

road from Baltimore to the Potomac, and that this concession was due to the people in the section of the State through which the road was to pass, in view of the fact, that they had received no benefit whatever, from any one of the works of internal improvement, to which the credit of the State had been so munificently extended. The undersigned charges that the Baltimore and Ohio Company were perfectly cognizant of the facts here detailed—that he the undersigned, called on the the President of that company, and urged upon him, the policy of having the Baltimore and Potomac Road built by his Company, to avoid the rivalry which might occur, if the Washington Branch of the Baltimore and Potomac Road should be made by other parties; that General Trimble, the engineer of the Baltimore and Potomac Road, also called upon the President of the Baltimore and Ohio road and made a similar suggestion and argument to him. The undersigned has the honor further to state, that he addressed a circular letter to some of those who are named in the 1st section of the Act of 1853, (the charter, and he respectfully asks attention to the letters in reply, which will show that they regarded the privilege to make the Washington Branch, as the only means conferred by the charter, which could insure the completion of the main stem of the road.

The next portion of the memorial, to which the undersigned proposes to invite your attention, is the charge that the object of those outside the corporation, (the contractors,) was not the construction of the main stem and branches, contemplated by the charter, but the construction of a new road from Baltimore to Washington. The power to make a lateral branch of the Baltimore and Potomac Road to Washington, the undersigned will assume, is incontestably established, by the previous part of this argument; and the only phase of the charge now proposed to be met, is that which intimates that the road to Washington is not to be constructed as a branch of the Baltimore and Potomac Road, but as a new road between the two cities; and that the main stem to the Potomac will be abandoned. This insinuation, so well calculated to injure the Road, amongst those who look to its completion as the last hope of their pecuniary redemption, it will be the office of this paper to show, is not only gratuitous, but that its occurrence is a legal impossibility. The charter is the law of corporation which it creates; it can exercise no powers, except such as are granted by its charter, either expressly or by fair implication; and any attempt to exercise powers not so conferred, would avoid its charter at the instance of any one who might invoke the interposition of the courts. The Act of 1853 incorporates *the Baltimore and Potomac Rail Road Company*, for the purpose specifically expressed, of constructing a railroad from the city of Baltimore to the Potomac River, by the route expressly designated therein; the law confers no