

members of the general assembly; they shall be elected once in every three years and as often as vacancies occur; and every such vacancy shall be supplied at the general election next succeeding the happening thereof.

Term of office  
three years.

2. That the commission of every coroner elected at any general election shall bear date and take effect on the Wednesday after the first Tuesday succeeding such general election and his term of office shall expire on the first Tuesday after the third succeeding general election.

Date of commis-  
sion and expira-  
tion of term.

#### Supplement.

Approved March 1 1877. P. L. 1877, p. 38.

3. SEC. 1. That where one of the coroners of any county of this state shall, when called upon so to do, in fact, before the county physician of the county in which he is coroner, view a body of a person who shall die in prison or who shall come to a sudden, violent or casual death, and make inquiry respecting the cause and manner of the death and report his action to the county physician, the said coroner shall be allowed the sum of five dollars for such service, to be taxed and paid as other fees allowed him are now by law taxed and paid.

Sum allowed  
coroner in cer-  
tain cases for  
viewing body.

4. SEC. 2. That where a coroner of this state shall hold an inquisition upon a body according to law he shall be allowed among the other fees now allowed him by law the fee or sum of five dollars for viewing the body.

Fees for holding  
inquisition.

5. SEC. 3. That when a deposition of a witness is, or depositions of witnesses are, taken in writing at any inquest held by any coroner of this state, the coroner holding such inquest shall be entitled to be paid fourteen cents for each folio of one hundred words written in such deposition or depositions, which shall be taxed and paid to him with the other fees now allowed him by law.

Fees for taking  
depositions.

### Corporations.

1. Appointment of receiver of railroad, canal or turnpike company.
2. Lease of railroad by trustee to be approved by chancellor.
3. Time of holding elections and declaring dividends, how changed.
4. Amendment to section ten of general act.
5. Power to construct dams on rivers and streams.
6. May cut or acquire canals or raceways, etc.
7. May hold and purchase land, etc.
8. Proceedings when company and owner cannot agree for land.
9. Proceedings in case of appeal.
10. Rights not affected by act.
11. May purchase or acquire existing dams, etc.
12. Supply of water between this and other states to be divided.
13. May issue and dispose of bonds.
14. May connect dams and works with other dams and works on same river.
15. May lease works to other corporations.
16. Franchises and works of other companies not affected.
17. Directors of plank road companies, residence of.
18. Charters may be extended to a term not exceeding fifty years.
19. Certificate to be filed.
20. How construed.
21. Residence of directors of water companies.
22. Companies desiring dissolution to file list of directors.
23. Change of name of corporation, how effected.
24. Change not effected till certificate filed.
25. Amendment to section 80 of general act.
26. Amendment to section 83.
27. Charter when not to be void.
28. Filing of list of directors and officers.
29. Increase of directors and capital stock.
30. When corporation may act as trustee, &c., who to qualify.

#### A supplement to "An act to prevent frauds by incorporated companies," approved April fifteenth, eighteen hundred and forty-six.

Approved March 17, 1870. P. L. 1870, p. 155.

1. That whenever any railroad, canal or turnpike company, incorporated under the laws of this state, have become insolvent, or failed for ninety days after the same becomes due, to pay the principal or interest on any mortgage on the property and franchises of such company, it shall be lawful for the chancellor, upon the application of any creditor, mortgagee or stockholder of such company, to appoint a receiver or receivers, or three trustees, who shall have and exercise all the powers and authority

Whenever a rail-  
road, canal or  
turnpike com-  
pany becomes  
insolvent, receiv-  
er may be ap-  
pointed.

They may sell or lease canal, railroad or turnpike.

Upon filing certificate with secretary of state the purchasers become a corporation, &c.

that it is lawful for receivers and trustees to exercise, under the act to which this is a supplement; and it shall be lawful for such receivers or trustees to sell or lease the canal, railroad or turnpike belonging to such company, together with all the chartered rights, privileges and franchises of such company; and the purchaser or purchasers, lessee or lessees of such work, chartered rights, privileges and franchises, shall thereafter hold, use and enjoy the same during the whole of the residue of the term limited in the charter of such company, or during the term in such lease specified, in as full and ample a manner as the stockholders of such company could or might have enjoyed the same, subject, however, to all the restrictions, limitations and conditions contained in such charter; and upon filing in the office of the secretary of state, within six months after such sale or lease, a certificate that they accept the charter of the company whose property has been sold or leased, under some corporate name different from that of the said company, such purchasers or lessees shall become a corporation under the name so specified, with all the powers, rights, privileges and franchises of the former company; the lessees or purchasers, or corporation formed by them as aforesaid, shall hold and enjoy the same, free and clear of all debts, claims and demands of creditors, mortgagees or stockholders, who shall look only to the fund arising from such lease or sale, which money, as collected, shall be paid into the court of chancery; but where such property is subject to a mortgage, the chancellor may, with the consent of the plaintiff, or without such consent if the principal is not due, direct a sale or lease to be made, subject to the lien of the mortgage.

**A further supplement to an act entitled "An act to prevent frauds by incorporated companies," approved April fifteenth, one thousand eight hundred and forty-six.**

P. L. 1875, p. 107.

Approved April 9, 1875.

Lease of railroad made by a trustee or receiver must be approved by the court of chancery, &c.

2. SEC. 1. That no lease of any railroad shall be made by any trustee or receiver appointed by the court of chancery or the chancellor, except upon a rental, and adequate security for the payment of the same, both to be first approved by said court and a majority of stockholders of said railroad in interest, upon such public notice to the parties in interest, as said court shall direct.

**Supplement to an act entitled "An act concerning corporations," approved April seventh, eighteen hundred and seventy-five.**

P. L. 1876, p. 74.

Approved April 5, 1876.

Time of holding elections and declaring dividends, how changed.

3. SEC. 1. That when a company, incorporated under the laws of this state, is limited by its charter to certain fixed times for declaring dividends, or for holding its annual meetings of stockholders for the election of directors, such corporation shall have power at any time to change the time or times for declaring its dividends and holding said annual meetings, upon the vote of two-thirds in interest of its stockholders at any regular meeting of said stockholders.

#### Supplement.

Approved April 12, 1876.

P. L. 1876, p. 103.

Section ten amended.

4. SEC. 1. That the tenth section of the act to which this is a supplement, and which reads as follows, to wit: "it shall be lawful for any three or more persons to associate themselves into a company to carry on any kind of manufacturing, mining, chemical, trading or agricultural business, the transportation of goods, merchandise, or passengers, upon land or water, inland navigation, the building of houses, vessels, wharves, or docks, or other mechanical business, the reclamation and improvement of submerged lands, the improvement and sale of lands, the making, purchasing and selling manufactured articles, and also of acquiring and disposing of rights to make and use the same, the renting buildings and steam or other power therewith, the cutting and digging peat, stone, marl, clay, or other like substance, and dealing in the same, manufactured or unmanufactured, or any wholesale or retail mercantile business, or any lawful business or purpose whatever, upon making and filing a certificate in writing of their organization, in manner hereinafter mentioned; *provided*, that nothing

Proviso.

herein contained shall be construed to authorize the formation of any railroad company, turnpike company, or any other company which shall need to possess the right of taking and condemning lands, nor of any insurance company, banking company, saving bank, or other corporation intended to derive profit from the loan or use of money," be and the same is hereby amended so as to read as follows, to wit: it shall and may be lawful for any three or more persons to associate themselves into a company to carry on any kind of manufacturing, mining, chemical, trading or agricultural business, the transportation of goods, merchandise, or passengers, upon land or water, inland navigation, the building of houses, vessels, wharves, or docks, or other mechanical business, the reclamation and improvement of submerged lands, the improvement and sale of lands, the damming of rivers and streams, including the storage, transportation, and sale of water, and water power and privileges, with the right to take rivulets, race-ways, and lands, and erect and maintain dams, reservoirs, race-ways, mills, manufactories and other erections, and lease, mortgage, sell and convey the same, or any part thereof, the making, purchasing and selling manufactured articles, and also of acquiring and disposing of rights to make and use the same, the renting building and steam or other power therewith; the cutting and digging peat, stone, marl, clay, or other like substance, and dealing in the same, manufactured or unmanufactured, or any wholesale or retail mercantile business, or any lawful business or purpose whatever, upon making and filing a certificate in writing of their organization in manner hereinafter mentioned; *provided*, that nothing herein contained shall be construed to authorize the formation of any insurance company, banking company, saving bank, or other corporation intended to derive profit from the loan and use of money, nor of any railroad company, turnpike company, or any other company which shall need to possess the right of taking and condemning lands, except for the damming of rivers and streams, and for purposes pertaining thereto, as hereinbefore specified; *and further provided*, that this act shall not apply to any river or stream of a less width and volume of water than the Delaware river, ordinarily, at Phillipsburg, in this state, below its junction with the Lehigh, nor to any river or stream below the head of tide water in the same.

5. SEC. 2. That all companies that may be hereafter established by virtue of this act, and of the act to which this is a supplement, for the purpose of damming rivers and streams in this state, or between this and any other state, shall have power to construct, erect and maintain dams on rivers and streams of the width as hereinbefore mentioned, at such points on said rivers and streams, and of such heights as may by them be deemed necessary or advisable, not exceeding ten feet above common low water of such rivers and streams; *provided*, that such dams on all navigable rivers shall each have a good and sufficient schute in connection therewith of not less than one hundred feet in width, to enable rafts and flat boats to pass safely and conveniently down the same; *and also provided*, that said dams shall each be constructed with a fishway for the passage of shad and other fish, which said fishways shall be constructed and maintained under the supervision and approval of the fish commissioners of this state or of a majority of them; *and also provided*, that the plans and construction of such dams shall be approved by at least three engineers and experts to be appointed by the governor of this state, on the application of such companies, to be paid by such companies such compensation for their services as shall be fixed by said governor.

6. SEC. 3. That such companies shall have power to cut or acquire main canals or raceways on each side of said rivers or streams, from their said dams to such point or points below as may by them be deemed necessary, and also to cut, construct and erect as many lateral or branch raceways, locks, weirs, gates and other works, from their said main canals or raceways to the said rivers or streams, as may by them be deemed expedient for the purposes of creating and using the water or water power of the said rivers and streams, for mills, manufactories, foundries, machine shops and other purposes; *provided*, that the water so diverted from such rivers and streams shall be returned again to them after being used for

Amendment.

Proviso.

Power to construct and maintain dams on rivers and streams.

Proviso.

May cut or acquire main canals or raceways on each side of rivers or streams.

Proviso.

the purposes aforesaid, and that the water shall not be so completely diverted as to leave the general beds of the rivers and streams below such dams uncovered or bare; *and further provided*, that such companies shall commence their proposed dams and works within six months from the date of their organization, and complete their said dams and cut or acquire their main canals or raceways within two years from the date of commencement as aforesaid, and any company failing to comply with the provisions of this section shall thereby forfeit the franchises given it by this act.

May have, hold, purchase, lease and convey lands, lots, sites, water powers and water privileges, rights, goods, chattels, and effects, and construct reservoirs, aqueducts, &c., &c.

May enter upon lands, &c.

Proceedings when company and owners cannot agree as to compensation for damages or materials.

7. SEC. 4. That such companies shall have power from time to time to purchase, receive and hold, possess and enjoy, demise, grant, lease, alien, sell and convey all such lands, lots, sites, mills, manufactories, erections, hereditaments and waters, water powers and water privileges, rights, goods, chattels and effects, or any part thereof, for such term or terms, and upon such condition or conditions as they shall from time to time deem necessary or expedient for the public purposes of this act, and also to construct, make, erect, form and maintain all such embankments, reservoirs, aqueducts, culverts, locks, weirs, gates, ways, bridges and other works as may by them be deemed convenient and necessary for the uses and purposes aforesaid, and to repair and improve the same for the better carrying on and management thereof; *and further*, that it shall and may be lawful for such companies, by their directors, officers, agents, engineers, superintendents or contractors, or any other person or persons by them employed, from time to time and at all times hereafter, to enter upon all lands, whether covered with water or not, for the purposes contemplated by this act, doing no unnecessary damage, and when the locations of their said dams, and the routes and locations of their main canals and raceways, branches and improvements shall be determined by the directors of such companies, or a majority of them, from time to time, and a survey thereof, together with the lands and portions of such rivers or streams necessary for the same, shall, by an engineer or other person employed by such companies, be completed and deposited in the office of the secretary of state, then it shall be lawful for the said companies, their agents, engineers, contractors, superintendents, or other person or persons employed by them, to enter upon, take possession of and use, occupy and possess all and singular, such lands and premises subject to such compensation, and in such manner as provided in the fifth section of this act.

8. SEC. 5. That where any waters, streams, lands, property, materials or franchises, that may be necessary or useful for the said dams, on rivers and streams of width hereinbefore mentioned, or for the said canals or raceways, shall not be made a free gift by their owner or owners to such companies for the public purposes thereof, then such companies shall pay to the owner or owners of all such lands such compensation as shall be mutually agreed upon between them; and if any such corporation or its agents cannot agree with the owner or owners of any such waters, streams, lands, property, materials or franchises, for the compensation proper for the damage done or likely to be done to or sustained by any such owner or owners of such waters, streams, lands or materials which such corporation may enter upon, use or take away, in pursuance of the authority herein given, or by reason of the absence or legal incapacity of any such owner or owners, no such compensation can be agreed upon, a particular description of the waters, streams, lands, materials, franchises or other property so required for the use of such company incorporated under this act, and the act to which this is a supplement, in the construction of said dams, canals, raceways, and other works, shall be given in writing, under oath or affirmation of some engineer or proper agent of the company, and also the name or names of the occupant or occupants, if any there be, and of the owner or owners, if known, and their residence, if the same can be ascertained, to one of the justices of the supreme court of this state, who shall cause said company to give notice thereof to the persons interested, if known and in this state, or, if unknown, and out of this state, to make publication thereof as he shall direct, for any term not less than ten days, and to assign a particular time and place for the appointment of the commissioners hereinafter named, at which time and place,

upon satisfactory evidence to him of the service or publication of such notice aforesaid, he shall appoint, under his hand and seal, three disinterested, impartial and judicious freeholders, residents in the county in which the waters, streams, lands, materials or other property in controversy lie, or the owners reside, commissioners to examine and appraise said waters, land or other property, and to assess the damages, upon such notice to be given to the persons interested as shall be directed by the justice making such appointment, to be expressed therein, not less than ten days; and it shall be the duty of said commissioners (having first taken and subscribed an oath or affirmation before some person duly authorized to administer an oath, faithfully and impartially to examine the matter in question, and to make a true report according to the best of their skill and understanding) to meet at the time and place appointed, and to proceed to view and examine the said waters, streams, lands, materials or other property, and to make a just and equitable estimate or appraisement of the value of the same, and an assessment of damages to be paid by the said company for such waters, streams, lands, materials or other property, and damages aforesaid, which said report shall be made in writing under the hands and seals of the said commissioners, or any two of them, and filed within ten days thereafter, together with the aforesaid description of the waters, streams, lands, materials or other property, and the appointment and oaths or affirmations aforesaid, in the clerk's office of the county in which the said waters, streams, lands, materials, or other property are situate, to remain of record therein; and thereupon and on payment or tender of payment of the amount awarded as hereinafter provided, the said company is hereby empowered to enter upon and take possession of the said waters, streams of the width as hereinbefore mentioned, lands, materials or other property, for the purposes aforesaid; and the said report or a copy thereof certified by the clerk of said county, and proof of payment or tender of the amount awarded shall at all times be considered as plenary evidence of the right of any such company to have, hold, use, occupy, possess and enjoy the said waters, lands, or other property, or of the said owner or owners to recover the amount of said valuation, with interest and costs, in an action of debt in any court of competent jurisdiction, in a suit to be instituted against the said company, if they neglect or refuse to pay for twenty days after demand made of their treasurer, and shall from time to time constitute a lien upon the property of the said company in the nature of a mortgage; and the said justice of the supreme court shall, upon application of either party, and on reasonable notice to the others, tax and allow such costs, fees and expenses to the justice of the supreme court, commissioners, clerks and other persons performing any of the duties prescribed in this section, as he shall think equitable and right, which shall be paid by the said company; *provided always*, that should any such company or the owner or owners of any such waters, streams, lands, materials or other property, feel aggrieved by the decision of the commissioners aforesaid, he, she or they may appeal to the next circuit court in the county wherein the said waters, streams, lands, materials or other property may be.

Commissioners to make report.

Company may enter upon and take possession on payment or tender of payment.

Proviso.

9. Sec. 6. That every appeal from the decision of the commissioners appointed under the preceding section, shall be made in writing, and in the form of a petition to said court, and filed with the clerk of the said circuit court of the county wherein such waters, streams, lands, materials or other property appraised by the said commissioners shall be, and notice in writing of such appeal shall be given to the opposite party within ten days after the filing thereof, which proceeding shall vest in the said circuit court full right and power to hear and adjudge the same, and to direct a proper issue for the trial of said controversy to be formed between the said parties, and to order a jury to be struck and a view of the premises to be had, and the said issue to be tried at the next term of said court to be holden in the said county, upon the like notice, and in the same manner as other issues in the said court are tried; and it shall be the duty of the said jury to assess the value of the said waters, streams, lands, materials or other property, and damages sustained, and if they shall find a greater sum than the said commissioners shall have awarded in favor of the said

Proceedings in case of appeal.

owner or owners, then judgment thereon, with costs, shall be entered against any such company, and execution awarded therefor; but if the said jury shall be applied for by the owner or owners, and shall find a less sum than such company shall have offered or the said commissioners shall have awarded, then said costs shall be paid by said applicant or applicants, and either deducted out of said sum found by said jury or execution awarded therefor, as the said court shall direct; but such application shall not prevent such company from taking the said waters, streams, lands, materials or other property, upon filing the aforesaid report of the said commissioners; *provided*, that in no case whatever shall such company enter upon or take possession of any waters, streams, lands, materials or other property of any person or persons for the purpose of actually constructing said dams, reservoirs, canals, raceways and other works, or of making any erections or improvements whatever, or otherwise appropriating said waters, streams, lands, materials or other property to the use of any such company, until they have paid or tendered to the party or parties entitled to receive the same the amount assessed by the said commissioners as the value of such waters, streams, lands, materials or other property or damages; but in case the party or parties entitled to receive the amount assessed as aforesaid by the said commissioners shall refuse upon tender thereof being made to receive the same, or shall be out of the state or under any legal disability, then the payment of the amount assessed as aforesaid into the circuit court of the county wherein the said waters, streams, lands, materials or other property lie, shall be deemed a valid and legal payment; *and further provided*, that the party or parties entitled to receive the amount assessed by the said commissioners, may, upon tender thereof being made, accept and receive the same, without being barred thereby from his, her or their appeal from the report of the said commissioners; and on such tender or payment of the money into court, in case it be refused as aforesaid, such company shall be empowered to enter upon and take possession of said waters, streams, lands, materials or other property, and proceed with the work of constructing its said dams, canals, raceways and other erections and improvements.

Rights of any corporation, person or persons to an action not impaired.

10. SEC. 7. That nothing in this act shall be construed to impair the rights of any corporation, person or persons to an action against such companies, their agents, workmen, servants or contractors, for any damage done to his, her or their lands, hereditaments and premises by the erection or construction of said dams, canals, raceways, reservoirs and improvements; where such corporation, person or persons have not been agreed with by such companies, or his, her or their damages paid and satisfied by such companies, under the provisions of this act.

Companies shall acquire by agreement or appraisal, &c.

11. SEC. 8. That such companies shall, before the erection and construction of said dams, by agreement or by appraisal as hereinbefore provided, purchase or acquire the dams, works and franchises of any existing company or individuals interfered with and affected by said new dams, and such existing works and franchises may be maintained and used by said existing companies and individuals until said new dams hereby authorized are erected and the works and franchises of said existing companies and individuals shall be acquired as herein provided, and after such acquisition such existing dams and works may be maintained and used by the companies herein authorized, in addition to their new dams and works hereby authorized if they shall deem it desirable so to do.

Supply of water between this and other states shall be equally divided.  
Proviso.

12. SEC. 9. That the supply of water for water power or other uses or purposes, from the dams hereby authorized to be erected, shall be equally divided between this state and any other state, whenever the rivers or streams upon which the said dams are erected shall flow between or divide this state and such other state; *provided, however*, that this shall not be construed to prohibit the use of any additional quantity of water on either side of said rivers or streams, whenever thereby the water is not reduced below the level required for the due supply of the connecting canals or raceways on the other side of the said rivers or streams; *and further*, that such companies may make and enforce such regulations as shall carry out the provisions of this section.

13. SEC. 10. That every such company may make and issue bonds, with or without coupons attached, bearing interest not exceeding seven per centum per annum, to borrow money or to secure any indebtedness created by them, and sell, exchange or otherwise dispose of the same, upon such terms and conditions as they may deem advisable, and such bonds, and the interest thereon, may be secured by a mortgage or mortgages, given or executed to a trustee or trustees for the use of the bondholders, upon the corporate franchises, real and personal estate, and all other property of such companies, or any part thereof; *provided*, they shall not issue bonds for a greater sum than twice the amount of their capital stock paid in.

May issue and dispose of bonds.

Proviso.

14. SEC. 11. That all companies whose dams and works shall be constructed under the provisions of this act, and of the act to which this is a supplement, shall have the right to connect their said dams and works with any dams and works on the same rivers or streams, within this state or between this and any other state, upon such terms as may be agreed upon by those who have the management of such dams and works, and in case of a failure of agreement on the part of those having the management of such dams and works within this state, then, and in that case, either of said parties may apply to one of the justices of the supreme court of this state, within the jurisdiction in which said connection is proposed to be made, whose duty it shall be to appoint three disinterested citizens as herein provided for the condemnation of land, who shall determine and fix said terms, and proceed in all respects the same as when condemning land, as provided in the fifth and sixth sections of this act, including the right of appeal by either party to the next circuit court in the county wherein the said dams and works may be.

Companies may connect dams and works with any dams and works on the same rivers or streams.

15. SEC. 12. That it shall be lawful for any company incorporated under this act, and the act to which this is a supplement, at any time during the continuance of its charter to lease its dams and works, or any part thereof, to any other corporation or corporations, of this or any other state, or to unite and consolidate as well as merge its stock, property, franchises, dams and works with those of any other company or companies, of this or any other state, or to do both; and such other company and companies are hereby authorized to take such lease, or to unite, consolidate as well as merge its stock, property, franchises, dams and works with said company, or to do both, and after such lease or consolidation the company or companies so acquiring said stock, property, franchises, dams and works may use and operate such dams and works and their own dams and works, or all or any of them, according to the provisions and restrictions contained in this act, notwithstanding any special privilege heretofore granted to another corporation.

May lease works to other corporations.

16. SEC. 13. That nothing in this act contained shall be construed to authorize any corporation organized under this act, or the act to which this is a supplement, to take, condemn, obstruct, endanger, or in any wise interfere, directly or indirectly, with the franchises, rights, works and structures of any canal or railroad corporation, without the written consent of such corporation, nor to authorize the leasing, consolidating, or otherwise uniting the dams and works hereby authorized with the works and franchises of any railroad company in this or any other state, and that this act shall take effect immediately.

Franchises, rights, works and structures of any canal or railroad not to be interfered with without consent.

#### Supplement.

Approved April 21, 1870.

P. L. 1876, p. 237.

17. SEC. 1. That it shall not be necessary hereafter for more than a majority of the directors of any plank road company heretofore or hereafter organized under the act to which this is a supplement, or under any other act, or in pursuance of any special charter, to be residents of this state.

Not more than a majority of directors of plank road co.'s to be residents of state.

#### Supplement.

Approved April 21, 1876.

P. L. 1876, p. 235.

18. SEC. 1. That it shall be lawful for any corporation heretofore or hereafter created under or by virtue of any law of this state at any time before the expiration of its charter, or of the period named in its

Charter may be extended to a term not exceeding fifty years.

certificate of organization, to file in the office of the secretary of state a certificate under its common seal, attested by the signature of its presiding officer, declaring its desire that the period of its existence as such corporation shall be extended for any time therein mentioned, not exceeding fifty years.

Certificate to be filed with secretary of state.

19. SEC. 2. That upon making and filing such certificate, the period of the existence of such corporation shall be extended as declared in such certificate as fully as if the said period had been named in the original charter or certificate of organization of such corporation.

How construed.

20. SEC. 3. That nothing herein contained shall be construed to interfere with the right of the state of New Jersey reserved by any law now or hereafter existing to acquire the property and franchises of any such corporation, or at any time to abolish or repeal, alter or amend the charter of the same, nor shall this act be construed to continue any irrevocable or other contract with the state contained in any charter beyond the time originally fixed for its expiration.

#### Supplement.

P. L. 1877, p. 19.

Approved February 21, 1877.

Residence of directors of water companies.

21. SEC. 1. That it shall not be necessary for any of the directors of any water company heretofore, or which may be hereafter, organized under the act to which this is a further supplement, or any other act, general or special, or in pursuance of any special charter, to reside in any specified township or city in this state, although it may be so required by any such act or special charter; neither shall it be necessary to limit the number of directors of any such company so organized or which may be so organized, under any of such acts or under any such special charter, to the number named therein or in any of them; *provided*, that the directors of any such company shall not be less than three in number.

Number of directors.

Proviso.

#### Supplement.

P. L. 1877, p. 20.

Approved February 21, 1877.

Corporations desiring dissolution to file list of directors, &c., with secretary of state.

22. SEC. 1. That section thirty-four of the act to which this is a supplement, and which now reads as follows: (*Vide ante*, p. 182), be and the same is hereby amended so that the board of directors of any corporation desiring a dissolution thereof as therein provided, shall in addition to the other acts and things therein required to be done, file with the secretary of state a list of the names and residences of the then existing board of directors with its officers, which list shall have been duly verified by the secretary or president of said board, and the secretary of state shall not issue the certificate of dissolution therein mentioned until such list shall have been filed as aforesaid.

#### Supplement.

P. L. 1877, p. 22.

Approved February 21, 1877.

Change of name how effected.

23. SEC. 1. That it shall be lawful for any corporation existing under and by virtue of the laws of this state, whether created by special charter or otherwise, to change its corporate name by a two-thirds vote of the board of directors or managers of such corporation, who shall be present at a regular or special meeting called for that purpose; *provided*, that the corporation cause to be made and filed a certificate in writing, in manner hereinafter mentioned; such certificate in writing shall set forth:

What certificate of change shall state.

I. The name of such corporation in use immediately preceding the vote, and making and filing the said certificate.

II. The name assumed to designate such corporation and to be used in its business and dealings in the place and stead of that referred to in the last preceding paragraph, and which said certificate shall be signed by the board of directors, or a majority of said board, and filed, in pursuance of the act to which this is a supplement, in the office of the clerk of the county where the principal office or place of business of such corporation in this state shall be established; and after being so recorded shall be filed in the office of the secretary of state; and to which certificate shall be affixed the official seal of said board and the affidavit of the secretary or acting secretary of such corporation, that the said certificate is made by



the authority of the board of directors or managers of such corporation, as expressed by a two-thirds vote of the members present at a regular or special meeting of said board, called for that purpose.

24. SEC. 2. That no change in the name of any corporation, under the provisions of this act shall be deemed effected until the said certificate, made and recorded as aforesaid, shall be actually filed in the office of the secretary of state, as herein directed; but no such change shall in manner lessen or impair any liability of such corporation incurred or existing at the time such change of name shall be made, which liability shall continue and be capable of being enforced against such corporation by its name as so changed, or by its original name; and no suit pending at the time of such change of name shall abate by reason thereof, but the same may be prosecuted to judgment and execution in the original name of such corporation, and under any such execution the property of said corporation, whether held by its original or amended name, may be levied on and sold to satisfy such judgment.

Change not effected until certificate is made.

Pending suits not affected.

#### Supplement.

Approved March 8, 1877.

P. L. 1877, p. 74.

25. SEC. 1. That section eighty of the act to which this is a supplement, and which reads as follows: (*Vide ante*, p. 191); be and the same is hereby amended by adding thereto; *provided, however*, that the provisions of this section shall not be held or construed to in any way change, alter or affect the provisions of section sixty-three of said act, which reads as follows:

Amendment to section eighty.

"63. In case of the insolvency of any corporation, the laborers in the employ thereof shall have a lien upon the assets thereof for the amount of wages due to them respectively, which shall be paid prior to any other debt or debts of said company; and the said 'laborers' shall be construed to include all persons doing labor or service of whatever character for, or as workmen or employes in the regular employ of, such corporations."

Wages due to laborers to be a first lien.

26. SEC. 2. That section eighty-three of the act to which this is a supplement, and which reads as follows: (*Vide ante*, p. 192), be and the same is hereby amended by striking out the latter portion of said section, which reads as follows: "and that for all other purposes the charter of said corporation, by such injunction, appointment and continuance, shall be forfeited and void, without any further proceedings or judgment," and insert in lieu thereof, "and that for all other purposes, the chancellor may at any time, by order, in such suit or proceeding, with or without notice to any one, and without any further proceedings or judgment, and declare the charter of said corporation forfeited and void."

Amendment to section eighty-three.

Charter may be declared void by order in chancery.

27. SEC. 3. That the charter of no corporation shall be forfeited and void, notwithstanding the injunction and appointment mentioned in section eighty-three of the act to which this is a supplement shall have continued for four months; *provided*, said corporation shall have been heretofore managed and doing business under an order of the court of chancery.

Charter not to be void by reason of injunction.

Proviso.

#### Supplement.

Approved March 8, 1877.

P. L. 1877, p. 103.

28. SEC. 1. That the forty-ninth section of the act to which this is a supplement, which reads as follows: (*Vide ante*, p. 185), be and the same is hereby amended so as to read as follows: That it shall be the duty of all corporations which may now or hereafter be authorized to transact business in this state, whether organized under general or special laws, although such corporation may not be organized under the laws of this state, and they are hereby required to file, on or before the thirtieth day of June next, and annually thereafter within thirty days after the usual time of the annual election of directors, managers or trustees and the officers thereof, whether such election shall have been held on the day fixed by law or not, in the department of state of this state a complete list, duly authenticated by the signature of the president and secretary, of the names of such directors, managers, trustees and officers, with the date of the election or appointment, term of office and residence of each; and also to designate the business and the location of the principal office or place of business of the company in this state, as also in the state where organized; and for this purpose it shall be the duty of the secretary of

List of names of directors, managers, &c., to be filed in office of secretary of state.

Secretary shall issue certificate of filing.

state to furnish blanks in proper form, and to safely keep in his office all lists so filed, and issue to the company so filing his certificate thereof, and also to prepare an alphabetical index thereto, which lists and index shall be submitted to the inspection of persons interested at all proper hours; and it shall further be his duty during the month of April next to cause a notice of the requirements of this act to be published three times in each of the newspapers in this state authorized to publish the laws; and every such corporation which shall not, within ten days of the time herein fixed, comply with the provisions of this act shall forfeit the sum of two hundred dollars, the one-half thereof to the use of the state of New Jersey, and the other moiety to him who shall sue for the same, to be recovered by action of debt in any court of record, together with costs of suit.

#### Supplement.

Approved March 9, 1877.

P. L. 1877, p. 179.

Increase of directors and capital stock.

29. SEC. 1. That when any company incorporated under the laws of this state by special act of incorporation is limited by its charter to a certain amount of capital stock and a certain number of directors, such corporation shall have power to increase the amount of its capital stock and the number of its directors, on filing with the secretary of state the assent, in writing, of stockholders representing two-thirds in value of the existing capital stock, and a certificate setting forth the amount of capital stock and number of directors as increased; and the certificate of the secretary of state that such assent and certificate have been filed in his office, shall be taken and accepted as evidence of such increase in any court of this state; *provided*, that the additional capital stock authorized under this act shall be paid for in cash.

Proviso.

#### An act to enable certain corporations to qualify as trustees, executors, administrators or guardians.

Approved April 21, 1876.

P. L. 1876, p. 272.

When corporation may act as trustee, &c., who may subscribe oaths, &c.

30. SEC. 1. That in all cases where any corporation in this state authorized by its charter to act as trustees, executors, administrators or guardians, shall be appointed executor, administrator or trustee of any estate or guardian of any infant, it shall and may be lawful for the president, cashier or treasurer of such corporation to take and subscribe for such corporation any and all oaths or affirmations required to be taken or subscribed by such executor, administrator, trustee or guardian.

## Counties.

1. Part of Somerset county annexed to Middlesex.

2. Part of Hudson county annexed to Bergen.

#### An act to annex to the county of Middlesex part of the township of Franklin, in the county of Somerset.

Approved February 1, 1850.

P. L. 1850, p. 5.

Part of Franklin township, Somerset county, annexed to Middlesex.

1. That all that part of the township of Franklin, in the county of Somerset, lying within the bounds of the city of New Brunswick, and contained within the limits following, viz: beginning in the Raritan river, in the now boundary line of the counties of Middlesex and Somerset, and running westerly by said line along the old stage road leading to Trenton, until it strikes the Mile-run brook; thence down said brook, the several courses thereof, to Raritan river, thence down said Raritan river to the place of beginning, shall be, and the same is hereby set off and made a part of the county of Middlesex, and shall be annexed to, and made part of the township of North Brunswick, in the county of Middlesex; and the boundary line between the township of North Brunswick, as by this act constituted, and the adjoining township of Franklin, in the county of Somerset, shall be the boundary line between the county of Middlesex and the county of Somerset; and the inhabitants of the said