business of the corporation shall require; to define their powers, prescribe their duties, and fix their compensation.
5. To require of them such security as may be thought proper for the fulfillment of their duties, and to remove them at will, except that no trustee shall be removed from office unless by a vote of two-thirds of the stockholders, as hereinafter provided.
6. To make by-laws not inconsistent with the organic act of this territory and the laws of the Congress of the United States and of this territory.

7. The management of its property, the regulation of its affairs, the transfer of its stock, and for carrying on all kinds of business within the objects and purposes of the company as expressed in the articles of incorporation.

SEC. 5. The corporate powers of the corporation shall be exercised by a board of not less than two trustees, who shall be stockholders in the company, and a majority of them citizens of the United States and residents of this territory, who shall, before entering upon the duties of their office, respectively take and subscribe to an oath, as prescribed by the laws of this territory, and who shall, after the expiration of the term of the trustees first elected, be actually elected by the stockholders at such time and place within the territory, and upon such notice and in such manner as shall be directed by the by-laws of the company; but all elections shall be by ballot, and each stockholder, either in person or by proxy, shall be entitled to as many votes as he may own or represent by proxy shares of stock, and the person or persons receiving the greatest number of votes shall be trustee or trustees: *Provided*, That nothing herein contained shall prevent any corporation by their by-laws limiting such *bona fide* shareholder to a single vote, or one vote for every full share of paid-up stock, or its equivalent in assessable stock, disregarding the number of shares of stock he may own. It shall be competent at any time for two-thirds of the stockholders of any corporation organized under this act to expel any trustee from office and to elect another to succeed him. In all cases where a meeting of the stockholders is called for the purpose of expelling a trustee and electing his successor, such notice shall be given of the meeting as the by-laws of the company may require. Whenever any vacancy shall happen among the trustees, by death, resignation, or otherwise, except by removal and the election of his successor as herein provided, it shall be filled by appointment of the board of trustees.

SEC. 6. If it shall happen at any time that an election of trustees shall not be made on the day designated by the by-laws of the company, the corporation shall not for that reason be dissolved; but it shall be lawful on any other day to hold an election for trustees in such manner as shall be provided for in the by-laws of the company, and all acts of the trustees shall be valid and binding upon the company until their successors are elected and qualified.



SEC. 7. A majority of the whole number of trustees shall form a board for the transaction of business, and every decision of a majority of the persons duly assembled as a board shall be valid as a corporate act.

SEC. 8. The first meeting of the trustees shall be called by a notice signed by one or more persons named as trustees in the certificate, setting forth the time and place of the meeting, which notice shall be either delivered personally to each trustee or published at least twenty days in some newspaper in the county in which is the principal place of business of the corporation, or if no newspaper is published in the county, then in some newspaper nearest thereto in the territory.

SEC. 9. The stock of the company shall be deemed personal estate, and shall be transferable in such manner as shall be prescribed by the by-laws of the company; but no transfer shall be valid, except between the parties thereto, until the same shall have been entered upon the books of the company so as to show the names of the parties by and to whom transferred, the numbers and designation of the shares, and the date of the transfer.

SEC. 10. The stockholders of any corporation formed under this act may in the by-laws of the company prescribe the times, manner, and amounts in which payments of the sums subscribed by them, respectively, shall be made; but in case the same shall not be so prescribed, the trustees shall have the power to demand and call in from the stockholders the sums by them subscribed, at such time and in such manner, payments, or installments as they may deem proper. In all cases notice of each assessment shall be given to the stockholders personally, or by publication in some newspaper published in the county in which the principal place of business of the company is located; and if none be published in such county, then in the newspaper nearest to said principal place of business in the territory. If, after such notice has been given, any stockholders shall make default in the payment of assessments upon the shares held by him, so many of said shares may be sold as will be necessary for the payment of the assessment upon all the shares held by him, her, or them. The sale of said shares shall be made as prescribed in the by-laws of the company, but shall in no case be made at the office of the company. No sale shall be made except at public auction, to the highest bidder, after a notice of four weeks, published as above directed in this section, and at such sale the person who shall pay the assessment so due, together with the expenses of advertising and sale, for the smallest number of shares or portion of a share, as the case may be, shall be deemed the highest bidder.

SEC. 11. Whenever any stock is held by a person as executor, administrator, guardian, or trustee, he shall represent such stock at all the meetings of the company, and may vote accordingly as a stockholder.

SEC. 12. Any stockholder may pledge his stock by a delivery of the certificates or other evidence of his interest, but may, nevertheless, represent the same at all meetings and vote as a stockholder.

SEC. 13. It shall not be lawful for the trustees to make any dividend, except from the net profits arising from the business of the corporation, nor divide, withdraw, or in any way pay to the stockholders, or any of them, any part of the capital stock of the company, nor to reduce the capital stock of the company, unless in the manner prescribed in this act or the articles of incorporation or by-laws; and in case of any violation of the provisions of this section, the trustees under whose administration the same may have happened, except those who may have caused their dissent therefrom to be entered at large on the minutes of the board of trustees at the time, or were not present when the same did happen, shall, in their individual or private capacities, be jointly or severally liable to the corporation, and the creditors thereof in the event of its dissolution, to the full amount so divided, or reduced, or paid out: *Provided*, That this section shall not be construed to prevent a division and distribution of the capital stock of the company which shall remain after the payment of all its debts upon the dissolution of the corporation or the expiration of its charter.

SEC. 14. No corporation organized under this act shall by any implication or construction be deemed to possess the power of issuing bills, notes, or other evidences of debt for circulation as money, except bonds by railroad companies, which shall at no time exceed double the amount of paid-up stock issued by said company. And each and every stockholder shall be personally liable to the creditors of the company to the amount of what remains unpaid upon his subscription to the capital stock, and not otherwise.

SEC. 15. No person holding stock as executor, administrator, guardian, or trustee, or holding it as collateral security or in pledge, shall be personally subject to any liability as a stockholder of the company; but the person pledging the stock shall be considered as holding the same, and shall be liable as a stockholder, and the estate and funds in the hands of the executor, administrator, or guardian or trustee shall be liable in like manner and to the same extent as the testator, or intestate, or the ward or person interested in the trust fund would have been if he or she had been living and competent to act and hold the stock in his or her own name.

SEC. 16. It shall be the duty of the trustees of every company incorporated under this act to keep a book containing the names of all persons, alphabetically arranged, who are or shall be stockholders of the corporation, and showing the number of shares of stock held by them, respectively, and the time when they became the owners of such shares, which book, during the usual business hours of the day, on every day excepting Sunday and the legal holidays, shall be open for the inspection of stockholders and creditors of the company at the office or principal place of business of the company; and any stockholder or creditor of the company shall have the right to make extract from such book, or to demand and receive from the clerk or other officer having the charge of such book a certified copy of any entry therein, or to demand and receive from any clerk or officer a certified copy of any paper

placed on file in the office of the company, and such book and certified copy shall be presumptive evidence of the fact therein stated in any action or proceeding against the company or any one or more of the stockholders.

SEC. 17. If at any time the clerk or other officer having charge of such books shall make any false entry or neglect to make any proper entry therein, or, having the charge of any papers of the company, shall refuse or neglect to exhibit the same or allow the same to be inspected or extracts to be taken therefrom, or to give a certified copy of any entry as provided in the preceding section, he shall be deemed guilty of a misdemeanor, and shall forfeit and pay to the injured party a penalty of not less than one hundred dollars nor more than one thousand dollars, and all damages resulting therefrom, to be recovered in any action of debt in any court having competent jurisdiction; and for neglecting to keep such book for inspection as aforesaid the corporation shall forfeit to the people the sum of one hundred dollars for every day it shall so neglect, to be sued for and recovered in the name of the people in the district or probate court of the county in which the principal place of business of the corporation is located.

SEC. 18. Any company incorporated under this act may, by complying with the provisions herein contained, increase or diminish its capital stock to any amount which may be deemed sufficient and proper for the purposes of the corporation; but before any corporation shall be entitled to diminish the amount of its capital stock, if the amount of its debts and liabilities shall exceed the sum to which the capital is proposed to be diminished, such amount shall be satisfied and reduced so as not to exceed the diminished amount of the capital.

SEC. 19. Whenever it is desired to increase or diminish the amount of capital stock, a meeting of the stockholders shall be called, by a notice signed by at least a majority of the trustees, and published at least eight weeks in some newspaper published in the county where the principal place of business of the company is located, or if no newspaper is published in the county, then the newspaper nearest thereto in the territory, which notice shall specify the object of the meeting, the time and place where it is to be held, and the amount to which it is proposed to increase or diminish the capital, and a vote of two-thirds of all the shares of stock shall be necessary to increase or diminish the amount of capital stock.

SEC. 20. If at a meeting so called a sufficient number of votes have been given in favor of increasing or diminishing the amount of capital, a certificate of the proceedings showing a compliance with these provisions, the amount of capital actually paid in, the whole amount of debts and liabilities of the company, and the amount to which the capital stock is to be increased or diminished, shall be made out and signed and verified by the affidavit of the chairman and secretary of the meeting, certified to by a majority of the trustees, and filed as required by the second section of this act, and when so filed the capital stock of the corporation shall be increased or diminished to the amount specified in the certificate.

SEC. 21. Upon the dissolution of any corporation formed under the provisions of this act, the trustees at the time of the dissolution shall be trustees of the creditors and stockholders of the corporation dissolved, and shall have full power and authority to sue for and recover the debts and property of the corporation, by the name of the trustees of such corporation, collect and pay the outstanding debts, settle all its affairs, and divide among the stockholders the money and other property that shall remain after the payment of the debts and necessary expenses.

SEC. 22. Any corporation formed under this act may dissolve and disincorporate itself by presenting to the district judge of the judicial district in which the office of the company is located a petition to that effect, accompanied by a certificate of its proper officers, and setting forth that at a meeting of the stockholders called for the purpose it was decided by a vote of two-thirds of all the stockholders to disincorporate and dissolve the corporation. Notice of the application shall then be given by the clerk, which notice shall set forth the nature of the application, and shall specify the time and place at which it is to be heard, and shall be published in some newspaper of the county once a week for eight weeks, or if no newspaper is published in the county, by publication in the newspaper nearest thereto in the territory. At the time and place appointed, or at any other time to which it may be postponed by the judge, he shall proceed to consider the application, and if satisfied that the corporation has taken the necessary preliminary steps and obtained the necessary vote to dissolve itself, and that all claims against the corporation are discharged, he shall enter an order declaring it dissolved.

SEC. 23. All corporations now existing or hereafter formed under the laws of other states and territories for the conducting and transaction of marine, life, or fire insurance business, with an authorized agent residing in and having an office in this territory, shall have ample power to do and transact such insurance business within this territory not inconsistent with the organic act of this territory, with ample power by their corporate name and style to enjoy all such rights not inconsistent with the organic act as aforesaid, and to maintain and defend the same in any court or place within this territory as fully as though said companies were domestic corporations, incorporated by and in accordance with the laws of this territory.

SEC. 24. Any corporation desiring at any time to remove its principal place of business into some other county in the territory shall file in the office of the county auditor a certified copy of its certificate of incorporation. If it is desired to remove its principal place of business to some other city, town, or locality within the same county, publication shall be made of such removal at least once a week for four weeks in the newspaper published nearest to the city, town, or locality from which the principal place of business of such corporation is desired to be removed. The formation or corporate acts of no corporation hereafter formed under this act shall be rendered invalid by reason of the fact that its principal place of business may not have been designated in its certificate of incorporation:

*Provided*, That within three months from the passage of this act such corporation shall cause publication to be made once a week for at least four weeks in the newspaper published nearest the city, town, or locality, and where the principal place of business of such corporation has been in fact located, designating the city, town, or locality and county where its principal place of business shall be located. On compliance with the provisions of this section in the several cases herein mentioned the principal place of business of any corporation shall be deemed established or removed at or to any designated city, town, or locality and county in the territory.

SEC. 25. All persons who have organized themselves as a corporation under the provisions of this act for purposes other than those enumerated in section first are hereby declared incorporate bodies, with all the powers the same as they would enjoy had they been incorporated for the purposes set forth in said section first.

SEC. 26. In incorporations already formed, or which may hereafter be formed under this act, where the amount of the capital stock of such corporation consists of the aggregate valuation of the whole number of feet, shares, or interest in any mining-claim in this territory, for the working and development of which such corporation shall be or have been formed, no actual subscription to the capital stock of such corporation shall be necessary; but each owner in said mining-claim shall be deemed to have subscribed such an amount to the capital stock of such corporation as under its by-laws will represent the value of so much of his interest in said mining-claim, the legal title to which he may by deed, deed of trust, or other instrument vest or have vested in such corporation for mining purposes; such subscription to be deemed to have been made on the execution and delivery to such corporation of such deed, deed of trust, or other instrument; nor shall the validity of any assessment levied by the board of trustees of such corporation be affected by the reason of the fact that the full amount of the capital stock of such corporation as mentioned in its certificate of incorporation shall not have been subscribed as provided in this section: *Provided*, That the greater portion of said amount of capital stock shall have been so subscribed: *And provided further*, That this section shall not be so construed as to prohibit the stockholders of any corporation formed or which may be formed for mining purposes, as provided in this section, from regulating the mode of making subscriptions to its capital stock and calling in the same by by-laws or express contract.

SEC. 27. The provisions of this act shall extend to and apply to all associations already formed under any law of this territory, or hereafter to be formed under the provisions of this act, for the purpose of supplying any cities or towns in this territory, or the inhabitants thereof, with pure and fresh water.

SEC. 28. Such water companies, incorporated for the purposes specified in the preceding section, shall have the right to purchase or take possession of and use and hold such lands and waters, for the purposes of the company, lying without the limits of the city or town intended to be supplied with water, upon making compensation therefor. The mode of proceeding to obtain possession of such lands for the use of the company, right of way for laying pipes and aqueducts for the use of the company, when the parties cannot agree, shall, so far as the same be applicable, be as prescribed in chapters three and four of this act.

SEC. 29. Water companies hereafter incorporating under the provisions of this act must first obtain from the corporate authorities of a city or town intended to be supplied with water the right or privilege so to do; but nothing herein contained shall affect parties now acting under legislative grants or franchises.

#### CHAP. IV.—MODE OF PROCEEDING TO APPROPRIATE LANDS BY PRIVATE CORPORATIONS. (Sess. Laws, 1873, p. 417.)

SECTION 1. Whenever any corporation authorized by the provisions of this act to appropriate lands for the right of way is unable to agree with the owner thereof as to the compensation to be paid therefor, either such corporation or the owner of such land may by petition, in which the land sought to be appropriated shall be described with reasonable certainty, apply to a justice of the peace in and for the county where said land lies, who shall thereupon summon three disinterested householders of such county to appear before him upon a certain day, not less than five nor more than fifteen days from the date of the filing of such petition, which said summons shall be served upon said householders and the opposite party as other processes before justices of the peace, at least three days before the return day thereof, and the householders so summoned, after being sworn faithfully and impartially to examine the ground which shall be pointed out to them by such corporation or person, or both, and described in the petition, shall assess the damages which they believe such owner or owners will sustain over and above the additional value which the owners of adjoining land will derive from the construction of such road, canal, or other work, and make two written reports, signed by at least a majority of them, one of which shall be delivered to the corporation or person presenting such petition, and the other to the justice of the peace.

NOTE.—See act for the encouragement and support of mining and manufacturing, approved November 14, 1879; also an act to amend an act approved November 13, 1873, entitled "An act to provide for the formation of corporations", approved November 14, 1879 (Sess. Laws, 1879, p. 134).

SEC. 2. Upon the payment to such justice for the use of the owners, or to the owners of such lands, of the damages assessed by said householders, or a majority thereof, said corporation shall have the right to appropriate the land in question to its own use for corporate purposes, subject to the action of the district court in regard to damages, as hereinafter provided: *Provided*, That nothing herein contained shall be construed to prevent such

corporation from going upon such lands for the purpose of preliminary surveys and explorations and laying out the road or work.

SEC. 3. That said justice shall, within twenty days after the filing of such report of said householders, make out a certified copy thereof and file the same with the clerk of the district court of the district or subdistrict in which the land lies, who shall put the case upon the trial docket of the next term; the petitioner to be plaintiff and the other party defendant; and thereupon, if no objection is made within ten days by either party, the same shall stand confirmed, and judgment be entered accordingly. But either or both parties may elect to have said cause tried, and the parties then shall be at liberty to file the ordinary pleadings in a civil action, or such special pleadings as the court may allow; and the issues thus formed shall be tried as in other civil cases, the costs to be taxed against the corporation only when the verdict and judgment is for a larger amount than was awarded by the householders, or the cause has been tried at the instance of such corporation for the purpose of reducing the amount of damages, and the damages are not so reduced; otherwise the costs shall be taxed against the owner of the land.

SEC. 4. Either party may appeal to the supreme court of the territory as in other cases: *Provided*, That if the owner of the land accepts the sum awarded by the householders he shall be deemed thereby to conclusively waive a trial in the district court and appeal to the supreme court, and final judgment by default may be rendered in the district court as in other cases.

SEC. 5. The district court at the time of rendering judgment for damages, whether upon default or trial, shall also enter up a judgment or decree of appropriation of the land or right of way in question, thereby vesting the legal title to the same in the corporation for corporate purposes.

SEC. 6. All acts and parts of acts heretofore passed upon this subject are hereby repealed.

SEC. 7. This act to be in force and take effect from and after its passage.

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AN ACT to amend an act entitled "An act in relation to quartz-mining claims", approved November 13, 1873. (Approved November 12, 1875; Sess. Laws, 1875, p. 126.)

SECTION 1. That section three of said act be amended to read as follows: "The miners of each mining district may make rules and regulations governing the location and amount of work necessary to hold possession of a mining-claim subject to the requirements of the act of Congress approved May 10, 1872, entitled 'An act to promote the development of the mining resources of the United States', which are as follows: 'The location must be distinctly marked on the ground, so that its boundaries may be readily traced. All records of mining-claims hereafter made shall contain the name or names of the locators, the date of the location, and such a description of the claim or claims located, by reference to some natural objects or permanent monument, as will identify the claim. On each claim located after the passage of this act, and until a patent shall issue therefor, not less than one hundred dollars' worth of labor shall be performed or improvements made during each year, and upon a failure to comply with these conditions, the claim upon which such failure occurred shall be open to relocation in the same manner as if no location of the same had ever been made': *Provided*, That all mining-claims shall be recorded in the office of the county auditor of the county where the same is situated".

SEC. 2. All acts or parts of acts in conflict herewith be and the same are hereby repealed.

SEC. 3. This act to take effect and be in force from and after its passage.

NOTE.—This act was repealed, so far as it applies to Stevens county, by act approved November 9, 1877 (Sess. Laws, 1877, p. 335).

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AN ACT permitting foreign corporations to build, lease, or purchase railroads, tramways, and bridges. (Approved November 5, 1875; Sess. Laws, 1875, p. 108.)

SECTION 1. That any foreign corporation incorporated under the laws of any state of the United States, or any foreign country, state, or colony, shall be and is hereby permitted to construct, build, equip, lease, use, sell, hold, and dispose of, or acquire by purchase or otherwise, any railroad, tramway, or bridge in this territory, and shall be and is hereby allowed to work and operate the same; to acquire, own, and hold lands in connection therewith; to mortgage the same, or said railroad, tramway, or bridge, and to transact the business, collect and receive tolls, hold, use, and dispose of the franchise and rights of any such railroad, tramway, or bridge, with the same powers and privileges in all respects as now or may hereafter belong to citizens or corporations of this territory: *Provided*, Such corporation shall file in the office of the secretary of the territory a certified copy of its charter or certificate of incorporation.

SEC. 2. That so much of section two (2) of the act entitled "An act in relation to foreign corporations holding property or doing business in this territory", approved November 29, 1871, as requires corporations to appoint an agent who shall reside in the territory, shall not apply to corporations provided for in section one (1) of this act.

SEC. 3. This act shall take effect and be in force from and after its passage.

AN ACT permitting foreign corporations to transact business, and to acquire, hold, and dispose of real estate. (Approved November 5, 1875; Sess. Laws, 1875, p. 109.)

SECTION 1. That any corporation incorporated under the laws of any state of the United States, or of any foreign country, state, or colony, may acquire, hold, use, and dispose of, in the corporate name, all real estate necessary or convenient to carry into effect the objects of its incorporation and the transaction of its business, and also any interest in real estate, by mortgage or otherwise, as security for moneys due to or loans made by such foreign corporation in this territory, either prior to or after the passage of this act: *Provided*, Such corporation shall file in the office of the secretary of the territory a certified copy of its charter or certificate of incorporation.

SEC. 2. That so much of section two (2) of the act entitled "An act in relation to foreign corporations holding property or doing business in this territory", approved November 29th, 1871, as requires corporations to appoint an agent who shall reside in the territory, shall not apply to corporations provided for in section one (1) of this act.

SEC. 3. This act shall take effect and be in force from and after its passage.

#### STATUTES OF 1877.

AN ACT to repeal an act entitled "An act to amend an act entitled 'An act in relation to quartz-mining claims', approved November 12th, 1875, so far as the same applies to Stevens county". (Approved November 9, 1877; Stats., 1877, p. 335.)

SECTION 1. That an act entitled "An act to amend an act entitled 'An act in relation to quartz-mining claims'", approved November 12th, 1875, be, and the same is hereby, repealed so far as it applies to Stevens county.

SEC. 2. This act to take effect and be in force from and after its approval by the governor.

#### SESSION LAWS, 1877.

AN ACT relating to liens. (Approved November 8, 1877; Sess. Laws, 1877, p. 219.)

#### CHAP. III.—LIENS OF MECHANICS AND OTHERS UPON REAL PROPERTY.

SECTION 19. Every person performing labor upon or furnishing materials to be used in the construction, alteration, or repair of any mining-claim, building, wharf, bridge, ditch, dyke, flume, tunnel, fence, machinery, railroad, wagon road, aqueduct to create hydraulic power, or any other structure, or who perform labor in any mine or mining-claim, has a lien upon the same for the work or labor done or material furnished by each respectively, whether done or furnished at the instance of the owner of the building or other improvement, or his agent; and every contractor, subcontractor, architect, builder, or person having charge of any mining, or of the construction, alteration, or repair, either in whole or in part, of any building or other improvement as aforesaid, shall be held to be the agent of the owner for the purposes of this chapter.

SEC. 20. Any person who, at the request of the owner of any lot in any incorporated city or town, grades, fills in, or otherwise improves the same or the street in front of or adjoining the same, has a lien upon such lot for his work done and materials furnished.

SEC. 21. The land upon which any building, improvement, or structure is constructed, together with a convenient space about the same, or so much as may be required for the convenient use and occupation thereof, to be determined by the court on rendering judgment, is also subject to the lien if, at the commencement of the work or of the furnishing of the materials for the same, the land belonged to the person who caused said building, improvement, or structure to be constructed, altered, or repaired; but if such person owned less than a fee-simple estate in such land then only his interest therein is subject to such lien.

SEC. 22. The liens provided for in this chapter are preferred to any lien, mortgage, or other incumbrance which may have attached subsequent to the time when the building, improvement, or structure was commenced, work done, or materials were commenced to be furnished; also, to any lien, mortgage, or other incumbrance of which the lienholder had no notice, and was unrecorded at the time the building, improvement, or structure was commenced, work done, or the materials were commenced to be furnished.

SEC. 23. Every original contractor, within sixty days after the completion of his contract or other termination thereof, and every person, save the original contractor, claiming the benefit of this chapter, must, within thirty days after the completion of any building, improvement, or structure, or after the completion of the alteration or repair thereof, or after he has ceased to labor thereon from any cause, or after he has ceased to furnish materials therefor, or after the performance of any labor in a mine or mining-claim, file for record with the county auditor of the county in which such property or some part thereof is situated a claim containing a statement of his demand, after deducting all just credits and offsets, with the name of the owner or reputed owner, if known, and also the name of the person by whom he was employed or to whom he furnished the materials, with a statement of the terms, time given, and conditions of his contract, and also a description of the property to be charged with the lien sufficient for identification, which claim must be verified by the oath of himself or some other person, to the effect that the affiant believes the claim to be just.

SEC. 24. In every case in which one claim is filed against two or more buildings, mines, mining-claims, or other improvements owned by the same person, the person filing such claim must at the same time designate the amount due to him on each of such buildings, mines, mining-claims, or other improvements, otherwise the lien of such claim is postponed to other liens. The lien of such claim does not extend beyond the amount designated as against other creditors having liens by judgment, mortgage, or otherwise upon either of such buildings or other improvements, or upon the land upon which the same are situated.

SEC. 25. The county auditor must record the claim mentioned in this chapter in a book kept by him for that purpose, which record must be indexed, as deeds and other conveyances are required by law to be indexed, and for which he may receive the same fees as are allowed by law for recording deeds and other instruments.

SEC. 26. No lien provided for in this chapter binds any building, mining-claim, improvement, or structure for a longer period than four calendar months after the claim has been filed, unless proceedings be commenced in a proper court within that time to enforce such lien; or if a credit be given, then four calendar months after the expiration of such credit; but no lien continues in force under this chapter for a longer time than two years from the time the work is completed by any agreement to give credit.

SEC. 27. Every building or other improvement mentioned in section nineteen of this chapter constructed upon any lands with the knowledge of the owner, or the person having or claiming any interest therein, shall be held to have been constructed at the instance of such owner or person having or claiming any interest therein, and the interest owned or claimed shall be subject to any lien provided for under the provision of this chapter, unless such owner or person having or claiming an interest therein shall, within three days after he shall have obtained knowledge of the construction, alteration, or repair, or the intended construction, alteration, or repair, give notice that he will not be responsible for the same by posting a notice in writing to such effect in some conspicuous place upon said land or upon the building or other improvements situated thereon.

SEC. 28. The contractor shall be entitled to recover upon the claim filed by him only such amount as may be due to him according to the terms of his contract after deducting all claims of other parties for work done and materials furnished as aforesaid; and in all cases where a claim shall be filed under this chapter for work done or materials furnished to any contractor, he shall defend any action brought thereupon at his own expense; and during the pendency of such action the owner may withhold from the contractor the amount of money for which the claim is filed; and in case of judgment against the owner or his property upon the lien the said owner shall be entitled to deduct from any amount due or to become due by him to the contractor the amount of such judgment and costs; and if the amount of such judgment and costs shall exceed the amount due by him to the contractor, or if the owner shall have settled with the contractor in full, he shall be entitled to recover back from the contractor any amount so paid by him, the said owner, in excess of the contract price, and for which the contractor was originally the party liable.

SEC. 29. In every case in which different liens are asserted against any property, the court in the judgment must declare the rank of each lien or class of liens, which shall be in the following order:

*First.* All persons other than the original contractors and subcontractors.

*Second.* The subcontractor.

*Third.* The original contractors.

And the proceeds of the sale of the property must be applied to each lien or class of liens in the order of its rank, and whenever on the sale of the property subject to the lien there is a deficiency of proceeds, judgment may be rendered for the deficiency in like manner and with like effect as in actions for the foreclosure of mortgages.

SEC. 30. Any number of persons claiming liens may join in the same action, and when separate actions are commenced the court may consolidate them. The court may also allow as part of the costs the moneys paid for filing and recording the claim, and reasonable attorney's fee in the district and supreme court.

SEC. 31. Whenever materials shall have been furnished for use in the construction, alteration, or repair of any building or other improvement, such materials shall not be subject to attachment, execution, or other legal process to enforce any debt due by the purchaser of such materials, except a debt due for the purchase money thereof, so long as in good faith the same are about to be applied to the construction, alteration, or repair of such building, mining-claim, or other improvement.

SEC. 32. Nothing contained in this chapter shall be construed to impair or affect the right of any person to whom any debt may be due for work done or materials furnished to maintain a personal action to recover such debt against the person liable therefor.

SEC. 33. The liens provided for in this chapter may be enforced in a civil action in the same manner and under the same proceedings as govern in the foreclosure of a mortgage on real estate.

#### CHAP. IV.—CERTAIN LIENS FOR SALARIES AND WAGES.

SECTION 34. In all assignments of property made by any person to trustees or assignees on account of the inability of the person at the time of the assignment to pay his debts, or in proceedings in insolvency, the wages of

miners, mechanics, salesmen, servants, clerks, or laborers employed by such persons, to the amount of one hundred dollars each, and for services rendered within sixty days previously, are preferred claims, and must be paid by such trustees or assignees before any other creditor or creditors of the assignor.

SEC. 35. In case of the death of any employer the wages of each miner, mechanic, salesman, clerk, servant, and miner for services rendered within sixty days next preceding the death of the employer, not exceeding one hundred dollars, rank in priority next after the funeral expenses, expenses of the last sickness, the charges and expenses of administering upon the estate, and the allowance to the widow and infant children, and must be paid before other claims against the estate of the deceased person.

SEC. 36. In cases of executions, attachments, and writs of a similar nature, issued against any person except claims for labor done, any miners, mechanics, salesmen, servants, clerks, and laborers who have claims against defendant for labor done may give notice of their claims and the amount thereof, sworn to by the person making claim, to the creditor and the officer executing either of such writs at any time before the actual sale of property ordered; and, unless such claim is disputed by the debtor or a creditor, such officer must pay to such person out of the proceeds of the sale the amount each is entitled to receive for services rendered within the sixty days next preceding the levy of the writ, not exceeding one hundred dollars. If any or all the claims so presented and claiming preference under this chapter are disputed by either the debtor or a creditor, the person presenting the same must commence an action within ten days for the recovery thereof, and must prosecute his action with due diligence or forever barred from any claim of priority of payment thereof; and the officer shall retain possession of so much of the proceeds of the sale as may be necessary to satisfy such claim until the determination of such action, and a final judgment be had for the claim, or any part thereof, carrying costs, the costs taxable therein shall likewise be a preferred claim with the same rank as the original claim.

#### CHAP. XXXI.—EXEMPTION.

AN ACT to regulate the practice and proceedings in civil actions. (Approved November 8, 1877; Sess. Laws, 1877, p. 73.)

\* \* \* \* \*  
SECTION 351. The following property shall be exempt from execution or attachment, except as is hereinafter specially provided:

\* \* \* \* \*  
6. To a mechanic, the tools and instruments used to carry on his trade for the support of himself and family; and material not exceeding in value five hundred dollars in coin.

\* \* \* \* \*  
12. To a teamster and drayman engaged for his support and that of his family, his team. The word team in this division means a span of horses, harness, and one wagon or dray.

\* \* \* \* \*  
SEC. 352. \* \* \* *Provided*, That nothing in this chapter shall be construed to exempt the property, real or personal, from attachment or execution of non-residents, or a person who has left, or is about to leave, the territory for the purpose of defrauding his creditors.

#### CHAP. II.—LIMITATION OF ACTIONS.

AN ACT to regulate the practice and proceedings in civil actions. (Approved November 8, 1877; Sess. Laws, 1877, p. 7.)

\* \* \* \* \*  
SECTION 25. Actions can only be commenced within the periods herein prescribed after the cause of action shall have accrued, except when in special cases a different limitation is prescribed by statute; but in the district court the objection that the action was not commenced within the time limited can only be taken by answer.

SEC. 26. The period prescribed in the preceding section for the commencement of actions shall be as follows:

Within twenty years:

1. Actions for the recovery of real property, or for the recovery of the possession thereof; and no action shall be maintained for such recovery unless it appear that the plaintiff, his ancestor, predecessor, or grantor was seized of the premises in question within twenty years before the commencement of the action.

#### CHAP. III.—ASSESSMENT OF PROPERTY.

AN ACT to provide for the assessing and collecting of county and territorial revenue. (Approved November 14, 1879; Sess. Laws, 1879, p. 9.)

\* \* \* \* \*  
SECTION 21. The owner or holder of stock in any firm or corporation, the entire capital or property whereof is assessed, must not be assessed individually for his stock in such firm or corporation.

SEC. 22. The property of every firm and corporation must be assessed in the county where the property is situated, and must be assessed in the name of the firm or corporation unless otherwise provided by this act.

\* \* \* \* \*

SEC. 42. *Water-ditches and toll-roads—How assessed.*—All water ditches constructed for mining, manufacturing, or irrigation purposes, and wagon or turnpike toll-roads, with all improvements attached to such properties, must be listed and assessed as real estate, without separating the land and the improvements, either in the description or valuation of the same, at a certain sum per mile, and all personal property not so attached must be listed and assessed as other similar personal property is listed and assessed.

\* \* \* \* \*

SEC. 50. All lands known to contain mines, minerals, quarries, gypsum, and natural timber of value shall be assessed according to their full cash value, which shall include the value of said mines, minerals, quarries, gypsum, and timber; and the assessor shall note on his assessment roll, immediately under the description of said lands, their nature, whether coal-mines, gold-mines, silver-mines, copper-mines, iron-mines.

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AN ACT conferring upon foreign corporations certain powers. (Approved November 10, 1879; Sess. Laws, 1879, p. 148.)

SECTION 1. That all foreign corporations doing business in this territory are authorized to appropriate land for corporate purposes to the same extent and under the same restrictions, rules, and regulations as are prescribed by law for domestic corporations in the act of the legislative assembly of Washington territory, approved November 13, 1873, entitled "An act to provide for the formation of corporations".

SEC. 2. This act to take effect and be in force from and after its passage.

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AN ACT to amend an act approved Nov. 13, 1873, entitled "An act to provide for the formation of corporations". (Approved November 14, 1879; Sess. Laws, 1879, p. 134.)

SECTION 1. That all corporations authorized to do business in the territory, and who have been or may hereafter be organized for the purpose of erecting and maintaining flumes or aqueducts to convey water for consumption, or for mining, irrigation, milling, or other industrial purposes, shall have the same right to appropriate lands for necessary corporate purposes and under the same regulations and instructions as are provided for other corporations in the act to which this is amendatory, and such corporations organized for such purposes, in order to carry out the object of their incorporation, are authorized to take and use any water not otherwise legally appropriated or legally claimed.

SEC. 2. This act shall take effect and be in force from and after its passage.

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AN ACT for the encouragement and support of mining and manufacturing. (Approved November 14, 1879; Sess. Laws, 1879, p. 124.)

Whereas mining and manufacturing industries are greatly beneficial to the public and should be encouraged and supported in this territory: Now, therefore,

SECTION 1. *Be it enacted, etc.,* That any person or persons, or company now incorporated, or that may hereafter become incorporated, under the laws of this territory, for the purpose of mining or manufacturing, shall have the right to purchase or appropriate and take possession of and divert from its natural channel and use and hold the waters of any river, creek, or stream in this territory that may be required for the mining and manufacturing purposes of any such person or persons, corporation or corporations, and to construct all dams, canals, reservoirs, ditches, pipes, flumes, and aqueducts suitable and necessary for the controlling, directing, and running such waters to their mines or manufacturing establishments of any such person or persons, corporation or corporations, where the same may be intended to be utilized for such purposes: *Provided,* That no such appropriation or diversion of the waters of any such river, creek, or stream from its natural channel, nor shall any such dam, canal, reservoir, ditch, pipe, flume, or aqueduct be constructed, to the detriment of any person or persons, corporation or corporations, occupying the lands or being located below the point or place of such appropriation or diversion on any such stream or its tributaries, or above or below such dam, canal, reservoir, ditch, pipe, flume, or aqueduct, or of the owners of the lands through which the waters run in the natural course for the deprivation of the same, or the owners of the land through or upon which such dam, canal, reservoirs, ditch, pipe, flume, or aqueduct may pass through or over, or be situated upon, unless just and adequate compensation be previously ascertained and paid therefor.

SEC. 2. That the mode of proceeding to appropriate, take possession of and divert such waters, and to build such dam, canal, ditch, reservoir, pipe, flume, or aqueduct, as prescribed in section one of this act, when the parties cannot agree upon the purchase thereof, shall be the same as prescribed in chapter four of an act to provide for the formation of corporations, approved November thirteenth, eighteen hundred and seventy-three, except that the amount of the benefits accruing to the residue of the property of the same individual or corporation, by reason



of the use made of that taken, to be estimated by the parties assessing the damages, shall be deducted from the value of the property taken.

SEC. 3. That all acts or parts of acts heretofore passed that conflict with the provisions of this act are hereby repealed.

SEC. 4. This act to be in force and take effect from and after its passage and approval by the governor.

AN ACT to amend an act entitled "An act relating to liens", approved November 8, 1877. (Approved November 3, 1879; Sess. Laws, 1879, p. 99.)

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SECTION 6. Section twenty-three of chapter three of said act shall be, and the same is, amended so as to read:

"SEC. 23. Every original contractor, within sixty days after the completion of his contract or other termination thereof, and every person, save the original contractor, claiming the benefit of this chapter, must, within sixty days after the completion of any building, improvement, or structure, or after the completion of the alteration or repair thereof, or after he has ceased to labor thereon from any cause, or after he has ceased to furnish materials therefor, or after the performance of any labor in a mine or mining-claim, file for record, with the county auditor of the county in which such property or some part thereof is situated, a claim containing a statement of his demand, after deducting all just credits and offsets, with the name of the owner, or reputed owner, if known, and also the name of the person by whom he was employed, or to whom he furnished the materials, with a statement of the terms, time given, and conditions of his contract, and also a description of the property to be charged with the lien sufficient for identification, which claim must be verified by the oath of himself or some other person, to the effect that the affiant believes the claim to be just".

## WYOMING TERRITORY.

THE COMPILED LAWS, INCLUDING ALL LAWS IN FORCE AT CLOSE OF FOURTH LEGISLATIVE ASSEMBLY,  
1876.

### CHAP. LXXXV.—MINING RESOURCES.

AN ACT to provide for the development of the mining resources of the territory of Wyoming. (Approved December 16, 1871, p. 488.)

SECTION 1. Any person or persons who shall have performed work or made improvements or expenditures to the amount of one thousand dollars on any lead, lode, or ledge, the same shall not be subject to relocation under the laws of this territory: *Provided*, That such quartz-claim or claims shall not be abandoned, but shall be represented by the person or persons owning such claim or claims, or by his or their agent or attorney, who shall reside within the district in which such claim or claims may be situated, unless driven from said district by Indians.

SEC. 2. Any person or persons who shall defraud, cheat, or swindle any party or parties, by what is known as "salting", that is, by placing or causing to be placed in any placer or quartz claim, or dirt, gravel, or quartz contained therein, any gold, silver, or metals or minerals which would prove to be a misrepresentation, thereby working injury or loss to any party or parties, shall be deemed guilty of a felony, and, upon conviction thereof, shall be fined in any sum not to exceed five thousand dollars and not less than fifty dollars, together with the cost of prosecution, and may be imprisoned in the territorial penitentiary not more than three years nor less than thirty days, or both such fine and imprisonment.

SEC. 3. When parties owning in partnership any claim or claims, or any lead, lode, or ledge, and any one of the parties so owning shall fail to perform his or her portion of the work for the period of eight months, or pay the reasonable assessment for the same, when said claim is being worked in accordance with the expressed wish of a majority of the persons owning such claim, it may be sold to pay such assessment by the person or persons to whom such assessment may be due, by giving thirty days' notice, published in the nearest newspaper, and by posting notice for thirty days on such claims, giving the amount of assessment due, date of notice, and date of sale.

SEC. 4. The provisions of the foregoing section shall not apply to persons residing within the district in which his or her property is situated.

SEC. 5. Any property sold to pay assessments may be redeemed within the period of six months by the person or persons formerly owning such property, or by his or her agents, heirs, or attorneys, by paying the costs of advertising and sale together with the assessments due, and ten per cent. upon all purchase money for the same.

SEC. 6. All acts and parts of acts conflicting with this act be, and the same are hereby, repealed.

SEC. 7. This act shall take effect and be in force from and after its passage.

TITLE II.—*Time of commencing civil actions—actions for the recovery of real property.*

AN ACT to establish a Code of Civil Procedure for the territory of Wyoming, p. 34.

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SECTION 8. An action for the recovery of the title or possession of lands, tenements, or hereditaments can only be brought within twenty-one years after the cause of action shall have accrued.

SEC. 9. If a person entitled to commence any action for the recovery of the title or possession of any lands, tenements, or hereditaments be, at the time his or her right or title shall first descend or accrue, within the age of twenty-one years, a married woman, insane, or imprisoned, every such person may, after the expiration of twenty-one years from the time his or her right or title first descended or accrued, bring such action within ten years after such disability is removed, and at no time thereafter. An action for the forcible entry and detainer or forcible and unlawful detention only of real property can only be brought within two years after the cause of such action shall have accrued.

## CHAP. XXXIV.—CORPORATIONS.

AN ACT to create and regulate corporations. (Approved December 10, 1869, p. 228.)

SECTION 1. At any time hereafter any three or more persons who may desire to form a company for the purpose of carrying on any kind of manufacturing, mining, chemical, merchandising, or mechanical business; construct wagon roads, railroads, telegraph lines, dig ditches, build flumes, run tunnels, or carry on any branch of business designed to aid in the industrial or productive interests of the country, may make, sign, and acknowledge, before some officer competent to take the acknowledgment of deeds, duplicate certificates in writing, in which shall be stated the corporate name of said company and the object for which the company shall be formed; the amount of capital stock of the said company; the term of its existence, not to exceed fifty years; the number of shares of which the said stock shall consist; the number of trustees, and their names, who shall manage the concerns of the said company for the first year, and the name of the town and county in which the operations of the said company shall be carried on, and shall file one of said certificates in the office of the county clerk of each county wherein the business of the company is to be carried on, and one thereof in the office of the secretary of the territory; the county clerk shall record said certificate in a book kept by him in his office for that purpose.

SEC. 2. When the certificate shall have been filed, as aforesaid, with the secretary of the territory, he shall record and carefully preserve the same in his office, and a copy thereof, duly certified by the secretary of the territory, under the great seal of the territory of Wyoming, shall be evidence of the existence of such company; and the persons who shall have signed and acknowledged the same, and their successors, shall be a body politic and corporate, in fact and in name, by the name stated in such certificate, and by that name have succession, and shall be capable of suing and being sued in any court of law or equity in this territory, and they and their successors may have a common seal, and may make or alter the same at pleasure, and they shall, by their corporate name, be capable in law of acquiring by purchase, pre-emption, donation, or otherwise, and holding or conveying by deed or otherwise, any real or personal estate whatever which may be necessary to enable the said company to carry on their operations named in the certificate.

SEC. 3. Any certificate hereafter filed and recorded under the provisions of this article may designate one or more places where the company may carry on its business.

SEC. 4. If any company shall be formed under this article for the purpose of carrying on any part of its business in any place outside of this territory, the certificate shall so state, and shall also state the name of the town and county in which the principal part of the business of said company within this territory is to be transacted, and said town and county shall be deemed the town, place, and county in which the operations and business of the company are to be carried on, and its principal place of business, within the meaning and provisions of this article.

SEC. 5. The stock, property, and concerns of such company shall be managed by not less than three nor more than nine trustees, who shall respectively be stockholders in said company, and who shall (except the first year) be annually elected by the stockholders, at such time and place as shall be directed by the by-laws of the company; and public notice of the time and place of holding such elections shall be published not less than ten days previous thereto in the newspaper printed nearest to the place where the operations of the said company shall be carried on, and the election shall be made by such of the stockholders as shall attend for that purpose, either in person or by proxy, provided one-half the stock is represented; all elections shall be by ballot, and each stockholder shall be entitled to as many votes as he owns shares of stock in the said company, and the persons receiving the greatest number of votes shall be trustees; and when any vacancy shall happen among the trustees, by death, resignation, or otherwise, it shall be filled for the remainder of the year in such manner as shall be provided by the by-laws of the said company.

SEC. 6. In case it should happen at any time that an election of trustees shall not be made on the day designated

by the by-laws of said company, when it ought to have been made, the company for that reason shall not be dissolved, but it shall be lawful on any other day to hold an election for trustees, in such manner as shall be provided for by the said by-laws, and all acts of trustees shall be valid and binding as against such company until their successors shall be elected.

SEC. 7. There shall be a president of the company, who shall be designated from the number of trustees, and also such subordinate officers as the company by its by-laws may designate, who may be elected or appointed, and required to give such security for the faithful performance of the duties of their offices as the company by its by-laws may require.

SEC. 8. It shall be lawful for the trustees to call in and demand from the stockholders, respectively, all such sums of money by them subscribed, at such time and in such payments or installments as the trustees shall deem proper, not to exceed ten per cent. in any one month, under the penalty of forfeiting the shares of stock subscribed for, and for all previous payments made thereon, if payment shall not be made by the stockholders within sixty days after a personal demand, or notice requiring such payment shall have been published for six successive weeks in the newspaper nearest the place where the business of the company shall be carried on as aforesaid.

SEC. 9. The stockholders of such corporation, or the trustees, if the certificate of incorporation so provide, shall have power to make by-laws, as they shall deem proper, for the management and disposition of the stock and business affairs of such company, not inconsistent with the laws of this territory, and prescribing the duties of officers, artificers, and servants that may be employed, for the appointment of all officers, and for carrying on all kinds of business within the objects and purposes of such company.

SEC. 10. The stock of such company shall be deemed personal estate, and shall be transferable in such manner as shall be prescribed by the by-laws of the company, but no shares shall be transferable until all previous calls thereon shall have been fully paid in or shall have been declared forfeited for the non-payment of calls thereon; and it shall not be lawful for such company to use any of their funds for the purchase of any stock in any other corporation, nor for the purchase of stock in their own company or corporation, in the corporate name, nor shall such company or corporation acquire or hold any stock or share therein, except such as may be forfeited for the non-payment of assessment thereon.

SEC. 11. The copy of any certificate of incorporation, filed and recorded in pursuance of this article, certified by the secretary of the territory, under the great seal of the territory of Wyoming, to be a true copy, and the whole of such certificate, shall be received in all courts and places as *prima-facie* evidence of the facts therein stated.

SEC. 12. All the stockholders of every company incorporated under the provisions of this article shall be, severally, individually liable to the creditors of the company in which they are stockholders to the amount of unpaid assessments on capital stock held by them, respectively, and to no other or further amount, for all debts and contracts made by such company, until the whole amount of assessments on capital stock, fixed and limited by the trustees, shall be paid in, and the assessment on capital stock, as fixed and limited by the trustees, shall all be paid in, ten per cent. thereof within one year, and the balance shall be payable in installments, as shall be required by the trustees, who shall give six weeks' notice, by publication, of the time and place for the payment of the same.

SEC. 13. The trustees of such company may purchase mines, manufactories, and other property necessary for their business, and issue stock to the amount of the value thereof in payment therefor, and the stock so issued shall be declared and taken to be full stock, and not liable to any further calls, neither shall the holders thereof be liable to any further payments under the provisions of the tenth section of this article, but in all statements and reports of the company this stock shall not be stated or reported as being issued for cash paid into the company, but shall be reported in this respect according to the facts.

SEC. 14. The president and a majority of the trustees, within thirty days after the payment of the last installment of the capital stock so fixed and limited by the company, shall make a certificate stating the amount of the capital so fixed and paid in, which certificate shall be signed and sworn to by the president and a majority of the trustees, and they shall, within the said thirty days, record the same in the office of the register of deeds of the county wherein the business of the said company is carried on.

SEC. 15. If the trustees of any such company shall declare and pay any dividend when the company is insolvent, or any dividend the payment of which would render it insolvent or which would diminish the amount of its capital stock, they shall be jointly and severally liable for all the debts of the company then existing and for all that shall be thereafter contracted while they shall respectively continue in office: *Provided*, That if any of the trustees shall object to the declaring of such dividend, or to the payment of the same, and shall, at any time before the time fixed for the payment thereof, file a certificate of their objection, in writing, with the clerk or secretary of the company and with the register of deeds within the county, they shall be exempt from the said liability.

SEC. 16. No person holding stock in any such company as executor, administrator, guardian, or trustee, and no such person holding such stock as collateral security, shall be personally subject to any liability as stockholder of such company, but the person pledging such stock shall be considered as holding the same, and shall be liable as a stockholder accordingly, and the estate and funds in the hands of such executor, administrator, guardian, or trustees shall be liable in like manner and to the same extent as the testator or intestate, or the ward or person

interested in such trust fund, would have been if he had been living and competent to act, and held the same stock in his own name.

SEC. 17. Every such executor, administrator, guardian, or trustee shall represent the shares of stock in his hands at all meetings of the company, and may vote accordingly as a stockholder, and every person who shall pledge his stock as aforesaid may, nevertheless, represent the same at all such meetings, and may vote accordingly as a stockholder.

SEC. 18. The legislature may at any time alter, amend, or repeal this article, but such amendment or repeal shall not take away or impair any remedy given against or in favor of any such corporation, its stockholders, or officers for any liability which shall have been previously incurred.

SEC. 19. Any corporation or company heretofore formed, either by special act or under the general law, and now existing, or any company which may be formed under this article, may increase or diminish its capital stock, by complying with the provisions of this article, to any amount which may be deemed sufficient and proper for the purposes of the corporation, and may also extend its business to any other branch named in section one of this article, subject to the provisions and liabilities of this article. But before any corporation shall be entitled to diminish the amount of its capital stock, if the amount of its debts and liabilities shall exceed the amount of capital to which it is proposed to be reduced such amount of debts and liabilities shall be satisfied and reduced so as not to exceed such diminished amount of capital, and any existing company, heretofore formed under the general law or any special act, may come under and avail itself of the privileges and provisions of this article by complying with the following provisions, and thereupon such company, its officers, and stockholders shall be subject to all the restrictions, duties, and liabilities of this article.

SEC. 20. Whenever any company shall desire to call a meeting of stockholders for the purpose of availing itself of the privileges of this article, or for increasing or diminishing the amount of its capital stock, or for extending or changing its business, it shall be the duty of the trustees to publish a notice, signed by at least a majority of them, in a newspaper in the county wherein is situate the principal office of the company, if any shall be published therein, at least six successive weeks, and to deposit a written or printed copy thereof in the post-office, addressed to each stockholder at his usual place of residence, at least six weeks previous to the day fixed for holding such meeting, specifying the object of the meeting, the time and place when and where such meeting shall be held, and the amount to which it shall be proposed to increase or diminish the capital, and the business to which the company would be extended or changed; and a vote of at least two-thirds of all the shares of stock shall be necessary to an increase or diminution of the amount of its capital stock or the extension or change of its business as aforesaid, or to enable a company to avail itself of the provisions of this article.

SEC. 21. If, at any time and place specified in the notice provided for in the preceding sections of this article, stockholders shall appear, in person or by proxy, in number representing not less than two-thirds of all the shares of stock of the corporation, they shall organize by choosing one of the trustees chairman of the meeting, and also a suitable person for secretary, and proceed to a vote of those present, in person or by proxy, and if, on canvassing the votes, it shall appear that a sufficient number of the votes has been given in favor of increasing or diminishing the amount of capital, or of extending or changing its business as aforesaid, or for availing itself of the privileges and provisions of this article, a certificate of the proceedings, showing a compliance with the provisions of this article, the amount of capital actually paid in, the business to which it is extended or changed, the whole amount of debts and liabilities of the company, and the amount to which the capital stock shall be increased or diminished, shall be made out, signed, and verified by the affidavit of the chairman, and be countersigned by the secretary, and such certificate shall be acknowledged by the chairman, and filed and recorded as required by the first section of this article, and when so filed and recorded the capital stock of such corporation shall be increased or diminished to the amount specified in such certificate, and business extended or changed as aforesaid, and the company shall be entitled to the privileges and provisions and be subject to the liabilities of this article, as the case may be.

SEC. 22. If the indebtedness of any such company shall at any time exceed the amount of its capital stock, the trustees of such company assenting thereto shall be personally and individually liable for such excess to the creditors of such company.

SEC. 23. Whenever any person or persons owning fifteen per cent. of the capital stock of any company formed under the provisions of this article shall present a written request to the treasurer thereof, that they desire a statement of the affairs of such company, it shall be the duty of such treasurer to make a statement of the affairs of said company under oath, embracing a particular account of all its assets and liabilities in minute detail, and to deliver such statement to the persons who presented the said written request to said treasurer within twenty days after such presentation, and shall also, at the same time, place and keep on file in his office, for six months thereafter, a copy of such statement, which shall, at all times during business hours, be exhibited to any stockholder of said company demanding an examination thereof; such treasurer, however, shall not be required to deliver such statement in the manner aforesaid oftener than once in every six months. If such treasurer shall neglect or refuse to comply with any of the provisions of this article he shall forfeit and pay to the person presenting said written request the sum of fifty dollars, and the further sum of ten dollars for every twenty-four hours thereafter until such statement shall be furnished, to be sued for and recovered in any court having cognizance thereof.

SEC. 24. Any corporation or association of persons organized under this act now or hereafter engaged in mining gold or silver bearing quartz-rock, coal, lead, iron, copper, or other minerals, may construct or operate a railroad, tramway road, or wagon road from their said mine or mines to any point or points desired by them, and shall have the exclusive right of way to the line of their road over the unoccupied public domain for the space not exceeding one hundred feet on either side thereof, and also the exclusive possession at the termini of their said road, and at such intermediate points as may be required, for depots, buildings, turn-tables, water-tanks, machine-shops, and other necessary appurtenances of a railroad; and said corporation or association of persons may file a survey or diagram of such line of road, with the land claimed by them on either side thereof, and also the land claimed at the termini aforesaid, with the secretary of the territory, and it shall not be lawful for any person or persons to construct any road or erect any buildings or otherwise interfere with the possession of the land so indicated in the survey or diagram filed as aforesaid, and a certified copy of such survey under the seal of the territory shall be received in evidence in all courts of law or equity within this territory.

SEC. 25. When any three or more persons shall associate to form a company for the purpose of constructing a wagon road under the provisions of this article, their certificate of incorporation, in addition to the matters hereinbefore required to be stated therein, shall specify the termini of said road and the route of the same, as near as may be; and the said company shall have the right of way over the line named in the certificate, to erect toll-gates, not to exceed one to every ten miles of road, and to collect toll thereat at the rates prescribed by the county commissioners, or the tribunal transacting county business, upon the application of such corporation, either at or before the time of commencing such road or after completion thereof: *Provided*, That such rates of toll shall remain in force and may be collected from persons travelling such road for two years after the time of completing such road; and thereafter, at the expiration of every two years, the county commissioners, or tribunal transacting county business, in each county through which such road passes shall fix and regulate such rates of toll, but not at higher rates than those originally prescribed: *And provided further*, That nothing in this article shall be so construed as to authorize any corporation formed under the provisions hereof to locate their road, railroad, ditch, or flume, or any part thereof, upon any toll-road previously existing, nor upon any public highway heretofore, and at the time of the organization of such corporation, used and traveled as such, except it may be necessary to cross such toll-road or public highway; all such rates of toll shall be conspicuously posted at every gate upon such road.

SEC. 26. No company formed under this article shall demand and receive toll whenever said wagon road is not in reasonably good repair, and any person having paid toll on said road, who shall find the same in bad condition and unsafe to travel with loaded teams, shall have the right to make complaint before any justice of the peace in the county in which the road is located, and it shall be the duty of said justice of the peace to summon the said company, or any agent of the said company, to appear before him to answer in said complaint, within not over five days from the date of said complaint; and if it be found that said road is in bad condition, or unsafe to travel, it shall be the duty of said justice to impose a fine of not less than ten dollars nor more than twenty-five dollars, to be collected from said company, and said justice shall issue his order that no toll be collected upon said road, or any part thereof, until it is put in good repair.

SEC. 27. Any person, after toll shall have been demanded by the regularly-authorized toll-collector, who may be found traveling upon said road and refusing to pay said toll shall be subject to a fine of not less than five dollars nor more than ten dollars for such offense, the same to be collected before any justice of the peace in the county wherein such road is located.

SEC. 28. Whenever any three or more persons associate under the provisions of this article to form a company for the purpose of constructing a ditch for the purpose of conveying water to any mines, mills, or lands, to be used for mining, milling, or irrigating of lands, they shall, in their certificate, in addition to the matters required in section one of this article, specify as follows: The stream or streams from which the water is to be taken; the point or place on said stream at or near which the water is to be taken out; the line of said ditch, as near as may be, and the use to which said water is intended to be applied.

SEC. 29. Any ditch company formed under the provisions of this article shall have the right of way over the line named in the certificate, and shall also have the right to run the water of the stream or streams named in the certificate through their ditch: *Provided*, That the line proposed shall not interfere with any other ditch whose rights are prior to those acquired under this article and by virtue of said certificate. Nor shall the water of any stream be directed from its original channel to the detriment of any miners, mill-men, or others along the line of said stream, who may have a priority of right, and there shall be at all times left sufficient water in said stream for the use of miners and agriculturists who may have a prior right to such water along said stream.

SEC. 30. Any company constructing a ditch under the provisions of this article shall furnish water to the class of persons using water in the way named in the certificate as the way the water is designated to be used, whether miners, mill-men, or farmers, whenever they shall have water in their ditch unsold, and shall at all times give the preference to the use of the water in said ditch to the class of persons so named in the certificate, the rates at which water shall be furnished to be fixed by the county commissioners, or the tribunal transacting county business, as soon as such ditch shall be completed and prepared to furnish water.

SEC. 31. Every ditch company organized under the provisions of this article shall be required to keep the bank of their ditch in good condition, so that the water shall not be allowed to escape from the same to the injury of any mining-claim, road, ditch, or other property located and held prior to the location of such ditch, and, whenever it is necessary to convey any ditch over or across or above any lode or mining-claim, that the company shall, if necessary to keep the water of said out or from any claim, flume the ditch so far as necessary to protect such claim or property from the water of said ditch: *Provided*, That in all cases where the ditch has priority of right by location, the owners of such claim or property shall be compelled to protect themselves from any damages that might be created by said ditch, and the owner of such claim shall be liable for any damages resulting to said ditch by reason of the works or operations performed on such claim or property.

SEC. 32. When any company shall organize under the provisions of this article to form a company for the purpose of constructing a flume, their certificate, in addition to the matters required in the first section of this article, shall specify as follows: The place of beginning, the termini, and the route, so near as may be, and the purpose for which such flume is intended, and, when organized according to the provisions of this article, said company shall have the right of way over the line proposed in such certificate for such flume: *Provided*, It does not conflict with the right of any farmer, fluming, ditching, or other company.

SEC. 33. When any three or more persons shall associate under the provisions of this article to form a company for the purpose of constructing a bridge or establishing a ferry over any of the streams of water in this territory, their certificate, in addition to the matters required in the first section of this article, shall specify as follows: The place where said bridge or ferry is to be built or established, and on what streams, and that the banks on both sides of the stream where the said bridge or ferry is to be built or established are owned by said company, or that they have obtained, in writing, the consent of the owners of the banks where the said bridge is to be built to erect the said bridge or establish the said ferry as aforesaid.

SEC. 34. Any bridge built or established under the provisions of this article shall at all times be kept in good and safe condition for travel, both night and day, unless the same be rendered impassable by reason of flood or high water; and any bridge or ferry so built or established shall, if destroyed by flood, fire, or other causes, be rebuilt or established within a period of nine months from such destruction, or the rights acquired under this article shall be forfeited and cease to exist.

SEC. 35. The company, previous to receiving any toll upon said bridge or ferry, shall set up and keep, in a conspicuous place on the said bridge or ferry, a board, on which shall be written, painted, or printed, in a plain, legible manner, the rates of toll, which rates of toll shall have been prescribed by the county commissioners, or the tribunal transacting county business in said county; and if any company shall demand or receive any greater rate of toll than the rate prescribed by said tribunal, then they shall be subject to a fine of ten dollars; and no company formed under the provisions of this article shall demand or receive tolls whenever said bridge or ferry is not in a good and safe condition for travel, and any person having paid toll on such bridge or ferry, and finding the same in a bad or unsafe condition for loaded teams, shall have the right to make complaint before any justice of the peace in the county in which the bridge or ferry is located, who shall proceed as is provided in section twenty-six of this article.

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SEC. 38. Whenever any three or more persons associate under the provisions of this article to form a company for the purpose of constructing a line or lines of magnetic telegraph in this territory, their certificate shall specify as follows: The termini of such line or lines, and the counties through which they shall pass; and such corporation is hereby authorized to construct said telegraph line or lines from point to point along and upon any of the public roads, by the erection of the necessary fixtures, including posts, piers, and abutments necessary for the wires: *Provided*, That the same shall not incommode the public in the use of said roads or highways.

SEC. 39. Any company formed under the provisions of this act for the purpose of constructing any road, ditch, flume, bridge, ferry, or telegraph line shall, within ninety days from the date of their certificate, commence work on such road, ditch, flume, bridge, ferry, or telegraph line as shall be named in the certificate, and shall prosecute the work with due diligence until the same is completed; and the time of the completion of any such road, ditch, bridge, ferry, or telegraph line shall not be extended beyond a period of two years from the time work was commenced, as aforesaid; and any company failing to commence work within ninety days from the date of certificate, or failing to complete the same within two years from the time of commencement as aforesaid, shall forfeit all right to the route so claimed, and the same shall be subject to be claimed by any other company; the time for the completion of any flume constructed under the provisions of this act shall not be extended beyond a period of four years: *Provided*, That this section shall not apply to any ditch or flume for mining purposes constructed through any grounds owned by the corporation.

SEC. 40. Every corporation, under the provision of this act, as such, has power:

*First.* To have succession by its corporate name for the period limited in its certificate of charter.

*Second.* To sue and be sued, complain and defend, in any court of law or equity.

*Third.* To make and use a common seal, and alter the same at pleasure.

*Fourth.* To hold, purchase, and convey such real and personal estate as the purpose of the corporation may require.

*Fifth.* To appoint such subordinate officers and agents as the business of the corporation shall require, and to allow them a suitable compensation.

*Sixth.* To make by-laws, not inconsistent with any existing law, for the management of its property, the regulation of its affairs, and for the transfer of its stock.

SEC. 41. The powers enumerated in the preceding section shall vest in every corporation that shall hereafter be created, although they may not be specified in the certificate or in the act under which it shall be incorporated; but no corporation shall possess or exercise any corporate powers except such as shall be necessary to the exercise of the powers so enumerated.

SEC. 42. Any person who shall willfully or maliciously damage or interfere with any road, ditch, flume, bridge, ferry, railroad, telegraph line, or any of the fixtures, tools, implements, appurtenances, or any property of any company which may be organized under the provisions of this article, upon conviction thereof before any court of competent jurisdiction in the county where the offense shall have been committed shall be deemed guilty of a misdemeanor, and shall be punished by fine or imprisonment, or both, at the discretion of the court, said imprisonment not to exceed one year, and said fine not to exceed five hundred dollars, which shall be paid into the county treasury for the use of common schools, and said offender shall also pay all damages that any such corporation may sustain, together with costs of suit.

SEC. 43. Nothing in this act shall be so construed as to authorize any company organized under the same to issue notes or bills for circulation as money.

SEC. 44. Any company organized under and by virtue of any act of the territory of Dakota, or any association of individuals acting as bodies corporate, may surrender their certificates or articles of association to the secretary of the territory, and become a body corporate and politic under the provisions of this article by complying with all and singular the provisions thereof.

SEC. 45. Whenever any road, railroad, ditch, telegraph, or fluming company, organized or to be organized under the provisions of this chapter or any law of this territory, shall not have acquired, by gift or purchase, any land, real estate, or claim required for the construction or maintenance of their road, railroad, ditch, telegraph, or flume, or which may be affected by any operation connected with the construction or maintenance of the same, the said corporation may present to the district judge of the judicial district wherein such lands, real estate, or claim shall be, a petition, signed by the president, attorney, or agent of the same, describing, with convenient accuracy and certainty, by map or otherwise, the lands, real estate, or claims so required to be taken, or affected as aforesaid, setting forth the name and residence of each owner or other person interested therein as owner, lessee, or incumbrancer, as far as known to such president, attorney, or agent, or appearing of record, and praying the appointment of three appraisers to ascertain the compensation to be made to such owner and persons interested for the taking or injuriously affecting such lands, real estate, or claims as aforesaid; the said district judge shall have satisfactory evidence that notice of an intended application, and the time and place thereof, for the appointment of appraisers between said corporation and the owners and persons interested in such lands, real estate, and claims, has been given, at least ten days previously, to such owners personally, at their residence or on the premises, or by publication thereof in a newspaper printed in the county in which such lands, real estate, or claims shall lie, or if no newspaper is published in said county, then by posting three or more notices in some public places in said county, such publication to be allowed only in respect to owners or persons interested who shall appear, by affidavit, to have no residence in the county known to such president, attorney, or agent, which notice shall be published at least thirty days prior to the time fixed for the application as aforesaid. The court or judge may adjourn the proceedings from time to time, shall direct any future notice thereof to be given that may seem proper, shall have proofs and allegations of all parties interested touching the regularity of the proceedings, and shall, by an entry in its minutes, appoint three disinterested appraisers as aforesaid, specifying in such entry a time and place for the first meeting of such appraisers. The said appraisers, before entering upon the duties of their office, shall take an oath to faithfully and impartially discharge their duties as said appraisers, and any one of them may administer oaths to witnesses produced before them; they may issue subpoenas and compel witnesses to attend and testify, and may adjourn and hold meetings for that purpose, and shall give reasonable previous notice to such owners or parties interested. They shall hear the proofs and allegations of the parties, and any two of them, after reviewing the premises, shall, without fear, favor, or partiality, ascertain and certify the compensation proper to be made to said owners or parties interested for the lands, real estate, or claims to be taken or affected, as well as all damages accruing to the owners or parties interested in consequence of the condemnation of the same, taken or injuriously affected as aforesaid, making such deduction or allowance for real benefits or advantages which such owners or parties interested may derive from the construction of said road, railroad, ditch, telegraph, or flume. They, or a majority of them, shall make, subscribe, and file with the register of deeds of the county in which such real estate or lands shall lie, a certificate of their said ascertainment and assessment, in which such lands, real estate, or claims shall be described with convenient certainty and accuracy. The district judge, upon such certificate and due proof that such compensation and separate sums, if any be certified, have been paid to the parties entitled to the same, or have been deposited to the credit of such parties in the county treasury, or other place for that purpose approved by the court, shall make and cause to be entered in the minutes a rule describing such lands, real estate, or claims, in

manner aforesaid, such ascertainment of compensation, with the mode of making it, and each payment or deposit of the compensation as aforesaid, a certified copy of which shall be recorded and indexed in the register of deeds' office of the proper county in like manner and with like effect as if it were a deed of conveyance from the said owners and parties interested to the said corporation. Upon the entry of such rule the said corporation shall become seized in fee, or shall have the exclusive right, title, and possession of all such lands, real estate, or claims described in said rule, as required to be taken as aforesaid, during the continuance of the corporation, and may take possession of and hold and use the same for the purposes of the said road, railroad, ditch, telegraph, or flume, and shall thereupon be discharged from all claims for any damages by reason of any matter specified in such petition, certificate, or rule of said district judge. If at any time after an attempted or actual ascertainment of compensation under this article, or any purchase by or donation to said corporation of lands or claims for purchases aforesaid, it shall appear that the title acquired thereby to all or any part of such lands for the use of said corporation, or if said assessment shall fail or be deemed defective, the said corporation may proceed and perfect such title by procuring an ascertainment of the compensation proper to be made to any person who has title, claim, or interest in or lien upon such lands, and by making payment thereof in the manner hereinafter provided, as near as may be, and at any stage of such new proceeding, or of any proceeding under this act, the district judge may, by rule in that behalf made, authorize the said corporation, if already in possession, and, if not in possession, to take possession of and use said premises during the pendency and until the final conclusion of such proceedings, and may stay all actions and proceedings against such corporation on account thereof: *Provided*, Such corporation shall pay a sufficient sum into court or give approved security to pay the compensation in that behalf when ascertained, and, in every case where possession shall be so authorized, it shall be lawful for the owners to conduct the proceedings to a conclusion if the same shall be delayed by the company. The said appraisers shall receive five dollars per day as compensation for each day actually employed, such compensation to be taxed and allowed by the district judge. If any appraiser so appointed shall die, be unable, or fail to serve, the court may appoint another in his place, on reasonable notice of the application, to be approved by the district judge.

SEC. 46. Whenever any corporation constituted or formed for the purpose of constructing a wagon road, according to the provisions of this article, shall have constructed one mile or more of the road by such corporation to be constructed, it shall be lawful for the county commissioners, or the tribunal transacting county business, of the county in which the portion of the road so constructed shall lie, to prescribe the rate of toll to be charged and collected by such corporation upon the portion of the road so constructed; and thereafter, and as other portions of the road to be constructed by such corporation shall be completed, such county commissioners, or tribunal transacting county business, shall prescribe rates of toll to be charged and collected upon other portions of the road so completed as aforesaid; and such corporation shall have power to erect toll-gates, not exceeding one to every ten miles, and to collect tolls thereat, at the rates prescribed as aforesaid, until such road be completed: *Provided*, Said road shall be completed within two years after such rates shall have been prescribed.

SEC. 47. Whenever any corporate body organized under this article shall have fully completed the wagon road to be by them constructed, and the county commissioners, or tribunal transacting county business, of the county in which the same shall be located, shall have prescribed the rates of toll to be charged and collected upon such road, such corporation shall be entitled to charge and collect toll at the rates so prescribed for two years thence next ensuing; and at the expiration of the term of two years after such rates shall be prescribed, and biennially thereafter during the existence of such corporation, the county commissioners, or tribunal transacting county business, shall prescribe the rates of toll to be charged and collected on such road for the two years thence next ensuing.

SEC. 48. Whenever any wagon road constructed by any corporation organized under this article shall be located in two or more counties, it shall be lawful for the county commissioners, or tribunal transacting county business, of the several counties into or through which such road shall pass, to prescribe the rates of toll to be charged and collected by such corporation on the portions or parts of such road lying within the limits of such counties, respectively.

SEC. 49. Upon a suit in equity being commenced by any creditor of a domestic corporation, or a foreign corporation doing business in this territory, against said corporation, or any of the directors or officers or agents thereof, in any court of competent jurisdiction of this territory, said court, or a judge thereof, shall have power to restrain, by injunction, such corporation, its directors, or officers, or agents from assuming or exercising any franchise, liberty, or privilege, or transacting any business not allowed by the charter or act of incorporation, and in the same manner to restrain any individual from exercising any corporate rights, privileges, or franchises not granted to them by law.

SEC. 50. Such injunction may be issued before the coming in of the answer, upon satisfactory proof that the defendants complained of have usurped, exercised, or claimed any franchise, privilege, or liberty, or corporate right not granted to them, or have been guilty of wasting or appropriating to themselves the funds of such corporation committed to their charge, and after the coming in of the answer, such injunction may be continued until a decree final shall be had.

NOTE.—The last two preceding sections, together with the remainder of article 1, were repealed by act of Congress approved July 1, 1870; also sections four and six of chapter 24, relating to the collection of taxes from corporations.



ART. IV.—*Foreign corporations.* (Comp. Laws, p. 245.)

SECTION 1. Every incorporated company incorporated under the laws of any foreign state or kingdom, or of any state or territory of the United States beyond the limits of this territory, and now or hereafter doing business within this territory, shall, within thirty days after commencing so to do business, file, in office of the register of deeds of the county within which its business is conducted, a copy of its charter of incorporation; or in case such company is incorporated by certificate under any general incorporation law, a copy of such certificate and of such general incorporation law, duly certified and authenticated by the proper authority of such foreign state, kingdom, or territory.

SEC. 2. A failure to comply with the provisions of this article shall render each and every officer, agent, and stockholder of any such corporation so failing herein, jointly and severally, personally liable on any and all contracts of such company made or to be performed within this territory.

SEC. 3. The several certificates, statutes, and charters mentioned in section first of this article shall be by the register of deeds filed and preserved in his office as a part of the records thereof, and he shall be entitled to receive a fee of one dollar for receiving and filing every such certificate and statute. Copies of such charters, statutes, and certificates, duly certified by such register of deeds under his seal of office, shall be received in all courts of this territory as sufficient evidence of the existence and corporate character of such incorporations, and of all their powers, duties, and liabilities, and the originals thereof may in like manner be used in evidence of these matters with like effect.

ART. V.—*Of the dissolution of corporations.*

SECTION 1. Upon dissolution, by expiration of its charter or otherwise, of any corporation now existing, or which hereafter may be formed, unless some other person or persons be appointed, by the legislature or some court of competent jurisdiction, the board of trustees or directors of such corporation, or the managers of the corporate affairs, by whatever name known, acting last before the time of their dissolution, and the survivors of them, shall be the trustees of the creditors and stockholders of the corporation dissolved, and shall have full power to settle the affairs of the same, to sue for and collect the debts and moneys due the corporation, or to compound and settle the same as they may deem best; to have, hold, reserve, sell, and dispose of property, real and personal, of every such corporation dissolved, to adjust and pay all the debts of the corporation dissolved, to divide the residue of the moneys and property belonging to the corporation dissolved, after payment of debts and the necessary and reasonable expenses, among the stockholders holding stock in such corporation, in proportion to the amount of stock of each stockholder paid up; all such trustees shall be jointly and severally liable to the creditors and stockholders of such corporation dissolved to the extent of the property and effects which shall come into their hands and possession, or into the hands or possession of any of them.

SEC. 2. The title to all real and personal estate belonging to any such corporation shall, immediately upon the dissolution thereof, unless by a decree of a court of competent jurisdiction declaring such dissolution is it otherwise ordered, pass to and rest in such trustees, directors, or other managers, and an action at law may be maintained by such trustees or directors, or the survivors of them, in their own names, by the style of the trustees of such corporation dissolved, naming it, for the recovery of all such property, or of any damage done to the same, or for the recovery of any debts due such corporation dissolved.

SEC. 3. No suit or action at law or in chancery, whereto any corporation is or may be a party, shall abate by reason of the dissolution of such corporation, by expiration of its charter of incorporation or otherwise; but the trustees or directors of such corporation, acting as trustees to the stockholders and creditors, after the dissolution, as herein provided, or the survivors of them, or the trustee or trustees, receiver or receivers, appointed by the decree of any court of competent jurisdiction, may prosecute or defend such suit or action in the name of the corporation dissolved, notwithstanding the dissolution.

SEC. 4. Any corporation dissolved may, notwithstanding such dissolution, prosecute an action at law in the corporate name for the use of the person entitled to receive the proceeds of such suit upon any cause of action accrued, or which, but for such dissolution, would have accrued to such corporation, and in the same manner and with like effect as if such corporation were not dissolved.

SEC. 5. The lien of a judgment or execution at law, or a decree of a court of equity, in favor of or against any corporation, shall not be dissolved or suspended by reason of the dissolution of such corporation subsequent to the rendition of such judgment or the entry of such decree or the issuing of such execution, but execution may be had thereof in the same manner as if such dissolution had not occurred.

SEC. 6. No execution shall issue upon judgment at law rendered against any corporation subsequent to the dissolution of such corporation, but the same, with the costs thereof, shall be paid by the trustees as other debts.

SEC. 7. Nothing in this article contained shall be construed to impair the jurisdiction of the court of chancery to decree the dissolution of any corporation, or to appoint a receiver or receivers, trustee or trustees, to settle the affairs of any corporation dissolved by lapse of time or otherwise, and all trustees or managers of any corporation,

acting as the trustees of the stockholders and creditors thereof, after the dissolution of the corporation, shall in all things be subject to the control of the court of chancery; may be required to give bond, with security to be approved by the court, upon petition of any stockholder or creditor of the corporation dissolved, conditioned for the due discharge of their trust; may be required to account for the proceeds of the property and effects of the corporation, and for any failure to give such bond or render such account, or for any default or neglect of duty, they, or any of them, may be removed by the court; and a successor or successors appointed.

SEC. 8. This act shall be deemed a public act, and shall take effect from and after its passage.

NOTE.—Approved 10th December, 1869 (Comp. Laws, p. 246).

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CHAP. LXXVII.—LIENS.

AN ACT giving liens to miners and other laborers in mines, coal-banks, and upon oil-lands. (Approved December 2, 1869; Comp. Laws, p. 464.)

SECTION 1. That every miner or other person who, at the request of the owner of any ledge or lode of quartz-bearing gold, silver, cinnabar, or copper, or of any coal-bank or mine, shall work in or upon such mine or bank, shall have a lien upon such vein or lode, mine or bank, to the amount due at any time when a demand shall be made upon such owner, or his or their agent, for money due for such labor, and payment shall be refused.

SEC. 2. That any person who shall labor as a mechanic or otherwise, or who shall furnish timber, lumber, rope, nails, or any other material for timbering shafts [or] levels for the mine, or who shall furnish any kind of materials for erecting windlass, whim, or other hoisting apparatus upon any vein, mine, or coal-bank, referred to in the first section, shall also have a lien upon the mine or coal-bank for which he furnished such materials or upon which he performed such labor.

SEC. 3. The party seeking a lien shall proceed, so far as the proceedings are applicable, in the same manner to enforce a lien as by law required in the case of mechanics and other persons seeking to enforce a lien upon dwelling houses and other buildings, except when other provisions are made by this act.

SEC. 4. When any sum exceeding ten dollars, for labor performed by any miner or other person upon or in any mine or coal-bank specified in section one of this act, shall be due and unpaid for ten days, it shall be competent for the person or persons to whom such sum of money shall be due to file a notice in the office of [the] county recorder in the county where such mine is situated, at any time within thirty days after the last day upon which work was done by him; which said notice shall in substance set forth the fact that the party performed labor (naming the kind) for a party or company (naming the party or company); that such labor was performed under a contract (stating the substance); also the time when the party commenced and when he ceased to work, the amount still due and unpaid, together with a description of the mine or coal-bank upon which such work was performed; which statement shall be verified by the affidavit of the party so filing it, and, when filed, the county recorder shall record the same in a "lien-book", the same as required in the case of mechanics' notices of liens.

SEC. 5. The provisions of the next preceding section shall apply to persons who shall furnish materials or work upon any shaft, whim, or other hoisting works, who, by complying with the general provisions of such section, shall have a like lien.

SEC. 6. When notices, as provided in the next two preceding sections, shall be filed, the lien shall hold not only against the owner of the mine or bank from the time when the miner or other person began work, but against all persons or company who shall have purchased such mine or coal-bank while such miner or other person was employed therein, or furnished materials used therein or thereon.

SEC. 7. Suit to enforce such lien may be commenced at any time within one year after filing such notice.

SEC. 8. Any owner of any oil well or spring, who shall employ any person to perform any work of any kind around or about any oil well or spring, either in building derricks, buildings, or any kind of machinery, or in boring or drilling, shall be deemed within the provisions of this act; and all persons performing labor or furnishing materials shall have like liens upon oil territory upon which he labored or for which he furnished materials or the improvements thereon, as miners or other laborers upon or in mines as provided in this act, and shall proceed in the same manner to enforce a lien.

SEC. 9. This act shall take effect and be in force from and after its passage.

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AN ACT to create a lien for miners and laborers in certain cases, and for other purposes. (Approved 16th December, 1871; Comp. Laws, p. 466.)

SECTION 1. That every miner or other person who, at the request of the owner or owners, or his or their agent, of any lode, lead, or ledge of quartz-bearing gold, silver, cinnabar, or copper, or of any coal-bank or mine, shall perform any labor or furnish any timber, rope, nails, or any other material for timbering shafts or levels for the mine, or who shall furnish any kind of material for erecting windlass, whims, or any other hoisting apparatus or machinery, shall have a lien upon such lode, ledge, lead, mine, or bank to secure the payment of the same.

SEC. 2. Every miner or other person doing or performing any work or furnishing any material, as specified in

section one of this act, under a contract or agreement, express or implied, between the owner or owners thereof, or his or their agent, whether such work shall be performed or material furnished as miner, laborer, subcontractor, or otherwise, whose demand for work so done or material so furnished has not been paid, may deliver to the owner or owners of such mine, or his or their agent, an attested account of the amount and value of the work and labor thus performed or the material thus furnished, and remaining unpaid, and thereupon such owner or owners, or his or their agent, shall retain, out of his subsequent payments to the contractors, the amount of such work and labor or material furnished, for the benefit of the person so performing or furnishing the same.

SEC. 3. Whenever any account of labor performed or material furnished, as referred to in the preceding section, shall be placed in the hands of the owner or owners of any mine, or his or their agent, as above stated, it shall be the duty of such owner or owners, or his or their agent, to furnish his or their contractor with a copy of such papers, so that, if there be any disagreement between such contractor and his creditor, they may, by amicable adjustment or by arbitration, ascertain the true sum due, and if the contractor shall not, within ten days after the receipt of such papers, give the owner or owners, or his or their agent, written notice that he intends to dispute the claim, or if ten days after giving notice he shall refuse or neglect to have the matter adjusted, as aforesaid, he shall be considered as assenting to the demand, and the owner or owners, or his or their agent, shall be justified in paying the same when it becomes due.

SEC. 4. The amount which may be due from any contractor to his creditor may be recovered from said owner or owners, or his or their agent, by the creditor of said contractor, in an action at law, to the extent in value of any balance due by the owner or owners, or his or their agent, to his or their contractor, under the contract with him at the time of the notice first given as aforesaid, or subsequently, according to such contract [or] under the same.

SEC. 5. Any person entitled to a lien under this act shall make an account in writing of the items of labor, skill, machinery, and material furnished, or either of them, as the case may be; and, after making oath thereto, shall, within sixty days from the time of completing such labor and skill, or furnishing the last item of such machinery and material, file the same in the office of the register of deeds of the county in which the ledge, lead, or lode or bank may be situated for which such labor, skill, machinery, or materials shall have been furnished, and shall also file, at the same time, a correct description of the property to be charged with said lien, which account and description of said property, so made and filed, shall be recorded in a separate book, to be provided for that purpose, and shall, for the time of the completion of the work or furnishing material, and for one year thereafter, operate as a lien on the several descriptions of ledges, leads, lodes, mines, or banks in the first section of this act named; when any labor has been done or labor furnished on a written contract, the same, or a copy thereof, shall be filed with the account herein required to be filed: *Provided*, That all lien-claims for labor performed or material furnished shall be concurrent liens upon the same, and shall be paid *pro rata* out of the proceeds arising from the sale thereof, if the same shall be sold.

SEC. 6. Every person holding such lien may proceed to obtain a judgment for the amount of his account thereon by civil action, and when any suit or suits shall be commenced on such accounts within the time of such lien, the lien shall continue until such suit or suits be finally determined and satisfied; and, in all actions instituted under this act, all persons claiming liens upon the property sought to be affected shall be made parties to such action or proceeding, and the rights of all parties to such action shall be determined by the court, and such order made therein as shall preserve and protect the rights of all such parties under the provisions of this act.

SEC. 7. The county register of deeds, for filing and recording all papers under this act, shall be paid the same fees as are or hereafter may be allowed by law for filing and recording deeds.

SEC. 8. When any person who shall have filed his account and perfected his lien, pursuant to the provisions of this act, shall have received satisfaction for his claim and the legal costs of his proceedings therein, he shall, upon the request of any person interested, and within six days, enter satisfaction of his lien in the office where such account and lien is of record, which shall forever thereafter discharge, defeat, and release the same.

SEC. 9. If any person having received satisfaction, as specified in the preceding section, or having been tendered the amount due on his claim with legal costs, shall not, within six days after request, enter satisfaction as aforesaid, he shall forfeit and pay to the person aggrieved double the amount of damages which may have been sustained in consequence of such refusal or neglect.

SEC. 10. The provisions of this act shall apply to oil wells or springs and iron mines, so far as the same may be applicable, and to all mines not herein specified within this territory.

SEC. 11. All acts and parts of acts conflicting with the provisions of this act are hereby repealed.

SEC. 12. This act shall take effect and be in force from and after its passage.

#### CHAP. XLVIII.—EXEMPTION.

AN ACT exempting certain property from sale upon execution or other process. (Approved December 1, 1871; Comp. Laws, p. 340.)

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SECTION 4. The tools, team, and implements, or stock in trade of any mechanic, miner, or other person, used and kept for the purpose of carrying on his trade or business, not exceeding in value three hundred dollars, \* \* \*

shall be exempt from levy or sale upon execution, writ of attachment, or any process issuing out of any court in this territory. The value of any property claimed to be exempt under this section shall be determined in all respects and the fees shall be the same as specified in section two of this act: *Provided*, That no article of property in this and the preceding sections of this act mentioned shall be exempt from attachment or sale upon execution for the purchase money of said article of property: *And provided further*, That the person or persons claiming such exemption shall be a *bona fide* resident of this territory.

In section two "the value of the property selected by any debtor to be ascertained by the appraisement of three disinterested householders, to be selected and summoned by the officer claiming to levy upon, attach, or sell such property; the appraisers shall be sworn by the officer to make a true appraisement of the value of such property, and shall be entitled to receive one dollar each for their services, and the officer levying upon or attaching such property shall receive two dollars for all services in determining the property exempt and the value thereof, the fees of the officer and appraisers to be paid by the party for whose benefit the process may have [been] issued, and to be taxed as costs in the cause in which such process issued".

### SESSION LAWS OF 1877, 1879.

#### A S S A Y.

AN ACT to establish an assay office in Wyoming territory. (Approved December 12, 1877; Sess. Laws, 1877, p. 8.)

SECTION 1. There shall be established a territorial assay office in the territory of Wyoming, at Rawlins, in the county of Carbon.

SEC. 2. There is hereby appropriated by the territory of Wyoming the sum of six hundred dollars per annum, payable quarterly out of the territorial treasury, each quarterly payment to be made at the end of the quarter for which it is due, and the territorial auditor is hereby authorized to draw a warrant upon the treasurer of the territory for the said payments, in favor of the assayer, upon the application of the assayer, accompanied by a certificate from the secretary of the territory that his bond has been approved, and upon satisfactory proof to the auditor that such payment is due; and the territorial treasurer is hereby authorized to pay such warrants out of any money in the treasury not otherwise appropriated.

SEC. 3. The territorial assayer shall be appointed by the governor, by and with the consent of the council, and shall hold his office during good behavior and until removed for misconduct or neglect of duty; and he shall give a bond to the territory, with two or more sufficient sureties, in the sum of two thousand dollars, to be approved by the secretary of the territory, conditioned for the faithful discharge of his duties; and in case said territorial assayer shall fail to perform his duties, as hereinafter provided, he may be removed by the governor of the territory, and his successor shall be appointed by the governor.

SEC. 4. The territorial assayer shall provide a seal, bearing the name of "Wyoming Assay Office", and the name of the town in which said office is located, which seal shall be kept in the office and used by him expressly for the use of such office.

SEC. 5. It shall be the duty of said assayer to make assays of all minerals, from any portion of the territory of Wyoming, presented to him for assay, provided such specimens of ore be accompanied by the proper certificate. Any person presenting ore for assay shall have said ore, when presented, accompanied by an affidavit, taken before such assayer, who is hereby authorized to take such affidavit, or before some person authorized by law to take affidavits, stating the location of the lode and depth of shaft, which certificates or affidavits shall be kept and preserved by the assayer and turned over by him to his successor. The assayer making such assays shall be entitled to receive the sum of one dollar for each and every assay for gold and silver, and three dollars each for each and every assay made for any other metal, giving a certificate for each assay so made bearing the seal of his office, signed by himself, said fees to be paid by the person for whom such assay shall be made. The territorial assayer shall charge three dollars for all assays not accompanied with the required certificate and affidavits.

NOTE.—Sec. 5 amended by act approved December 13, 1879 (Sess. Laws, 1879, p. 12).

SEC. 6. It shall be the duty of the territorial assayer to keep a book, with proper index, alphabetically arranged, in which he shall record all assays made by him, giving the name of the person presenting, name of the lode and where situated from which the ore was taken, the kind of mineral, gold, silver, copper, etc., whether sulphuret, etc., and the amount such ore assays to the ton; access to said books to be had by the public during business hours; and any mutilation or changing of the records on said book shall be punishable by a fine of not less than one hundred dollars, or by imprisonment not less than three months in the county jail, or both.

SEC. 7. It shall be the duty of said assayer to furnish any owner of any mine within the territory of Wyoming, which has been developed so far as to show the existence of gold, silver, copper, or lead-bearing ores therein, under his hand and seal of his office, any information touching the richness of the ore in said mine, provided ore from said mine has been assayed by him; and for the same he shall be entitled to receive from the applicant the sum of five dollars for each abstract of assay so made.

SEC. 8. It shall be the duty of said assayer to make a report annually, under his hand and seal of his office, of all assays and examinations made during the year to the governor of the territory, who shall report the same to the legislature of the territory.

SEC. 9. There is hereby appropriated out of the territorial treasury the sum of one thousand dollars, which sum shall be expended by the said assayer, under the direction of the governor of the territory, for procuring and fitting up a suitable room, and in the purchase of furnaces, apparatus, permanent fixtures, books, papers, seal, and records, which shall thereafter be the property of the territory, and shall be turned over by each assayer to his successor in office, and the successor in office shall give his predecessor a receipt for the same, and also report immediately to the governor, stating what he has received.

SEC. 10. This act shall take effect and be in force on and after its passage and approval.

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CHAP. V.—ASSAY OFFICE.

AN ACT to amend an act entitled "An act to establish an assay office in Wyoming territory". (Approved December 13, 1879; Sess. Laws, 1879, p. 12.)

SECTION 1. That section five of the above-entitled act be amended by striking out the words "three dollars" where they appear in the fourteenth and nineteenth lines of said section, and insert the words "one dollar" in lieu thereof.

SEC. 2. All acts and parts of acts inconsistent with this act are hereby repealed.

SEC. 3. This act shall take effect and be in force from and after passage.

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CHAP. LVII.—MINING DISTRICTS; LAWS RELATING THERETO.

AN ACT to provide for the preservation of the records, laws, and proceedings of mining districts, and their use as evidence. (Approved November 26, 1879; Sess. Laws, 1879, p. 115.)

SECTION 1. That a copy of all the records, laws, and proceedings of each mining district, so far as they relate to lode-claims, shall be filed in the office of the register of deeds of the county in which the district is situated, within the boundaries attached to the same, which shall be taken as evidence in any court having jurisdiction in the matters concerned in such record or proceeding; and all such records of deeds and conveyances, laws and proceedings of any mining district heretofore filed in the register's office of the proper county, and transcripts thereof duly certified, whether such record relate to gulch-claims, lode-claims, building-lots, or other real estate; shall have the like effect in evidence.

SEC. 2. It shall be the duty of the recorder of each mining district to file copies as above provided, and reasonable fees therefor may be provided by the several mining districts.

SEC. 3. This act shall take effect from and after its passage.