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Stockholders' Meeting.

The annual meeting of the Stockholders of the Texas, Topolobampo and Pacific Railroad and Telegraph Company, in pursuance of the By-laws, was held at the office of Chas. A. Prince, Esq., being also the office of the Company, at No. 18 Exchange Street in the City of Boston, on Wednesday the sixth day of October, A. D. 1886.

The meeting was called to order by the Vice President, Mr. E. A. Buck, and on his motion the Hon. Frederick O. Prince was chosen Chairman, and presided.

The Clerk of the corporation being absent, on motion of Mr. John H. Rice, Geo. W. Simmons, Esq., was chosen Clerk pro tem.

On motion of Mr. Simmons a committee of three was appointed by the Chair, to ascertain and report the amount of stock of the Company outstanding, and the number of shares thereof represented at the meeting. The Chair appointed Mess. G. W. Simmons, J. H. Rice and W. C. Gilson said committee, who reported the whole number of shares of stock of the Company outstanding to be 2198 $\frac{1}{2}$ -- necessary for a quorum--1100 shares; and that 1329 shares of said stock is here duly represented in person, or by proxy.

The report of the Committee was accepted and adopted.

Mr. Rice presented a Code of By-laws, which he stated, and the records show, had been approved by the Executive Committee, and which the Committee thought

would be approved by the Mexican Government. With the concurrence of the Executive Committee the By-laws presented were so amended as to make the Executive Committee consist of seven instead of five Directors.

On motion of Mr. Howard Sargent, the reading of the proposed By-laws in extenso was dispensed with, and as amended they were upon his motion duly seconded, unanimously approved, adopted and accepted by the stockholders, as the By-laws of the Company.

Upon motion of Mr. J. H. Rice, voted, that the number of Directors of the Company, shall until otherwise ordered be fixed at Twenty, including the five (5) Directors constituting the Mexican board.

Upon motion of Mr. W. C. Gilson, duly seconded, the following resolution was unanimously adopted, to wit:

"Resolved, That the contract made and executed by the officers of the Company, under the direction of the Executive Committee, dated December 2, 1884, with James Campbell--and by him assigned to The Mexican American Construction Company--for the construction of certain sections of the Company's Railroad, and the subcontract of Oct. 4, 1886, so made and executed, with the said Construction Company, and "The Credit Foncier Company", for the construction of the first section of said road, and the establishment of a Colony, are hereby severally approved, ratified and confirmed."

On motion of Mr. Gilson, Mess. Gilson, Buck and Sargent were appointed a committee of three by the Chair to nominate eighteen (18) Directors, who with two

Government Directors in Mexico, shall constitute the Board of Directors for the ensuing year, and until their successors shall be duly elected or appointed.

The last named committee having attended to the duty assigned them, report, that they nominate and recommend the election of the following named persons, to be the elective Directors of the Company, for and during the ensuing year, and until their respective successors shall be elected or appointed; all of said persons being stockholders, except the three last named, residents of Mexico City, to wit:

William Windom,	Frederick O. Prince,
Elisha A. Buck,	Wm. K. Rogers,
John H. Rice,	Alex. R. Shepard,
Benjamin F. Butler,	Joseph E. Brown,
Geo. W. Simmons,	A. M. Reid,
Albert K. Owen,	U. S. Grant,
E. W. Cushing,	Ignacio Pombo,
Walter C. Gilson,	Francisco M. de Prida,
D. L. Yulee,	Juan Dublan.

The report was accepted, and the several persons nominated by the committee were unanimously elected to serve as recommended.

Upon motion of Mr. Gilson and seconded, the following resolution was unanimously adopted.

"Resolved, That as soon as practicable the Board of Directors, or the Executive Committee, should call in and retire the outstanding receipts, issued for

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stock, and in lieu thereof issue stock certificates, for the amount of stock to which each person is entitled, with income bonds as called for in said receipts, the latter to be issued in blocks or series, based upon each section or sections of road completed or under contract for construction."

Upon motion of Mr. Rice, the following resolutions were unanimously adopted:-

"Resolved, That the stockholders of the Texas, Topolobampo and Pacific Railroad and Telegraph Company in annual meeting here assembled, have heard with heartfelt sorrow of the decease of one of their late Directors, who was a pioneer in our enterprise- Dr. B. F. Carman; and hereby extend to his widow and children our united condolence and sympathy."

"Resolved, That the Secretary of the Company be directed to convey to Mrs. Carman a copy of these resolutions."

Voted- To adjourn.

A true record; Attest.

G. W. Simmons,

Clerk Pro tem.

A true copy of record

Attest:

Wm. H. Rice
Secretary

T. T. & P. R. Co. & T. Co.

Directors' Meeting.

Pursuant to the By-laws, the following named Directors of The Texas, Topolobampo and Pacific Railroad and Telegraph Company assembled at the office of the Company, in the City of Boston, on Tuesday, the sixth day of October, A. D. 1886, at No. 13 Exchange Street, in said city, immediately after their election.

Directors present: R. O. Prince, E. A. Buck, John H. Rice, Geo. W. Simmons and Walter C. Gilson.

On motions and nominations, duly made and seconded, the Board of Directors was organized temporarily by the choice of Hon. P. O. Prince, as Chairman, and G. W. Simmons, as Secretary.

Upon motion of Mr. Rice, voted to proceed in the election of officers of the corporation and the Board of Directors, as required by the By-laws.

Upon nominations, duly made and seconded, the following named gentlemen were unanimously elected as officers of the Company and Board of Directors, subject to concurrence of absent Directors as required by the By-laws, to wit:

President; William Windom, of Minnesota.

Vice-President; Elisha A. Buck, of New York.

Treasurer and Secretary, John H. Rice, of New York.

Clerk of the Corporation, Chas. A. Prince, of Massachusetts.

General Agent; Francisco M. de Prida, of Mexico.

Colonization Agent; Ignatio Pombo, of Mexico, under contract of July 22, 1886. Art. 25.

Assistant-Secretary; Eduardo S. Herrera, of Mexico,
while Secretary of the "Mexican Board."

Executive Committee; William Windom, E. A. Buck,
John H. Rice, F. O. Prince, G. W. Simmons, Walter C.
Gilson and A. M. Reid.

The Mexican Board; Ignatio Pombo, F. M. de Prida,
Juan Dublan, with Francisco Bulnez and Luis Pombo, all
of the City of Mexico, constituting said Board as pro-
vided by the By-laws and the contracts of concession.

On motion made and seconded, voted to adjourn with-
out day.

A true record. Attest,

John H. Rice,

Secretary.

A True copy of record

Letters:

John H. Rice
Secretary