

ing by such holders of a majority of the stock, shall be filed in the office of the secretary of state of this State; and provided further, that such agreement shall contain no provisions in conflict with the provisions of this article or which shall exempt such railroad so far as it lies in this State from the operation of the laws of this State; and nothing in this section shall be construed to authorize the consolidation of any railroad companies owning or operating competing or parallel roads, or parallel lines of railroad, which is hereby declared to be unlawful and expressly prohibited without the special consent of the general assembly being first obtained therefor.

This section enables two railroad companies whose tracks form a continuous line, to consolidate. The two corporations cease to exist, and the third one comes into being. Neither corporation is deprived of any of its rights, property or credits, nor relieved of any of its responsibilities already incurred. *State v. Baltimore and Lehigh R. R. Co.*, 77 Md. 491. And see *Consol. Gas. Co. v. Baltimore County*, 98 Md. 695.

See sections 29, 298, 438, and 439.

1908, ch. 126.

284. It shall be lawful for any railroad company incorporated under the laws of this State, to lease its railroad and franchise for the operation thereof to any other railroad company incorporated under the laws of this or of any other State of the United States whose railroad, within or without this State, shall, either directly or by means of intervening line, connect with the railroad so to be leased to said company, and thus forming a continuous route or routes for the transportation of persons and property, and it shall also be lawful for any railroad company incorporated under the laws of this State to become the lessee of the railroad and the franchises for its operation of any other railroad company incorporated under the laws of this or of any other State of the United States whose railroad, within or without this State, shall, either directly or by means of intervening line, connect with the railroad of the lessee company, and thus forming a continuous route or routes for the transportation of persons and property; provided, however, that nothing in this section shall authorize any company incorporated under the laws of this State to lease its railroad to any railroad company whose railroad within this State competes with the railroad of the lessor company, nor shall any railroad company incorporated under the laws of this State become the lessee of any railroad which competes in this State with the railroad of the lessor company; and provided further, that the agreement of lease shall not contain any provisions in conflict with the provisions of this article of the Code, or which will exempt said railroad, so far as it lies within this State, from the operation of the laws of this State. The agreement containing the terms and conditions of any proposed lease shall, after due approval by the board of directors of each company party thereto, be submitted to the stockholders of such one or more of said railroad companies as shall have been incorporated under the laws of this State at either a special meeting thereof, duly called in accordance with the charter and by-laws of the companies whereof they are stockholders for the consid-