

THE UNION ELECTRIC SIGNAL COMPANY,

85 Devonshire Street,

BOSTON, MASS., April 14, 1881.

DEAR SIR :

In pursuance of the notice duly given, a special meeting of the Stockholders of this Company was held at their office in Hartford, Conn., April 13 inst., 18,016 shares of stock being represented.

It was unanimously voted that the name of this corporation be, and the same hereby is, changed to

THE UNION SWITCH AND SIGNAL COMPANY ;

Also that a new by-law, to wit, No. 15, be, and the same hereby is, added to the code now in force, as follows : —

XV. No assignment, grant, right or license of or relative to any patent or patent right, owned or controlled by this Company, shall be made except by the approval of the majority in interest of the Stockholders in legal meeting, except as a license may, by operation of law, go with the sale of apparatus made and sold by the Company.

Also to increase the Capital Stock to \$1,500,000, and to authorize the Directors to receive in payment for all or part of the new stock, the assets and property of The Interlocking Switch and Signal Company of Harrisburg, Pennsylvania.

Also that the Directors of this Company be authorized and directed to issue the new or additional stock as afore provided for, to George Westinghouse, Jr., as trustee, with instructions to use the same for the purposes contemplated by the above resolutions, and dispose of the same as the Directors may from time to time, or at any time, direct ; and also, if in their opinion necessary or desirable as a part of the same transaction, to make such proper disposition by surrender, cancellation or otherwise of the stock of the said Interlocking Switch and Signal Company now held by him as trustee for this Company.

Also to authorize the Directors to take such action as is necessary to extend the business of said Company into foreign countries.

At a meeting of the Directors of the Company held at the same place, after adjournment of the Stockholders' meeting, Mr. W. Scott Fitz, of Boston, was elected a Director to fill the vacancy caused by Mr. Cunningham's resignation ; also the Treasurer was authorized and instructed to purchase the 1000 shares of the Capital Stock of The Interlocking Switch and Signal Company now owned by Messrs. Saxbey & Farmer, of London, England, for £6500 sterling ; also that 1750 shares of the stock of this Company held by the trustee, be sold at the highest price possible, and the proceeds thereof turned into the Treasury. All sales of such stock to be subject to the approval of the Directors. Also that new stock certificates with new name and increased capital be forthwith procured, and issued in exchange for the old ones to be cancelled and retired.

Very respectfully,

E. L. FROTHINGHAM, JR.,

*Secretary.*

THE UNION ELECTRIC SIGNAL COMPANY,

85 Devonshire Street,

BOSTON, MASS., April 16, 1881.

DEAR SIR:

I am authorized to offer for sale the whole or any part of 1750 shares of the Capital Stock of The Union Electric Signal Company, and have placed the said stock in the hands Messrs. Francis Henshaw & Co., to be sold at public auction, to the highest bidders, on Saturday, the 23d day of this month, at 12 o'clock M., at their auction rooms No. 51 State street in this city.

No bids will be entertained under seventy dollars per share.

This stock is part of 5918 shares which George Westinghouse, Jr., receives as trustee, for the benefit of this Company, in exchange for stock of the Interlocking Switch and Signal Company of Harrisburg, Pa., as follows; viz., —

For 4,102 shares now owned by this Company;

1,000 shares purchased of Saxbey and Farmer, of London;

816 shares contributed by stockholders of the Interlocking Switch  
— and Signal Company;

5,918 shares total; of which amount

4,168 shares will remain in the hands of said trustee for the benefit of this Company. In addition to which this Company will have acquired all the property, including the valuable patents, of the Interlocking Switch and Signal Company. I am instructed that this will be the only stock offered in this market, and the proceeds derived therefrom will be used to replace treasury funds expended for purchase of the Saxbey and Farmer stock and for the purchase of a valuable and extensive manufactory in Pittsburg, Pa., which has been secured for the Company at a price at least thirty per cent below what would be a fair cash valuation and what it is believed the property would now sell for.

Very respectfully,

E. L. FROTHINGHAM, JR.,

*Treasurer.*