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KENT NEWS.

Agriculture, Literature, Politics and General News

Frustra laborat, qui omnibus placere studet:—"He labours vainly, who endeavours to please every one."

VOL. 7. CHESTER TOWN, MD. MARCH 13, 1847. NO. 46.

Cheap Watches and JEWELRY.

AT the Philadelphia Watch and Jewelry Store, No. 96, North Second street, corner of Quarry.

Gold Lever Watches, full jewl'd, 18 car. cases,	$45 00
Silver Lever Watches, full jew'd	23 00
Silver Lever Watches, 7 jewels,	18 00
SilverLepineWatches, jew'd, 1st qual.	14 00
Superior Quarter Watches,	10 00
Imitation quarter watches, not war.	5 00
Gold Spectacles,	8 00
Fine silver spectacles,	1 75
Gold bracelets, with topaz stones,	3 50
Ladies' Gold Pencils, 16 carats,	2 00

Gold finger rings, 37½ cts. to $8; Watch Glasses—plain 12½ cts, patent 18¾, lunet 25. Other articles in proportion. All goods warranted to be what they are sold for O. CONRAD.

On hand, some Gold and Silver Levers, Lepines and Quarters, lower than the above prices.

dec'r 19, 1846.

Steam Iron Railing Factory, RIDGE ROAD, ABOVE BUTTONWOOD STREET,

PHILADELPHIA.

AT THIS establishment may be found the greatest variety of Plans and beautiful Patterns for

IRON RAILINGS

in the United States, to which the attention of those in want of any description, and especially for Cemeteries, is particularly invited.

The principal part of all the handsome Railings at Laurel Hill, Monument, and other celebrated Cemeteries in the city and county of Philadelphia, which have been so highly extolled by the public press, were executed at this manufactory.

A large Ware-Room is connected with the establishment, where is kept constantly on hand a large stock of ready-made IRON RAILINGS, ORNAMENTAL IRON SETTEES, IRON CHAIRS, new style plain and ornamental IRON GATES, with an extensive assortment of IRON POSTS, PEDESTALS, IRON ARBORS, &c. Also, in great variety, Wrought and Cast Iron ORNAMENTS, suitable for Railings, and other purposes.

The subscriber would also state that in his Pattern and Designing Department he has employed some of the best talent in the country, whose whole attention is devoted to the business—forming altogether one of the most complete and systematic establishments of the kind in the Union.

ROBERT WOOD, Proprietor,
Ridge Road, above Buttonwood St.
Philadelphia, February 6. 1847. 5m.

Hover's First Premium Ink. No. 87

North Third street Philadelphia.

The celebrity of the Inks manufactured by the subscriber, and the extensive sales consequent upon the high reputation which they have attained, not only throughout the United States, but in the West Indies and in China, has induced him to make every necessary arrangement to supply the vast demand upon his establishment. He is now prepared with every variety of Black, Blue and Red Inks, Copying Inks, Indelible Ink, and Ink Powder, all prepared under his own personal superintendence, so that purchasers may depend upon its superior quality.

Hover's Adamantine Cement, a superior article for Mending Glass, China, Cabinet, Ware, &c., useful to every Housekeeper, being a white liquid, easily applied, and not affected by ordinary heat—warranted.

☞ Pamphlets, containing numerous testimonials of men of science, and others, will be furnished to purchasers.

For sale at the Manufactory, Wholesale and Retail, No. 87 North Third Street, opposite Cherry Street, Philadelphia, by

JOSEPH E. HOVER,
Manufacturer.

February 6, '47. 1y

Drugs! Drugs! Drugs!

THOMPSON & CRAWFORD,

WHOLESALE DRUGGISTS

No. 40 Market St. (S. Side below Second.)

PHILADELPHIA.

Offer for sale a large stock of Fresh Drugs, Medicines and Dye-Stuffs, to which they call the attention of Country merchants and dealers visiting the city.

Coach, Cabinet, Japan, Black, and other Varnishes of a superior quality. Also White and Red Lead, Window Glass, Paints and Oils—cheaper than ever.

☞ T. & C. are also proprietors of the Indian Vegetable Balsam, celebrated throughout their own and neighboring states, as the best preparation for the cure of coughs, colds, asthma, &c. Money refunded in every instance where no benefit is received.

Philadelphia, Feb'y 6, '47. 6m

BEAVER CLOTHS—a lot of Fine Beaver Cloths, for sack and over coats; just received and for sale cheap cheap by

WILMER & NICOLS.

GEN. TAYLOR CASSIMERE—a beautiful article, for sack and overcoats, for sale cheap by

WILMER & NICOLS.

THE KENT NEWS,
A WEEKLY NEWSPAPER,
DEVOTED TO
AGRICULTURE, POLITICS AND GENERAL NEWS

Terms:

$2.50, payable at the end of the first sixmonths
☞ For Prospectus, see fourth page.



POETRY.

FRIENDSHIP'S MEMENTO.

Written for the Western Continent,

BY STELLA.

My friend, dost e'er recall
The blissful scenes long buried in the past,
The rainbow hopes, too beautiful to last,
And now beclouded all?

How often, e'en as now,
Sweet memories come thronging o'er my heart,
Nor would I bid them, if I could, depart,
Though oft times sad they grow!

Again beneath the shade
I rest with thee, my friend, and watch the gleam
Of sunlight or strange figures on the stream,
By the oak branches made;

Or wand'ring; hand in hand,
From thy dear lips again I hear the story,
So ready though tell, and view the glory
Of knight or fairy laad;

Or from some fav'rite book
I read to thee,—or, on our fleet steeds springing,
We bound away while yet the lark is singing;
Or, in some quiet nook,

We while away the hours,
And dream of pleasures in the future hid,
While smiling Hope still beckoas us to tread
Along her path of flow'rs!

How in those happy days,
When though wert gone, I wished fhr thy return!
How, when some fask performed, my heart did yearn
To hear thy voice of praise!

And now long years have passed,
Add silence reigns for long 'twixt thee and me,—
And musing now, I ask if it can be
That I have seen thee last?

Dost thou not love me still?
Though fate hath fixed our destinies apart,
Thou surely hast not schooled thy gentle heart
To love or hate at will.

Yes, thou art still my friend,
As when in youth we sported 'mid the flow'rs!
This though, so cheering, to life's saddest hours,
A ray of hope shall lend.

And if no more on earth
We meet again, nor clasp each other's hand,
We will renew oar friendship in that land
Whece first it had its birth.

A COMMUNICATION

FROM THE

EXECUTIVE TO THE SENATE OF MD.

In compliance with the Resolution of that body, passed on the 18th February, 1847, requesting his views in reply to a communication, addressed by the President of the Baltimore and Ohio Rail Road Company to the Legislature, upon the subject of the recent dividend of that company.

EXECUTIVE DEPARTMENT,
February 23rd, 1847.

Gentlemen of the Senate:

I have read with profound attention, the communication addressed by the President of the Baltimore and Ohio Rail Road Company, to the Chairman of the Ways and Means committee of the House of Delegates, and by him submitted to the consideration of the Legislature.

I had supposed that this communication required no notice from me, but the expression of a different opinion by you, in the order passed by your body on the 18th inst., makes it my duty to express with promptness and frankness my views upon the subjects treated of in that paper.

I am aware of the difficulty in such a communication as you have made it my duty to make, to express so as to be understood by all, my appreciation of the importance of this road to the prosperity of the city of Baltimore, and of the State at at large; and at the same time, to state with becoming frankness, my views of the extraordinary positions assumed by the distinguished President of that road in the paper to which you have invited my attention.

Gentlemen, I must not be misunderstood upon this point, I sincerely entertain the opinion, that the completion of the Baltimore and Ohio Rail Road to the Ohio river, is essential to the interest of the State, and that we can now look only to this road, for those great commercial results which were contemplated by the State, in her original undertaking of those vast works of those vast works of internal improvement which have so far only served to exhaust the resources of her people.

Having placed myself right upon this point, I will now with your permission refer to that portion of my message to the Legislature, which is assumed as occasioning the necessity for this laboured address of the President of the Baltimore and Ohio Rail Road Company, that you may judge, whether the language used, or sentiments expressed, will justify the arrogant and uncourteous reply which it has elicited.

The only part of the message which refers to the recent dividend declared by that company is as follows:

"You will perceive by the report of the Baltimore and Ohio Rail Road Company, that its President and directors have declared a dividend of three per cent. to be paid in cash to all stockholders of *less* than fifty shares, and a dividend of *one* per cent. in cash, and two per cent. in the bonds of the company, payable twenty years after date, to the stockholders of more than fifty shares. I have been unable to recognise the force of the reasoning, intended to justify this novel method of declaring a dividend; by which the individual who has advanced less than five thousand dollars, for the construction of this road, receives at once his dividend in cash, whilst the State, which has advanced five hundred thousand dollars for the same purpose, is to receive her dividend at the end of twenty years. It does seem to me, that if this company possess the power under their charter, to discriminate in favor of any class of their stockholders, that it would have been more equitably exercised, by reversing their present action. It may be proper also, for you to consider, whether the company possess the power to issue such stocks, or possessing the power, whether its permanent interests or those of the public, would be advanced by the creation of a debt, (secured by a pledge of the property and future earnings of the company) for the payment of dividends, declared of conjectural profits. The Treasurer, possessing no power, to use the bonds of this company for any purpose, and being unwilling to recognise the legality of this novel proceeding, which might lead to the future exercise of the same power by this and other companies, has not received this dividend, and believes it to be his duty, to submit the subject to you, unembarrassed by any action on his part."

I have examined with all the care I could command, this part of the message, with the anxious desire of discovering whether in substance or manner it could be legitimately complained of, and with the intention of correcting any error in fact, and of withdrawing any expression which could be properly deemed offensive by the President of this company. I have been unable to discover either in the statements made, or in the manner in which they are made, anything which could be deemed offensive by any other than one who was pre-determined to find something to serve as the pretext for some move on his part, to withdraw the public attention from the present condition, and future prospects of the work entrusted to his management.

It will not escape your observation, that the main objection urged in the executive message, to the dividend as declared, was to the discrimination which is made between the stockholders of less than fifty shares, and those of more than fifty shares, and I will in the first place, ask your consideration of this objection, and of the manner in which it is attempted to be justified in the address of the President, of the company. The dividend declared, is a cash dividend of three per cent, to all stockholders of less than fifty shares, and a dividend of *one* per cent, in cash and two per cent, in the bonds of the company, payable twenty years after date, to the stockholders of more than fifty shares. By this anomalous method of making a dividend, A. the owner of forty-nine shares of stock in this company, is paid his dividend of three per cent, in cash whilst B. the owner of fifty shares of stock, only receives a cash dividend of one per cent, and is compelled either to take one third of the dividend which is paid to A, or to receive the other two thirds of his dividend in the bonds of the company, secured by a mortgage of the future earnings of the company *to which he would be entitled, whether the bonds were received by him or not.*

It will certainly require more ability, than is possessed even by the distinguished author of the paper under consideration, to convince you, that a dividend by which one portion of the stockholders receive three per cent, in cash, and the other portion only one per cent, in cash, and the residue of their three per cent, in the bonds of their own company, secured by the future earnings of the company, (which are at least *conjectural.*) is equal or just.

It would have been more equal, if this dividend had been declared either entirely of cash, or entirely of bonds, for then no discrimination would have been made between the different classes of stockholders, but each would have shared alike (as under the charter they were entitled to do,) the profits whether real or *conjectural.*

The stock of this company consists of $7.000.000, of which the State owns $500.000, the city of Baltimore, $3.5000.000, and private stockholders, $3.000.000 — Under the charter the company are required to divide either annually or semi annually, the nett profits, equally amongst the stockholders, according to the number of shares held by each.

Suppose then in the first place, that a dividend were declared entirely in bonds, bearing 6 per cent interest, secured by a mortgage of the future earnings, of the company, what would be the effect of such a dividend!

At the end of twelve months the company, would under the charter be obliged to pay from the earnings of the year, (if sufficient,) the six per cent interest, and if the profits of the year exceed this interest, they would be obliged [illegible] the excess of those profits amongst the stockholders, in the shape of a dividend. The stockholders would be receiving a portion of the profits of the year, in the shape of interest, and the residue of those profits in the shape of dividend. If on the other hand, *no dividend* were declared, the result to the stockholders would have been precisely the same, they would at the end of the year, receive the whole profits, the only difference being that without the bond dividend, they would receive those profits in the shape of dividends, instead of receiving a part in the shape of interest, and the other part in the shape of dividend.

It is therefore apparent, that a dividend in bonds would be altogether nugatory, leaving the stockholders to receive precisely the same, to wit: the entire nett profits whether such a dividend were declared or not.

But I must not omit to examine the argument, (if it may be so designated,) intended to justify this discrimination between the different classes of the stockholders of the company. This able President says, "that after deducting from the nett profits, the portion of those profits borrowed on account of the coal trade and other appropriations, there was left $90.570, in cash, which after providing for the sinking fund, would divide about one per cent, on the capital." And his argument is, that the State if he had not given three per cent, of this $90.540, to the stockholders of less than fifty shares, would only have been entitled to one per cent, and that consequently, the State receives as much in money as she would have received if the whole cash had been equally divided amongst the stockholders.

It may be, that a *great mind* is inclined to underate the intelligence of others; I cannot upon other grounds, account for such an argument addressed by such a man, to your honorable body.

The position is, that a company, having a given amount of money to divide amongst its stockholders, could give three times as much of that money to a portion of its stockholders, and at the same time give as much to the others, as they would have received if the money were equally divided amongst all.

Suppose in reference to the present dividend, that the stock held by holders of less than fifty shares, amounted to $200.000 00 (and the principle would not be altered, as it does not depend upon the quantity so held,) and you will perceive that they would receive of the cash to be divided $60,000, leaving for the residue of the stockholders owning $5,000.000, only the difference between that sum and the amount of cash on hand.

But gentlemen, it would be presumptious in me to argue *such* a question in a communication to your honorable body, who I am convinced see as plainly as I do the utter falacy of this position of the President of this company. The first conclusion to which I come is that this dividend was partial and unequal and therefore unwarranted by the charter.

I next ask your consideration of the question, whether this dividend was declared of conjectural profits? It was my desire in the message to express in as courteous terms as I could employ my sense of the injustice which had been done the State as stockholder in this company by the dividend as declared, and I was consequently unprepared for the indignant expression of injured feeling and labored vindication of insulted honor contained in this address of the President of the company.

Although I have read this paper with the desire of discovering my error, if I have committed one, I must confess my inability to discern the impropriety which existed in my referring in the message to this dividend with disapprobation.

Was it not my duty to call your attention to this subject? Is it not your duty to consider and decide as to the legality and justice of the action of this company towards the State? Is the Executive of the State to be treated with contumely for having referred in an official communication to the Legislature, to the action of this company, so far as in his opinion it affected the interest of the State!

Are the apprehensions originally expressed by the opponents of the system of internal improvement, that those overgrown corporations would become too powerful for the welfare of the State, already realized?

But I will not digress from my purpose, and I will confine myself to the questions which it is made my duty to refer to. The great offence committed by me was in expressing the opinion that this dividend was declared of *conjectural profits*, which is first declared to *be untrue*, and is next characterized as a charge which if true, "would prove the President and Board who declared such a dividend utterly undeserving of the public confidence," &c. This brings up between the author of this paper and myself, the distinct question of fact, whether in stating that this dividend was declared of conjectural profits, I have stated the truth or not? It is truly unaccountable how the President of this company, whose great ability is so universally admitted, and by no one more fully recognised than by himself, should have thought it his duty, or prompted by feelings which should not have been permitted to govern his official action, could have been induced to make before your honorable body, an issue of fact so clearly susceptible of demonstration, as the one which he has made.

I have stated it as my opinion and belief that this dividend so far as it is declared of the bonds of the company, has been declared of *conjectural* profits, and the President of this company says that this is untrue, and that he and every member of the Board who assented to this dividend have been insulted, by my attributing to him and them so gross a violation of their duty. The question then is, whether the dividend so far as it is declared of the bonds of the company, is declared of conjectural profits? It does seem to me that the mere statement of the question embraces a satisfactory answer. *The company to a portion of its stockholders pay the dividend in the bonds of the company, secured by a mortgage up on the future receipts of the company* Are not the future receipts of the company *uncertain—conjectural!* If so, the dividend which depends upon those receipts must be necessarily *conjectural* The proposition is too plain for argument, as every one must admit, that the ability of this company to pay either the interest or principal of the bonds issued, depends absolutely upon the future receipts of the company, beyond the necessary expenses for repairs, &c., which every one must admit is (to say the least of it,) *uncertain* and *conjectural*.

But I should be wanting in respect to the author of this paper, if I were to omit to notice the argument advanced by him to sustain his charge that the statement made by me is *untrue*.

He says "that the nett earnings of the company during the year over and above the current expenses including the ordinary repairs of railway and machinery, amounted to the sum of $440.575 *being more* than six per cent upon the capital, and *these* it may be observed, constituted the *actual* not "*conjectural*" profits of the year." Now if this was so, the plain duty was imposed by the charter upon the company, to divide those *actual not conjectural* profits amongst its stockholders, and the State was entitled to receive from the company in money (*not in its bonds,*) six per cent upon her stock instead of the one per cent now given her.

But apart from this view of the subject, you will permit me to ask your consideration of the ground upon which the President claims the right of declaring this dividend under the charter of the company.

He says that under the charter and under the law of the last session, the company is authorised to borrow money for the repairs upon which he states the *net earnings* of the company have been expended, and he says that he found it more advantageous to the stockholders to borrow the net earnings to which they were entitled from them, than from others, and that by a financial scheme supposed by the Treasurer and myself to be novel, only because we had not sense enough to understand it, he has only borrowed from the stockholders, instead of borrowing from others, and thereby made *net profits of the money expended in the necessary repairs of the road*

You will perceive that the whole argument of the President of the company rests upon the fact *alleged by him*, that he borrowed the money from the stockholders of the company, instead of borrowing from others as the charter and the law of the last session gave him the power to do.

A contract for the loan of money like every other contract requires two parties, a party who possesses the power to lend as well as a party who possesses the power to borrow; and as this company possesses no power under their charter to *lend money* it necessarily follows that the company possesses no power to contract with its stockholders *as stockholders* for such a loan as is alleged to have been made to the company by them. But if the President of the company intended to allege that the stockholders of this company *individually* loaned to the company the money which is alleged to have been borrowed of the stockholders, which is the only manner in which a loan could have been legally effected with them, then I deny that any such loan was ever made by them to the company. The money had been expended in the repairs of the road, and when the dividend was declared, it was not optional with the stockholders to take the *money of the bonds* The only choice left them was to take the *money or bonds* The only choice left them was to take the *bonds or nothing* A singular loan truly! They first use the money which the President of the company days belonged to the stockholders, and then to them they must take these bonds or received nothing.

Notwithstanding the "*persimilitude*" which is supposed to exist between the preeen- dividend and stock dividend declared in 1838, upon the stock of the Washington Branch, I humbly apprehend that "no intelligent mind" will discover the slightest analogy between the two cases.

The dividend in 1838, was a dividend of four per cent. in cash and ten per cent in additional stock of the company. In that case no discrimination was made between the stockholder received his four per cent. in cash and his ten per cent. of additional stock. In the case of the present dividend, one portion of the stockholders are paid their whole dividend, one whilst another portion are paid two thirds of their dividend in the bonds of the company. It must be apparent to any reflecting mind that the stock portion of the dividend in the first case, and the cash portion in the latter, neither increased or diminished the actual amount of the dividend declared; for it must be conceded in reference to the stock dividend, that the *intrinsic* value of the original stock was lessened precisely ten per cent. by the creation and division amongst the stockholders, of that amount of new stock. The original stockholders, in virtue of the stock held by them, were entitled *to all the profits of the road*, and the dividend to them of ten per cent. of additional stock, did not enable them to receive a farthing more than they would have received without such dividend. The cash dividend of four per cent. was in fact the only dividend (except in name) which was declared; and as that cash was rateably divided amongst all the stockholders, and the additional stock also rateably divided, no injustice was done to any portion of the stockholders, and no objection occurs to that proceeding other than the *humbuggery* which existed in declaring what was in reality a dividend of four per cent., to be a dividend of fourteen per cent.

There is one other argument used by the President of this company, to which I must be pard ned for referring. He says that "the Board had reason, officially to know, that this city owning a full moiety of the whole stock of the company, while liberally contributing in various modes to the revenues of the State, was under an obligation of annually providing large means to maintain her own hitherto unsullied credit; and that the payment in money or its equivalent of the profits earned by this company, was *if not indispensible*, of the utmost importance to her financial resources."

Now you will bear in mind that the city of Baltimore, owning three millions and a half of this stock, was entitled to receive, by this dividend, in the bonds of the company $70.000; and I am free to admit that if the reception of those *bonds* was *indispensible* to preserve the credit of the city, that it would have presented the strongest argument in favor of the action of this company.

Let us enquire in what way the bonds of this company could be used by the city to preserve her credit. The bonds could not be of importance to the financial resources of the city," except by a sale. The bonds are secured by a pledge of all the property and future earnings of the company, and a sale of the bonds by the city would *per so* pledge to the buyer all the stock held by the city in this company. The grand result therefore, of this expedient to which that complex branch of political economy (the rail road) has given rise," is to enable the city of Baltimore to borrow upon the pledge of $3.500.000 of stock in this road, the sum of $70,000 even if the bonds are sold at par.

Unless the city authorities possess much less financial ability than is possessed by the able President of this company they could have no difficulty in borrowing $70.000 upon a pledge of the stock held by the city in this company. They, at any rate, could not have greater difficulty without the bonds than with them, as the sale of the bonds is nothing more nor less than the borrowing of so much money upon the pledge of the stock of the city in this company.

I desire in conclusion to call your attention to one other position assumed in the address of this distinguished stanger. He says "says that it will be apparent to you that the arrears of indebtedness for which it is proposed the State shall issue bonds, have never in fact been carried or received by the State, in any form whatever; and that however justly due to the creditor as the only legitimate fruit of his capital, the amount of bonds, what ver it may be, must be a clear addition to the present obligations of the State, for which she has received and can receive no equivalent whatever — On the other hand the amount for which the Board propose to issue their bonds has actually been earned and legitimately and usefully expended on account and for the purposes of their stockholders," &c.

The comparison which is here instituted (unfavorable to the State,) between the ability or right of the State to fund the arrears of interest on her public debt, and the right of this company to declare this dividend, and the discouragement attempted to be thrown over the present effort of the Legislature to restore the public credit, require no comment from me. Such opinions could only be entertained and expressed at such a time, by one who has no interest or feeling in common with the people of our State, and will not I trust be viewed by you as a successful attempt on his part to ridicule or thwart the recommendations of the State Executive upon a subject so vitally important to every *Marylander* as the credit of his State.

I have thus hastily thrown together, in the shape of a reply to the paper to which your order refers, the reasons which influence me in expressing the opinions contained in my message upon the subject of this dividend, and I shall most cheerfully acquiesce in any decision to which the Legislature may come upon the subject.

THOMAS G. PRATT

DISAPPOINTMENT.—A lady who had boasted highly to a dinner party of the good manners of her little darling, addressed him with:

"Charles, will you have some more beans?"

"No," was the ill-mannered reply.

"*No!*" exclaimed the astonished mother.

"*No what?*"

"No *beans*, ma," said the child.

☞ A dandy, who wanted the milk passed to him, at a hotel, thus asked for it:

"Landlady, will you please to pass your cow down this way?"

The landlady thus retorted:

"Waiter, take this cow down where the *calf is bleating!*"

☞ It is stated that an enterprising upholsterer in Maine, offers twelve and a half cents a pound for gentlemen's whiskers and goatees, to be used in making mattresses. Here's a chance for some of our nice young men to make a raise.

THERE is a Mississippi volunteer in New Orleans so excellent a marksman with the rifle, that he shoots—"folly as it flies."