

THE SODA WATER TRUST.

SILAS M. STILWELL SEEKS TO SECURE
AN INJUNCTION.

To-morrow morning the 'subscription lists for shares' in the new American Soda Fountain Company, otherwise known as the Soda Water Trust, will be opened, while an order to show cause why the companies which are going into the big organization should not be enjoined from doing so will come up before Judge Beach in the Supreme Court. The order was granted on March 5 in an action brought by Silas M. Stilwell, a lawyer, of 111 Broadway, the defendants being the American Soda Fountain Company, James W. Tufts, and others.

In his affidavit Mr. Stilwell says that the American Company was formed about Feb. 6, with a capital of \$3,750,000, to acquire the soda fountain business of James W. Tufts and the A. D. Puffer & Sons' Manufacturing Company of Boston, Charles Lippincott & Co. of Philadelphia, and part of the business of the firm of John Mathews of New-York, the price to be paid for the last-named being \$400,000. In February, 1890, he avers, the owners contracted to sell the same properties to him for \$2,320,000 upon a basis of one-half cash and one-half stock of a limited liability company to be formed by him in London.

In the prospectus of the new company the properties acquired by it are put at these valuations: Real estate, \$147,869.78; stock on hand, at cost, \$1,352,130.22; manufacturing plant, at much below original cost, \$200,000; working capital, (bills receivable guaranteed by the several vendors,) \$500,000; total, \$2,200,000. This, says the prospectus, "includes nothing for the patents by which the goods manufactured by the retiring firms are protected or for the good-will, which, with respect to each concern, represents a continuously successful business career."

From this showing Mr. Stilwell figures that the patents and good-will ought to be worth \$1,550,000. In the contracts made with him he says the assets of the Tufts, Puffer, and Lippincott firms, after deducting amounts charged for patents and good-will, were put at \$1,356,000, including \$340,000 of bills receivable. Adding on the \$400,000 for the Matthews business gives \$1,756,000. This, deducted from the American Company's capitalization of \$3,750,000, leaves \$1,994,000 to be put under the head of patents and good-will. Altogether he figures it out that he is entitled to \$1,400,000 damages, the difference in the price named in his contract and the capitalization of the new company.

Frank R. Lawrence, New-York counsel to the American Soda Fountain Company, was not in the city last night. New-Yorkers interested in the formation of the new company said that they did not believe that the proceedings begun by Mr. Stilwell would prevent the carrying out of the project.