

in my power in bealf of their application and meritorious work—and to this end desire to remain unemployed, believing that I can thus the better serve you. There is certainly nothing in my position of agent of the State, to represent her interests in the stockholder meetings of canal and rail road companies, to preclude my accepting the proffered employment—but feeling as I do, a lively and anxious desire for the successful prosecution of your work, and the early completion of the Chesapeake and Ohio Canal to Cumberland, and believing that whatsoever influence I can exert in favor of either might be impaired, if I allow my opinions to become those of counsel, I have declined to take that relation to the canal company, and therefore do not hesitate to reply as I have now done to your application.

It cannot be necessary that I should multiply assurances of my wishes for the success of your work, or of my willingness to do all that may be in my power, to secure that result; allow me therefore, once for all, to bid you welcome to whatsoever services I may be capable of rendering in the premises to your company, and to ask that you will freely command them.

With great respect,

I remain your obedient serv't,

JAMES W. McCULLOH.

P. S.—Although I decline to be counsel, I do not mean to intimate that your company should not employ *others*, and there may be some here whose services had best be engaged. Allow me therefore to advise that your board give you authority to engage other counsel than myself.

At the time, however, when Mr. Washington made the aforementioned application, I said to him as I had written to Mr. Nisbet that it would be proper and necessary to employ the services of other counsel, and I understood from him, as I did from Nisbet, orally, both being at Annapolis, that they would, or I might employ such counsel as I deemed necessary. I soon afterwards advised that the services of Thomas S. Alexander and Nicholas Brewer, Jr. should be engaged, as they were by Mr. Nisbet or myself, and I then wrote to Joseph J. Merrick letter after letter, entreating him to release himself, if he could, from his professional engagements, and to come to my aid; before I could induce him to leave his home and share with me the responsibility of soliciting the passage of an act by which I hoped to secure the welfare of the State, and promote his interests, as he would earn, in the event of success, a liberal fee from each of said companies.

The aid solicited was granted to each of these companies. The Baltimore and Susquehanna Rail Road Company had obtained a loan of one million of dollars, and it paid Joseph J. Merrick two thousand dollars, and Thomas S. Alexander and Nicholas Brewer Jr. one thousand dollars each, in all four thousand dollars. The Chesapeake and Ohio Canal Company had obtained a loan of