Afterwards, to wit, on the twelfth day of May, in the year last aforesaid, the complainant, by its solicitors aforesaid, file in Court here, the following agreement, to wit:

On this case it is admitted as a matter of evidence in the cause; that the book which was produced by the complainant, before Andrew Gonder Esq. as a Justice of the Peace, being the book of proceedings and minutes of the complainant's proceedings, and which the defendants agree may be taken out of the case, leaving extracts therefrom as evidence, which have been taken and certified by the Clerk, and all which is evidence in the cause, do not in any part of it contain any entry of any proceeding or act of either said stockholders of said Company or of the Board of Directors of said Company, showing that there was ever any objection to or disaffirmance of the contract sought to be set aside in this suit, between the complainant and Sherman and Dean, or any objections to or disaffirmance of the several Deeds from the complainant to Sherman and Dean, exhibited with the answer of Sherman in this case; and that said book contains no entry to show any act or proceeding of either the stockholders of Directors of said Company, authorizing the institution of this suit or any other suit for the same or similar purpose

G. A. & C. B. Thruston
Sol's for Complainant
G. A. Pearce
For Defendants.

The extracts referred to in the foregoing agreement are in the words following, to wit:

Extracts.

From book of records and minutes, filed in No 1,286 Equity, in the Circuit Court for Allegany County, and referred to in the testimony of A. Mehaffey and E. G. Loomis, taken before Andrew Gonder, a Justice of the Peace, and by him returned with the testimony, to the said above Court.

R. L. Joice, chairman of the committee appointed at a previous meeting, on by-laws, reported the following, which were read and adopted at a meeting of the stockholders, held May 3d 1852.

By-Laws

Of the Cumberland Coal and Iron Company.

Article 1st.

Board of Directors and Executive Committee

The concerns of the Company shall be managed by a President and a Board of twelve Directors, of which Board the President shall be a member ex-officio, and have the casting vote when it is equally divided, and by an executive Committee, consisting of three Directors to be chosen monthly by the President and Board of Directors; and the President shall in the manner have the casting vote when the Committee is equally divided.

Article 2nd

A Quorum

A majority of the President and Board of Directors, or the President and executive committee, as the case may be, shall constitute a quorum for the transaction of any business connected with the Company. And in case of absence or sickness of the President, the Board of Directors or executive committee, as the case may be, shall have the power to appoint a President pro tem.

Article 3rd.

Meeting of the Board and Executive Committee

The President and Board of Directors shall hold stated meetings on the first Wednesday of each and every month; and the executive committee shall meet as often as in the judgement of the President the business of the Company may require their attention — and when he shall duly notify the members thereof.

Article 4th.

Powers of the Executive Committee

The duties and powers of the executive committee shall be confined to examining and auditing monthly, the accounts of the Treasurer, and to such others as may be expressly delegated to it, from time to time, by the President and Board of Directors, and recorded by the Secretary.

Article 5th

Election of Secretary

The President and Board of Directors, as soon as may be convenient after their election, shall appoint a Secretary to the Company, who shall hold his office for one year, or during the pleasure of the said President and Board.

Article 6th

Certain officers not to be Directors

Neither the Secretary nor any other officer of the Company, except the President, shall be a member of the Board of Directors.

Article 7th

Vacancies in the Board

In case of any vacancy occurring in the Presidency or Directorship of the Company, the remaining Directors shall have the power to fill such vacancy, by appointing some stockholder, until the next general election thereafter.

Article 8th

Certificates of Stock.

All certificates of the capital stock of the Company, shall be signed by the President and Secretary of the Company; and all bonds, contracts, or other instruments of writing, which may be duly authorized by a meeting of the stockholders, the President and Board of Directors, or executive committee, shall also be signed by the President and Secretary, and have the seal of the Company affixed thereto.

Article 9th

Powers and Duties of President.

The President shall be chairman of the Board of Directors and executive committee, and ex-officio Treasurer of the Company; and shall, at all times, have a general direction, control, and superintendence of the affairs of the Company, subject to the advice and instruction of the Board of Directors and executive committee.

Article 10th

Powers and Duties of Secretary

The Secretary shall attend all meetings of the President and Board of Directors executive committee and stockholders, and make and preserve a record of the proceedings and acts of each body, and authenticate the same. He shall attend to all insurances on coal shipped by the Company; conduct the general correspondence, and keep all accounts and books. He shall have the custody of the