

to have delivered to them possession of all such property, real or personal, as shall not have been sold or paid into the treasury of the Commonwealth; and, in case the same has been sold or paid into the treasury of the Commonwealth, to receive back again from the Commonwealth such sum or sums of money as may have been realized from the sale or payment thereof, after deducting all expenses, or a proportionable part of said sum or sums, according as his or their interest shall be made to appear: Provided nevertheless. That, if at the time of the institution of the proceedings in escheat as aforesaid, any person having any claim to any of the property, real or personal, found to have escheated, shall be insane or a minor, then and in such case, said person, whether he has had actual notice of the pendency of the proceedings in escheat or not, may, if he has not appeared in said proceedings by his committee or guardian or by the attorney of such committee or guardian, at any time within three years after recovering his sound mind and memory or attaining full age, as the case may be, traverse the said finding or adjudication of escheat, in like manner and form, and with like force and effect, as is hereinbefore provided.

Delivery of property to owners.

Traverse in favor of minors or lunatics.

APPROVED—The 20th day of May, A. D. 1921.

WM. C. SPROUL.

No. 334.

### AN ACT

Authorizing certain telephone companies and certain telephone and telegraph companies to acquire all or any part of the capital stock, franchises, property, rights, and credits of each other, and to purchase, lease, or otherwise acquire all or any part of the lines, systems, rights, privileges, municipal consents, and corporate franchises of each other.

Section 1. Be it enacted, &c., That, subject to the approval of the Public Service Commission or its successors in authority, any telephone corporation, formed under or which has accepted the provisions of the act, approved the twenty-second day of July, one thousand nine hundred and nineteen (Pamphlet Laws, eleven hundred and twenty-three), entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four; providing for the incorporation and regulation of telephone companies; defining the rights, powers, and privileges of such corporations; authorizing and regulating the purchase, acquisition, and leasing the whole or any part of the properties, systems, capital stock, and securities of other corporations, associations, and persons engaged in the tel-

Telephone and telegraph companies.

Companies operating under the act of 1919 may acquire stock, etc., of companies formed under the act of 1874.

ephone business; and authorizing existing telegraph corporations to accept the provisions of this act," and which has, in the manner provided by law, surrendered all of its charter rights as a telegraph company, may buy and own all or any part of the capital stock of, and may acquire, in the manner hereinafter provided, and thereafter be possessed of, owned, hold, exercise, and enjoy all of the franchises, corporate property, rights, and credits, including all line or lines, system or systems, owned, operated, or maintained by, any corporation formed, prior to the twenty-second day of July, one thousand nine hundred and nineteen, under and by virtue of the act, approved the twenty-ninth day of April, one thousand eight hundred and seventy-four (Pamphlet Laws, seventy-three), entitled "An act to provide for the incorporation and regulation of certain corporations," and the acts amendatory thereof and supplementary thereto, and engaged in the business of furnishing telephone and telegraph service, or either of said services, but which has not accepted the provisions of the said act, approved the twenty-second day of July, one thousand nine hundred and nineteen, whether or not the said line or lines, system or systems, of the corporation whose stock is acquired or the vendor corporation are competing with the line or lines, system or systems, owned, operated, or maintained by the acquiring corporation.

Companies formed under act of 1874 may acquire stock, etc., of companies operating under act of 1919.

Section 2. With like approval and in like manner, any corporation formed, prior to the twenty-second day of July, one thousand nine hundred and nineteen, under and by virtue of said act, approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, and the acts amendatory thereof and supplementary thereto, and engaged in the business of furnishing telephone and telegraph service, or either of said services, but which has not accepted the provisions of said act, approved the twenty-second day of July, one thousand nine hundred and nineteen may buy and own all or any part of the capital stock of, and may acquire, in the manner hereinafter provided, and thereafter be possessed of, owned, hold, exercise, and enjoy all of the franchises, corporate property, rights, and credits, including any line or lines, system or systems, owned, operated, or maintained by, any telephone corporation formed under or which has accepted the provisions of said act, approved the twenty-second day of July, one thousand nine hundred and nineteen, and which has, in the manner provided by law, surrendered all of its charter rights as a telegraph company, whether or not said line or lines, system or systems, of the corporation whose stock is acquired or the vendor corporation are competing with the line or lines, system or systems, owned, operated, or maintained by the acquiring corporation.

Section 3. Such acquisition of all the franchises, corporate property, rights, and credits, line or lines, or system or systems, shall be effected in the following manner and upon the following conditions, to wit:

Method of acquisition.

(a) The corporation shall, pursuant to resolution duly adopted by the directors of each, make and execute, under their respective corporate seals duly attested, an agreement providing for such terms, stipulations, and conditions thereof, and particularly showing the number of outstanding shares of capital stock of the vendor corporation, the amount fixed as the price or value per share thereof, and the mode by which the respective holders shall receive payment for the same, and with a map of the line or lines, system or systems, to be acquired thereunder annexed and made a part thereof.

Joint agreement of directors.

(b) Said agreement shall be submitted for approval or disapproval to the stockholders of each corporation at separate meetings, either annual or special, duly convened, after notice given by advertisement, once a week for four weeks, in at least one newspaper of general circulation published in the counties in which said corporations have their principal offices.

Approval by stockholders.

(c) If said agreement shall be approved by a majority of the stockholders of each corporation present at such meeting, then that fact shall be certified by the secretary of each corporation under its corporate seal, and a copy of the agreement, with said certificates attached, shall be filed in the office of the Secretary of the Commonwealth. Immediately upon the filing thereof, all the corporate rights, franchises, and privileges, and all the corporate property, real, personal, and mixed, rights, and credits, owned, possessed, held, used, or otherwise exercised by the vendor corporation shall (subject, however, to full payment, in the manner prescribed by said agreement, of the stipulated price or value of the whole capital stock of said vendor corporation) become and be vested in the acquiring corporation, subject to all the debts, liabilities and duties of said vendor corporation, and shall thereafter be possessed, held, used, exercised, and enjoyed by said acquiring corporation as fully, completely, and absolutely, in all respects, as the same had been theretofore owned, held, exercised, and enjoined by said vendor corporation; and said acquiring corporation may also, with respect to the property so acquired, have, exercise, and enjoy all the rights, powers, privileges, and franchises which it has and may exercise respecting its other lines and property.

Certificates.

Filing.

Vesting of rights, etc., in acquiring company.

(d) Upon the filing in the office of the Secretary of the Commonwealth of said copy of agreement and attached certificates as herein required, the capital stock of said vendor corporation shall be wholly extinguished by the payment, in the mode prescribed in the said agreement, of the stipulated price or value thereof.

Extinguishment of stock of vendor company.

All certificates representative thereof shall be delivered to the acquiring corporation for immediate cancellation. All the corporate rights, franchises, privileges, and property of every kind acquired under said agreement shall thereafter be represented by the capital stock of the acquiring corporation, and thereupon the corporate existence of said vendor corporation shall terminate.

**Evidence.**

Section 4. That a copy of said agreement, with said certificate attached, filed in the office of the Secretary of the Commonwealth, shall be evidence of the lawful holding of the meetings of stockholders of each corporation and of the due approval of the agreement as required by this act, as well as the precedent action of the directors or other proper officers of each approving corporation.

**Rights of dissatisfied stockholders.**

Section 5. If any stockholder or stockholders of the corporation whose franchises, corporate property, rights, and credits are acquired under said agreement, and who did not vote in favor of said agreement, is dissatisfied with said acquisition and the terms, and conditions thereof contained in said agreement, then it shall and may be lawful for any such stockholder or stockholders, within thirty days after the filing of said agreement in the office of the Secretary of the Commonwealth, to apply by petition to the court of common pleas of the county in which the chief office of said corporation is situate to appoint three disinterested persons to estimate and appraise the damage, if any, which such stockholder or stockholders have suffered or sustained by reason of the purchase and acquisition provided for by said agreement. The award of such appraisers, or a majority of them, when confirmed by the court, shall be final and conclusive. The persons so appointed, or a majority of them, shall appraise the share or shares of said stockholders in the said company at the market value thereof, without regard to any depreciation resulting from said purchase and acquisition.

**Petition to court.**

**Appraisers.**

Said corporation may, at its election, either pay to the holder of such stock the amount of damages so found or the value of the stock so ascertained. Thereupon said stock shall be transferred to and be vested in the acquiring corporation.

**Payment to stockholders.**

**Acquiring company may issue stock or bonds.**

Section 6. In connection with, and upon consummation of, such acquisition as aforesaid, the acquiring corporation may issue its own authorized or lawfully increased capital stock or its own bonds properly authorized, either or both, not exceeding the amount authorized by its charter, for the purpose of paying for and extinguishing the outstanding capital stock and the bonded indebtedness, or either, of the corporation whose rights, property, and franchises are so acquired.

Section 7. Subject to the approval of the Public Service Commission or its successors in authority, any telephone corporation formed under or which has accepted the provisions of said act, approved the twenty-second day of July, one thousand nine hundred and nineteen, and which has, in the manner provided by law, surrendered all of its charter rights as a telegraph company, may purchase, lease, or otherwise acquire all or any part of any line or lines, system or systems, rights, privileges, municipal consents, and corporate franchises, owned, operated, or maintained by any corporation formed, prior to the twenty-second day of July, one thousand nine hundred and nineteen, under and by virtue of said act, approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, and the acts amendatory thereof and supplementary thereto, and engaged in the business of furnishing telephone and telegraph service, or either of said services, but which has not accepted the provisions of said act, approved the twenty-second day of July, one thousand nine hundred and nineteen, whether or not the said line or lines, system or systems, of the vendor corporation are competing with any line or lines, system or systems, owned, operated, or maintained by the said vendee corporation.

Companies operating under act of 1919 may acquire lines, etc., of companies formed under act of 1874.

Section 8. With like approval, any corporation formed, prior to the twenty-second day of July, one thousand nine hundred and nineteen, under and by virtue of said act, approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, and the acts amendatory thereof and supplementary thereto, and engaged in the business of furnishing telephone and telegraph service, or either of said services, but which has not accepted the provisions of said act, approved the twenty-second day of July, one thousand nine hundred and nineteen, may purchase, lease, or otherwise acquire all or any part of any line or lines, system or systems, rights, privileges, municipal consents, and corporate franchises of any telephone corporation formed under or which has accepted the provisions of said act, approved the twenty-second day of July, one thousand nine hundred and nineteen, and which has, in the manner provided by law, surrendered all of its charter rights as a telegraph company, whether or not the line or lines, system or systems, of the vendor corporation are competing with any line or lines, system or systems, owned, operated, or maintained by the said vendee corporation.

Companies formed under act of 1874 may acquire lines, etc., of companies operating under act of 1919.

Section 9. Such purchase, lease, or acquisition shall be effected by deed, bill of sale, lease, or other proper instruments. No purchase, lease, or acquisition of all of the lines or systems of telephone communication of any other corporation shall be made under the provisions of this act until the same has first been approved by a

Method of acquisition.

Filing certificates  
in office of Secretary of Commonwealth.

majority vote of the stockholders of the vendor or lessor corporation at a meeting duly called for that purpose.

Section 10. In case of any such sale or sales which include the transfer of a corporate franchise or franchises, or part thereof, it shall be the duty of the president and secretary of the vendor corporation to file in the office of the Secretary of the Commonwealth, within thirty days after the consummation thereof, a certificate, under the common seal of the corporation, setting forth the fact of such sale.

Rights of dissatisfied stockholders.

Section 11. Any stockholder or stockholders of said vendor or lessor corporation who has not voted in favor of the proposed disposition, and is dissatisfied with the same or with the conditions thereof, may proceed, as provided in section five of this act, to have the damages, if any, sustained by him determined and paid or his stock appraised and taken over by the corporation.

Construction of act.

Section 12. The provisions of this act shall be severable, and, if any of its provisions shall be held to be unconstitutional, the decision of the court shall not affect or impair any of the remaining provisions of the act. It is hereby declared as a legislative intent that this act would have been adopted had such unconstitutional provision not been included therein.

Repeal.

Section 13. All acts and parts of acts inconsistent with this act are hereby repealed. No act previously repealed is reenacted hereby.

APPROVED—The 23th day of May, A. D. 1921.

WM. C. SPROUL.

No. 335.

### AN ACT

To amend sections five hundred and six as amended, and five hundred and eight, of an act, approved the eighteenth day of May, one thousand nine hundred and eleven (Pamphlet Laws, three hundred nine), entitled "An act to establish a public school system in the Commonwealth of Pennsylvania, together with the provisions by which it shall be administered, and prescribing penalties for the violation thereof; providing revenue to establish and maintain the same, and the method of collecting such revenue; and repealing all laws, general, special, or local, or any parts thereof, that are or may be inconsistent therewith."

School districts.

Amendments to the act of May 18, 1911 (P. L. 309).

Section 1. Be it enacted, &c., That section five hundred and six of an act, approved the eighteenth day of May, one thousand nine hundred and eleven (Pamphlet Laws, three hundred nine), entitled "An act to establish a public school system in the Commonwealth of Pennsylvania, together with the provisions by which it shall be administered, and prescribing penalties for the violation thereof; providing revenue to establish and maintain the same, and the method of collecting such revenue; and repealing all laws, general, special, or local, or any parts thereof, that are or