

Lands so selected
to be deemed irrevocably
dedicated.

commissioner of the State land office, shall from and after said selection be deemed to be reserved and irrevocably dedicated and set apart for the purposes for which the same were selected, and shall upon the organization of any of the institutions hereinbefore mentioned, vest in the trustees or other officers having the superintendence or control of any of said institutions in trust for the uses and purposes aforesaid.

Provided, That if from any cause there shall not be a sufficient quantity of such swamp lands, then and in that case said commissioner shall select from the amount of said lands pro rata in the proportion of said subdivision in this act for each institution.

What to be deemed
evidence of title.

SEC. 4. A certificate of the lands so selected, describing them and the purposes for which they were selected, under the hand of the commissioner and seal of the State land office shall be received in all courts as evidence of title to said lands in the trustees or other superintending officers of the institutions aforesaid.

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

Approved Feb. 13, 1865.

CHAPTER VI.

An Act to provide for the Incorporation of Canals, Slack-Water Navigation Companies and other Companies for the prosecution of works of Internal Improvement.

March 2, 1865.

SECTION 1. Corporations may be instituted for the construction and operation of canals or slack-water navigation.

2. Persons becoming so associated shall subscribe a statement as follows:—

1. Name of said corporation.
2. General nature of business.

4. The general powers of said corporation.
4. The beginning and end of said association.
5. Amount of capital stock—how paid.
6. The amount of liabilities—limited.
7. What property to be exempt from corporate debt.
8. The names and places of residences.
9. The names of board of directors.
10. The principal place of business.
11. The amount of shares—such statement to be filed with the Secretary of State—for what purpose.

SECTION 2. When corporations authorized to carry provisions of act into effect—powers of said corporation.

4. Duties of corporations instituted under act passed August twelfth, eighteen hundred fifty-eight.
5. Rights of corporations organized under the provisions of this act.
6. Petition to be presented to a judge of any court of record signed by the President and Secretary—what to contain.
7. Judge to appoint three disinterested persons to inquire touching the matters contained in said petition.
8. Power of commissioners.
9. Commissioners to take and subscribe an oath for faithful performance of duty.
10. Notices to be given of time and place of holding meeting.
11. Commissioners to hear cases and assess damages.
12. Commissioners to file said petition, a copy of their appointment and oath, and a full report in the office of the clerk of the court.
13. When payment of damages may be made—manner of making payments—payments to be made when persons refuse to receive payment—how.
14. Appeal may be taken—notice to be served on the appellee—twenty days' notice to be given—when appeal may not be taken.
15. No improvement to be delayed by the prosecution of any appeal.
16. The appellant to file bond with security—in double the amount of assessment appealed from for the use of parties interested.
17. Damages in controversy may be submitted to a jury.
18. Upon verdicts rendered, judgment shall be entered declaring the right to construct said improvement, shall be and remain in said corporation.
19. May perfect record—evidence by causing the clerk of the court to make certified copies of such report—such certified copy to be accompanied by a map showing the location of land taken—when judgment of the court may be recorded in the office of Register of Deeds.
20. It shall be lawful to enter upon any lands in making preliminary surveys.
21. Rights of corporations organized under provisions of this act.
22. Shall have the power to borrow money on the credit of the corporation—limit to its liabilities.
23. May open books for subscription to the capital stock.
24. Work commenced in good faith by one corporation not to be interfered with by another.
25. How capital stock may be increased.
26. When act to take effect.

Be it enacted by the Legislature of the State of Minnesota :

SECTION 1. Any number of persons may associate themselves and become incorporated, for the construction, improvement and operation of Canals or Slack-Water Navigation upon any river and lakes in this State, or other improvement of the navigation of any such river or lake, and for the operation and prosecution of any manufacturing business, to which any water power, incidentally created, by any such improve-

Corporations may be instituted for the construction of canals or slack-water navigation.

ment or by the erection of any locks and dams necessary to any such improvement may be applied.

SEC. 2. Any number of persons desirous of forming a corporation for the prosecution of the business specified in section one of this act, shall subscribe a statement, which shall specify as follows :

To make statement
—what to contain.

Name of corporation.

General nature of business.

General powers of corporation.

Commencement and term.

Amount of capital stock—how paid.

Amount of liabilities—limited.

What property to be exempt from debt.

Names and places of residence.

Names of Board of Directors.

Principal place of business.

Amount of shares.

With whom statement to be filed—
for what purpose.

When authorized to carry provisions of act into effect.

1st. The name assumed by said corporation.

2d. The general nature of the business to be transacted.

3d. The general powers of said corporation, as specified in section two of an act entitled "An act for the creation and regulation of corporations," approved August twelfth, eighteen hundred and fifty-eight.

4th. The time of the commencement and the period of the continuance of said corporation.

5th. The amount of the capital stock of said corporation and how to be paid in.

6th. The highest amount of indebtedness or liability to which said company or corporation shall at any one time be subject.

7th. Whether private property to be exempt from corporate debts.

8th. The names and places of residence of the persons forming such association for incorporation.

9th. The names of the first board of directors and in what officers or persons the government of the association and the management of its affairs shall be vested, and when the same shall be elected.

10th. The principal place of business of said association.

11th. The amount of the shares in the capital stock of said association.

Such statement signed by the corporators therein named, shall be filed in the office of the Secretary of State, and be by him recorded in a book kept by him for that purpose, and the original or a copy thereof duly certified by the Secretary of State shall be evidence of the existence of said corporation for all purposes whatsoever.

SEC. 3. That when such certificate shall have been filed and recorded as aforesaid, the persons named as corporators therein are hereby authorized to carry into effect the objects named in said certificate in accordance

with the provisions of this act and they and their associates, successors and assigns by the name and style provided in said certificate shall thereafter be deemed a body corporate with power to have perpetual succession, to sue and be sued by its corporate name, to have a common seal, which it may alter at pleasure, to render the interests of its stockholders transferable, to exempt the private property of its members from liability for the corporate debts, to establish by-laws and make all rules and regulations deemed expedient for the management of their affairs in accordance with law, and not incompatible with an honest purpose.

Powers of said corporation.

SEC. 4. That any company heretofore incorporated, or attempted to be incorporated under the provisions of an act entitled "An act to provide for the creation and regulation of corporations," passed August twelfth, eighteen hundred and fifty-eight, for the prosecution of any business, which can be conveniently prosecuted under the provisions of this act, may conform their certificate to the provisions of this act, and may refile the same with the Secretary of State as herein provided, and thereafter without any other act or ceremony shall become entitled to all the rights, benefits and privileges conferred by this act; and all grants, transfers and conveyances, by the State or any citizen or corporation to any such company heretofore made, are hereby confirmed unto such company, and shall upon the filing of their certificate under this act be deemed to accrue and enure to the benefit of such company or corporation as thus organized without any other act or ceremony whatever.

Duties of corporations instituted under former act.

SEC. 5. Any corporation organized under the provisions of this act or any company heretofore organized filing their certificate under the provisions of this act as heretofore provided for, may obtain the right to overflow by reason of any dam, lock, sluices or other erection necessary for the convenient prosecution of their enterprise, all and any lands damaged thereby, and may obtain the right to the use of any land for a tow path, the erection of necessary buildings for the purpose of said business, and the right of way in and over the bed of any river, lake or water course and the banks thereof, together with the right to overflow,

Rights of corporations under the provisions of this act.

injure or destroy any existing dams, mills or other property and to canal in and along the valley of any such river, stream, lake or water course, and to purchase and erect all necessary buildings for the operation and prosecution of any manufacturing business upon the water power incidentally created by such improvement, by proceeding as in this act provided.

Petition to be presented to a judge of any court of record—what to contain.

SEC. 6. They shall present to the Judge of any court of record, in which jury trials are had in any county in which said improvements or any part thereof is or is to be located, or through which any river to be improved or canal is to be constructed runs or is to run, a petition signed by the president and secretary of said company or corporation, [setting forth] the description of the enterprise to be prosecuted by them, the termini thereof, the counties through which the same is to run, a general description of the land, property and real estate which it will be necessary to appropriate, take, use or overflow for the purpose of said enterprise, together with the names of the owners of any such property if known.

Appointment of three disinterested persons to inquire into matters contained in said petition.

SEC. 7. Upon the presentation of such petition the Judge shall appoint three disinterested residents of any of the counties named in said petition, commissioners to meet at some point on the line of said improvement on a day specified by said Judge, and to inquire touching the matters contained in said petition, and the Judge shall fix the fees of said commissioners.

Power of commissioners.

SEC. 8. Said commissioners shall have power to adjourn from day to day and to such places on the line of such improvement as they shall deem proper.

To subscribe oath for faithful performance of duty.

SEC. 9. Before entering upon their duties the commissioners shall severally take and subscribe an oath before some person qualified to administer oaths, faithfully and impartially to discharge the duties of their appointment.

Notice to be given of time and place of holding meeting

SEC. 10. At least five days notice of the first meeting of said commissioners shall be given in all cases, and in case of infants such notice shall be served on their guardians or the persons with whom they reside; in case of idiots, lunatics or distracted persons, on their guardians, if they have one, and if not, then on the person in whose care or charge they may be found;

in cases of *femmes coverts*, on the husband as well as the *femmes coverts*, but notices to the non-residents of the counties through which said improvements are to be constructed shall be published in some newspaper printed in one of said counties for three weeks in succession, previous to the meeting of said commissioners.

SEC. 11. The commissioners shall meet at the time and place mentioned in the notice, and shall proceed to examine the entire line of said improvements or so much thereof as is described in said petition and all the lands, property or real estate which will be damaged, overflowed, taken, appropriated or used by or for the purpose [of] said enterprise, and which is described in said petition, and shall hear the allegations and testimony of all parties interested and shall proceed to make in each case a separate assessment of damages which will result to any person, corporation or company by reason of the construction of said improvement, and shall determine and appraise to the owners of said land, property, easement or any other right, proposed to be taken for said improvement, the amount of damages arising to them respectively from the taking thereof, after making due allowance for any benefit that such owner or owners may respectively derive from the taking such property, land, easement or other right, for the improvement aforesaid. Such amount after making such allowances shall be awarded to such persons respectively as their damages.

Commissioners to hear cases and assess damages.

SEC. 12. Within three months after completing their said examination and the making of said appraisal and assessments of damages, the said commissioners shall file the said petition, a copy of their appointment and oath, together with a full report of their doings in the premises, accompanied by a map showing the route and location of the proposed improvement, in the office of the clerk of the court in the county where said application for the appointment of said commissioners had been made, and shall give the same notice of the filing of their report, as of their meeting.

Commissioners to file petition and full report in the office of the clerk of the court.

SEC. 13. Upon the filing of said report, the petitioners, or any officers of or other persons duly appointed by said corporation may make payment of the damages assessed to parties entitled to the same in manner following :

When payment may be made.

First. To parties laboring under no disability.

Second. To guardians of infants, husbands or trustees of *femmes covertes*.

Third. To guardians, insane persons, idiots, lunatics and persons under other disability, and receipts for such payments filed in the office of the clerk aforesaid shall estop the parties receipting and their principals, when they shall act in a representative capacity, from all further claims or proceedings in the premises. Payments to parties residing in the State, but not in the county or counties through which said improvement runs, as well as to infants, insane persons and other persons under disability, who have no guardians, and payments to parties residing out of the State, and to persons whose names are unknown, and to persons who shall refuse to receive the payments when tendered, shall be made by depositing the same with the clerk of said court to be paid out under the direction of the Judge thereof, and such deposit shall have the same effect as the first mentioned receipts, unless an appeal be taken by the party entitled thereto.

Manner of making payments—payments to be made when persons refuse to receive—how.

SEC. 14. Appeals from the assessments made by the commissioners may be taken and prosecuted in the court when the report of said commissioners is filed by any party interested, and a written notice of such appeal shall be served upon the appellee, in the same manner as summons, in ordinary civil actions are served: *Provided*, That such notice shall be served at least twenty days before the hearing of said appeal, and *Provided further*, That no appeal under this act shall be taken after the expiration of thirty days from the time of the notification of the filing of the report aforesaid.

Appeal may be taken—notice may be served on the appellee—twenty days' notice to be given—when appeal may not be taken.

SEC. 15. The prosecution of such improvements, shall not be hindered, delayed or prevented by the prosecution of any appeal: *Provided*, The corporation shall execute and file with the clerk of the court in which the appeal is pending, a bond to be approved by said clerk with sufficient surety or sureties conditioned that the persons executing the same shall pay whatever amount may be required by the judgment of the court therein, and abide any rule or order of the court in relation to the matter in controversy.

No delay by the prosecution of any appeal.

SEC. 16. The appellant shall file with the clerk aforesaid, a bond with security (to be approved by said clerk) in double the amount of the assessment appealed from, payable to the State for the use of all persons interested in the condition of which bond the proceeding appealed from shall be recited with condition for the due and speedy prosecution of said appeal and to abide the judgment that may be rendered therein, and pay the costs of the appeal, if adjudged so to do by the court in reference to the matter in controversy.

To file bond with security—in what amount.

SEC. 17. Appeals shall bring before the appellate court, the propriety of the amount of damages in respect to the parties to the appeal, and unless the parties otherwise agree [agree], the matter shall be submitted to a jury and tried as other appeal cases are tried, and the court or jury, as the case may be, shall re-assess the damages aforesaid, making the verdict conform to the justice and facts of the case, but the rule for ascertaining and fixing such damages shall be upon the same principles that the commissioners are required to adopt in originally appraising and determining such damages.

Damages may be submitted to a jury

SEC. 18. Upon verdicts rendered by juries, or an assessment by the court, judgment shall be entered declaring that upon payment of the damages assessed by the court or the jury, as the case may be, and costs, if any, the right to construct said improvement, to overflow the lands, property and real estate, and do the act in controversy in said appeal, and to take, use and appropriate any property in controversy on said appeal for the purposes of said improvement, shall, as against the parties interested in such verdict be and remain in said company or corporation, their successors and assigns forever, and payments of such judgments may be made as payments of assessments by the commissioners are made, as hereinbefore provided.

Rights of corporation when judgment rendered declaring the right to construct.

SEC. 19. Any corporation organized under this act may perfect record-evidence of title to the property and estate taken for the purposes of any improvement authorized hereby, by causing the clerk of the court when the report of said commissioners is filed, and after the same has been confirmed, and the award of damages paid, to make certified copies of such report or any part thereof, so far as it shall affect or relate to

To perfect record-evidence—how.

Copy to be accompanied by a map, etc.

any real estate or interest therein, situate in any county in this State, through which said improvement runs; and such certified copy to be accompanied by a map showing the location of the land taken, when recorded in the office of the Register of Deeds of the county in which such real estate is situated, shall be effectual to fully pass title to such real estate or the interest therein, taken by said commissioners to said corporation, and such record shall be notice to all parties of the title of said corporation therein, and such record may be read as evidence of such title in all the courts of this State, except in cases where valid appeals are taken from the report of said commissioners, and in such cases the judgment of the court upon such appeal, after the damages are paid may be recorded in the office of Register of Deeds of the county where the said real estate or interest therein, and affected by said judgment, is situated, and such record shall be notice and evidence of title in like manner and effect as the record of certified copies found in said report.

When judgment may be recorded in the office of Register of Deeds.

May enter upon any lands in making survey.

SEC. 20. For the purposes of making preliminary surveys and examinations over and upon any contemplated route, it shall be lawful for any such company, its agents, servants or employees, to enter upon land, doing no unnecessary damage.

Rights under provisions of this act.

SEC. 21. Any company or corporation organized under this act is authorized to obtain by purchase, gift or contract all the rights of way, tow-paths, flowage and property hereinbefore provided for, and hold all property, real and personal, necessary and convenient for the successful prosecution of the enterprise.

May borrow money—liabilities limited

SEC. 22. Such company or corporation shall have the power to borrow money on the credit of the corporation, and may execute bonds or promissory notes therefor and to secure the payment thereof, may pledge the property and income of said company: *Provided*, That the amount of the indebtedness or liability of such company shall not at any one time exceed two-thirds of the amount of its capital stock nor the amount to be specified in the certificate hereinbefore provided for.

SEC. 23. The corporators named in the certificate hereinbefore provided for, are authorized, at their first

annual meeting or at such other time or times as they may deem best before such annual meeting to be designated by them, to open books for subscription to the capital stock of said company or corporation under such regulations as they shall prescribe, and when after the opening of books for the subscription of stock, sufficient stock shall be subscribed to justify the incorporators or directors to commence such improvement, [and the first installments upon such stock are paid in, said company or corporation may commence such improvement,] and they shall thereby become invested with all the rights, privileges and franchises conferred by this act.

May open books for subscription to capital stock.

SEC. 24. When any company or corporation authorized by this act shall have commenced in good faith any improvement therein contemplated, and shall prosecute the same in like good faith, no other corporation shall be permitted to interfere with the company or corporation first authorized hereunder.

Works of one corporation not to be interfered with by another.

SEC. 25. Whenever any company created and incorporated under the provisions of this act or adopting its provisions as herein before provided, by re-filing its certificate and conforming the same to the provisions of this act, shall in the opinion of the directors thereof, require an increased amount of capital stock, or other modification of their articles of association, not inconsistent with the provisions of this act, they shall, if authorized by the holders of a majority of the stock, file in the office of the Secretary of State, a new certificate setting forth the modifications of their said articles of association proposed, and the amount of such desired increase of stock, if any, which said new certificate shall be duly recorded and a reference made to the same, on the margin of the record of the original certificate, and thereafter such company or corporation shall be entitled to have such increased capital as is fixed by said new certificate or such other modification of the original articles of association as shall be therein specified.

How capital stock may be increased.

SEC. 26. This act shall take effect and be in force from and after its passage.

Approved March 2, 1865.