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DEED OF TRUST

AND

ARTICLES OF ASSOCIATION

OF THE

SAGINA BAY COMPANY.



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ARTICLES OF ASSOCIATION

OF THE

SAGINA BAY COMPANY.

DETROIT:

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1837.

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DEED OF TRUST, &c.

THIS INDENTURE, made this Twenty-third day of January in the year of our Lord one thousand eight hundred and thirty-seven, BETWEEN Stevens T. Mason, Frederick H. Steevens and Abby E. his wife, Electus Backus and Mary L. his wife, Horace Hallock and Elizabeth his wife, Henry R. Schoolcraft and Jane J. his wife, John Hulbert and Maria E. his wife, James Fraser and Elizabeth his wife, Andrew T. M'Reynolds and Elizabeth M. his wife, Henry K. Sanger and Caroline his wife, Phineas Davis and Abigail his wife, of the State of Michigan of the first part, and F. H. Steevens, John Hulbert and Electus Backus of the State aforesaid of the second part, WHEREAS the said parties of the first part stand seized and possessed as Tenants in common of all that certain piece or parcel of land known and described as follows: Beginning on the east bank of the Sagina River at the north west corner of the John Riley reservation being also the south west

corner of the Nabobash reservation. Thence east by the north line of said Riley reservation 35, 82 chains. Thence south three degrees west so far that a line running thence north eighty seven degrees west and thence northerly by the courses of the River to the place of beginning shall contain two hundred and forty acres, in the following individual proportions and shares respectively to wit:—The said Stevens T. Mason of two sixteenths, Frederick H. Steevens of four sixteenths, Electus Backus of one sixteenth, Horace Hallock of one sixteenth, Henry R. Schoolcraft and John Hulbert of one sixteenth, James Fraser of one sixteenth, Andrew T. McReynolds of four sixteenths, Henry K. Sanger of one sixteenth, and Plineas Davis of one sixteenth, and have agreed to associate themselves together and form a company under the name and style of the SAGINA BAY COMPANY, for laying out a Town upon said tract, and for other purposes, under the conditions, limitations and agreements set forth in the Articles of Association hereunto annexed (the said articles being hereby declared a part and parcel of this indenture) for the completion thereof, and more fully to carry into effect their intentions as set forth in said Articles of Association— have severally named, constituted and appointed the said Frederick H. Steevens, John Hulbert and Electus Backus as Trustees to act in behalf of all the above parties of the first part in holding managing

and conveying all the real Estate belonging to them.

Now THIS INDENTURE WITNESSETH that the said several parties of the first part for and in consideration of the premises and objects herein before declared and the agreements, conditions and limitations aforesaid and in further consideration of the sum of one dollar to them well and truly paid by the party of the second part, the receipt whereof is hereby acknowledged HAVE severally according to their respective estates herein, granted, bargained sold and conveyed and by these presents DO grant bargain, sell, and convey unto the said parties of the second part and to the survivor of them and to the successors and assigns of said parties of the second part, and to the survivor of them, and to such person or persons, his or their successors or assigns, or the survivor of them as may at any time hereafter be constituted or appointed pursuant to the Articles of Association hereinafter set forth and referred to, ALL the above described pieces or parcels of land premises and every of them—TOGETHER with all the privileges, hereditaments and appurtenances thereunto belonging, and all the right, title, interest, property and demand of the said parties of the first part, and each of them therein and thereto respectively. To HAVE AND TO HOLD the said bargained premises and every part thereof as aforesaid, unto the said parties of the second part, and the survivor of them, their and his successors and

assigns, and the survivor of them, and unto such other and additional trustee or successors as aforesaid, their and his successors and assigns forever—IN TRUST for themselves and the said parties of the second part, subject to and upon the trust, limitations and conditions following, and to no other use, intent, or purpose—*That is to say*: The said Frederick H. Steevens, John Hulbert and Electus Backus, the survivors or survivor of them, and such successors of them as aforesaid, and the survivor or survivors of them shall hold the said described lands and premises, and other, hereby conveyed, as trustees for themselves and the other several *Cestui que trusts* as aforesaid, and their legal representatives according to their respective shares and interest therein, under and subject to the several provisions, agreements, limitations and conditions contained within said Articles of Association which are hereunto annexed as part of this Indenture, and shall do and perform all legal acts, of every kind, conformable to the said Articles, and necessary to carry into effect the provisions thereof, and make and execute all deeds and conveyances of sale of any part of the aforesaid lands and premises, pursuant to the requirements of the Board of Directors in said Articles contained. And it is hereby declared that all the aforesaid lands and premises shall be deemed joint stock of said company to be held and subject, and under and in conformity with the present Articles of Association with all amendments

and alterations to be made therein and thereto, pursuant to the provisions in that behalf contained. And it is further declared and agreed that the said trustees as well those hereby created by this Indenture, their successors and survivor of them and those hereafter to be chosen, shall derive no estate nor title to the said lands and premises by reason of this or any future conveyance beyond a mere legal estate for the purpose of giving effect to the resolutions of the said Board of Directors, and that the said trustees, the survivors or survivor of them, and their successors and assigns, and said all other trustees, their successors or assigns, the survivors or survivor of them shall be bound to do all such legal acts and make and execute all such legal assurances of any part of the property belonging to said company, as the said Board at its proper costs shall require. *Provided*, the members of the said company shall be held bound for every personal covenant made or liability incurred in the execution of said Trust, in pursuance of the articles aforesaid, and it is fully understood that the refusal of all or any of the trustees now or hereafter to be appointed their successor or successors, assign or assigns, to perform such acts or make such assurances as aforesaid, shall be taken and deemed as a resignation, and the legal estate heretofore vested in him or them, shall forever cease and determine, and be vested in the survivor of the said trustees, and in case of a vacancy occurring from time to time among the said Trustees,

by death, resignation or otherwise, the survivors or successors of them shall in all such cases hold the estate hereby created and conveyed, and be capable of doing all legal acts until a new trustee be named, pursuant to the provision in that behalf in said Articles of Association contained and until such new trustee or trustees shall be appointed.

In Witness Whereof, the parties aforesaid have hereunto interchangeably set their hands and seals. Dated the day and year first above written.

Signed and Scaled in } presence of } Geo. E. Hand, } witness to the signatures } of all the parties except } P. Davis. }	} Stevens T. Mason, [L. S.]	} F. H. Steevens, [L. S.]	} Abby E. Steevens, [L. S.]	} Electus Backus, [L. S.]	} Mary L. Backus, [L. S.]	} Horace Hallock, [L. S.]	} Elizabeth Hullock, [L. S.]	} Henry R. Schoolcraft, [L. S.]	} Jane J. Schoolcraft, [L. S.]	} Jno. Hulbert, [L. S.]	} Maria Eliza Hulbert, [L. S.]	} James Fraser, [L. S.]	} Elizabeth Fraser, [L. S.]	} Andrew T. M Reynolds, [L. S.]	} Elizabeth M. M Reynolds, [L. S.]	} H. K. Sanger, [L. S.]	} Caroline Sanger, [L. S.]	} Phineas Davis, [L. S.]	} Abigail T. Davis, [L. S.]								
																				Chas: Theo: Potts, } R. J. Brinkerhoff, } witness to signature of } P. Davis. }	} Elizabeth Fraser, [L. S.]	} Andrew T. M Reynolds, [L. S.]	} Elizabeth M. M Reynolds, [L. S.]	} H. K. Sanger, [L. S.]	} Caroline Sanger, [L. S.]	} Phineas Davis, [L. S.]	} Abigail T. Davis, [L. S.]
																				On this ninth day of } February, A. D. 1837, appeared be- } fore me the undersigned Notary } Public, Charles Theodore Potts, } to me well known, and made } oath that he saw Phineas Davis } execute the annexed instrument, and } that the signature "Phineas Davis" } thereunto subscribed, is the proper } hand writing of the said Davis.	} Elizabeth Fraser, [L. S.]	} Andrew T. M Reynolds, [L. S.]	} Elizabeth M. M Reynolds, [L. S.]	} H. K. Sanger, [L. S.]	} Caroline Sanger, [L. S.]	} Phineas Davis, [L. S.]	} Abigail T. Davis, [L. S.]

STATE OF MICHIGAN, }
Wayne County, } ss.

Heretofore appeared before me, Stevens T. Mason, Frederick H. Steevens and Abby E. his wife, Electus Backus and Mary L. his wife, Horace Hallock and Elizabeth his wife, Henry R. Schoolcraft and Jane J. his wife, John Hulbert and Maria Eliza his wife, James Fraser and Elizabeth his wife, Andrew T. M'Reynolds and Elizabeth M. his wife, Henry K. Sanger and Caroline his wife, Phineas Davis and Abigail F. his wife, and acknowledged that they executed the within instrument, the said above named persons being by me well known, as the persons, parties to the within instrument, and the said Abby E. wife of the said Steevens, the said Mary L. wife of the said Backus, the said Elizabeth wife of the said Hallock, the said Jane J. wife of the said Schoolcraft, the said Maria Eliza wife of the said Hulbert, the said Elizabeth wife of the said Fraser, the said Elizabeth M. wife of the said M'Reynolds, the said Caroline wife of the said Sanger, and the said Abigail F. wife of said Davis, declared each for herself, being by me examined, separate and apart from their respective husbands, that they respectively executed the within instrument freely and voluntarily, without compulsion or fear of their respective husbands.— All which I certify. Detroit, February 11, A. D. 1837.

GEO: E. HAND,
Notary Public, Wayne Co. Michigan.

ARTICLES OF ASSOCIATION

*Of the Sagina Bay Company, referred to by the
annexed Deed of Trust.*

WHEREAS, the lands and premises in the deed hereunto annexed, are held by Frederick H. Steevens, Electus Backus and John Hulbert, as trustees for the use and benefit of the following owners of said lands, in the shares and proportions mentioned in said deed, viz: Stevens T. Mason, Frederick H. Steevens, Andrew T. McReynolds, James Fraser, Horace Hallock, Electus Backus, Henry R. Schoolcraft, John Hulbert, Henry K. Sanger and Phineas Davis, and whereas, it is the object, design, desire, and intention of the said parties named to form a joint stock company in reference to said real estate, to improve the same, and lay out a Town upon said Land, and to dispose of lots therein.

Now therefore be it known, in order more more effectually to carry into successful operation, the object and intention of said owners and to secure to each his just rights and privileges and to promote harmony and facilitate the general operations of said company, we do hereby adopt the following articles of association for the government of said company, hereby mutually, binding and pledging

ourselves, our heirs, executors, administrators or assigns to the faithful performance thereof, as follows:

ARTICLE I. The name and style of said company shall be the "SAGINA BAY COMPANY."

ART. II. The entire business, management, and control of said company shall be, and the same is hereby entrusted and submitted to the management and direction of a board of seven Directors, one of whom they shall elect President, who shall be stockholders in this company, and shall be elected by the stockholders as hereinafter provided, who shall hold their offices for one year and until their successors be chosen, four of whom shall form a quorum for the transaction of business, who shall have power to survey and lay out a town, on said lands, and to cause the survey to be signed, and acknowledged and recorded by the trustees, and to make such improvements on said real estate, or any part as to them may seem advisable, and to sell lots in said town when so laid out ; also, for us and in our name, to call upon the trustees aforesaid to convey all or any of said premises in such divisions or subdivisions, and at such times, and to such persons, and with such covenants and agreements, as they may think proper and may direct, also to appoint an agent or attorney, who shall at all times act under the immediate direction and control of the said directors, and at their pleasure, to revoke said power or agency and appoint another in his stead, said directors shall

also appoint a treasurer, who shall be under their immediate control and direction, who shall give bond with approved security in the penal sum of twenty-five thousand dollars, conditioned that said treasurer, shall keep a faithful and accurate account of all receipts and disbursements and pay over all monies, when required to do so for the purposes of distribution or expenditure. It shall be their duty, and they are hereby authorized, empowered, and required to employ some suitable person as secretary, whose duty it shall be to record in a book provided for that purpose all acts and doings of said directors or the stockholders of said company, and all transfers of shares, in the joint stock, which said books shall be preserved and be open to the examination of all persons interested; said Directors also shall have power to fill any vacancy that may occur in their board by death or otherwise, which appointment shall continue until others shall be elected to fill the vacancy by the stockholders.

ART. III. The said Trustees, and their successors shall act in all respects according to the direction of said board of Directors. In case any one or more Trustees shall decline or omit to act, in conformity with such directions, he shall be deemed to have resigned, and all vacancies occurring by death, resignation, refusal to act or otherwise, shall be filled by the board of Directors at their next regular meeting or at any special meeting for that purpose called.

ART. IV. The property above described being the capital stock of said company, shall be divided into two hundred and forty shares, and the evidence thereof shall be a certificate, particularly describing the shares of the holder, and the manner in which the same shall be transferable which certificate shall be registered in a book kept for that purpose, signed by the President and countersigned by the Secretary, and shall be assignable by an endorsement and bear date the time when the same shall be made, after being registered by the Secretary, it shall entitle the holder thereof to the shares of stock therein mentioned, and the benefit and profit to result therefrom, and each and every stockholder shall be entitled to one vote, for each share of stock, which he may own, in the election of Directors, and the transaction of all business relating to said company.

ART. V. The first regular meeting of the Stockholders of this Company shall be holden on the first Tuesday of January, 1837, for the election of Directors to serve one year and shall annually thereafter meet on the first Tuesday of January for the election of Directors, and to transact such other business as may be necessary to be done, and until the election for 1838, Stevens T. Mason, Frederick H. Steevens, Andrew T. McReynolds, Horace Hallock, Electus Backus, Henry R. Schoolcraft and John Hulbert shall be and are hereby constituted Directors. At all meetings each owner may appear and vote,

in person or by proxy, with written authority. Should any cause prevent a meeting on the day above specified or should a special meeting for that or any other purpose be requisite, it may be called, by any person or persons owning or representing fifty shares of the capital of said company by giving notice for ten days previous in any paper printed in the City of Detroit.

ART. VI. At any such meeting, a majority of the whole stock, shall form a quorum for doing business.

ART. VII. All shares in said Company shall be deemed personal property.

ART. VIII. No act of the directors shall be binding on the company, unless four of the Board concur therein.

ART. IX. Two thirds of the stockholders, shall have power at any time to restrain, enlarge or entirely abolish the powers hereby given to said Directors or Trustees.

ART. X. That as soon as there shall be in the treasury of said association a surplus of \$6,000 or upwards, after payment of all claims and liabilities against, incurred by or made by said Company by reason of the premises, and half yearly afterwards the said board of Directors shall declare and make a dividend among the Stockholders thereof, in proportion to their respective Shares and interest therein, until said Trust is wound up, which dividends shall be made payable at the Michigan State Bank, in the City of Detroit, of which they shall give notice from time to time.

ART. XI. And it is hereby further declared that for the more convenient transaction of business, Frederick H. Steevens is and shall be the acting trustee of said company, having full power to sign, seal, deliver and acknowledge all deeds for the use and benefit of said company—And the said John Hulbert and Electus Backus, are declared to be Co-Trustees to act in case of the death, inability, or refusal of the said Frederick H. Stevens to sign, seal, deliver and acknowledge the said deeds as aforesaid. Provided that the said Co-Trustees shall first execute to the said Frederick H. Steevens a power of attorney, authorising him to act as sole Trustee, for the purposes aforesaid.

In Witness Whereof, and of the faithful performance and observance of the foregoing Articles of Association as well by the said parties whose names are herein inserted as by their legal representatives or assigns, they have severally affixed their seals, and set their hands, the day and year first above written.

Signed and Sealed in } presence of } Chas: Theo: Potts, Geo. E. Hand, witness to the signatures of all the parties except P. Davis. R. J. Brinkerhoff, witness to signature of P. Davis.	}	<i>Stevens T. Mason,</i>	[L. S.]
		<i>F. H. Steevens,</i>	[L. S.]
		<i>Electus Backus,</i>	[L. S.]
		<i>Horace Hallock,</i>	[L. S.]
		<i>Henry R. Schoolcraft,</i>	[L. S.]
		<i>Jno. Hulbert,</i>	[L. S.]
		<i>James Fraser,</i>	[L. S.]
		<i>Andrew T. M Reynolds,</i>	[L. S.]
		<i>H. K. Sanger,</i>	[L. S.]
		<i>Phineas Davis,</i>	[L. S.]

STATE OF MICHIGAN, }
Wayne County, } SS.

On this ninth day of February, A. D. 1837, appeared before me Charles Th: Potts, to me well known, and made oath that he saw Phineas Davis execute the annexed instrument, and that the same "Phineas Davis" thereunto annexed, is the proper signature and hand writing of said Davis.

GEO. E. HAND, Notary Public, W. C. M.

STATE OF MICHIGAN, }
Wayne County, } ss.

Heretofore appeared before me, Stevens T. Mason, Frederick H. Stevens, Electus Backus, Horace Hallock, Henry R. Schoolcraft, John Hulbert, James Fraser, Andrew T. McReynolds, Phineas Davis and Henry K. Sanger, to me well known as the persons, parties to the above instrument, and acknowledged that they executed the same for the purpose therein named. All which I certify. Detroit, February 11, A. D. 1837.

GEO : E. HAND,
Notary Public, Wayne Co. Mich.





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