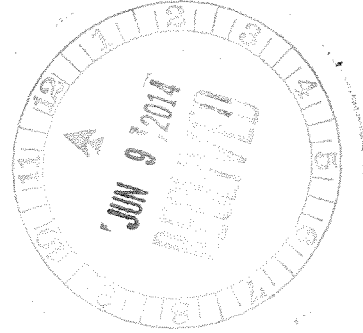


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June 4, 2014

VIA HAND DELIVERY

Ms. Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

236157
236158
ENTERED
Office of Proceedings
June 09, 2014
Part of
Public Record

**Re: MC-F-21058; TEXAS BUS AND LIMO ACQUISITION CORP.;
GBJ, INC.; ECHO TOURS AND CHARTERS L.P.; ROADRUNNER
CHARTERS, INC.; STAR SHUTTLE, INC.; TRI-CITY CHARTER
OF BOSSIER, INC.**

Dear Ms. Brown:

Please find enclosed an original and ten copies of the Application of Texas Bus and Limo Acquisition Corp., for acquisition and control of GBJ, Inc., Echo Tours and Charters L.P., Roadrunner Charters, Inc., Star Shuttle, Inc. Included in the Application is a Request for Interim Approval of the transaction. The Applicants are requesting expedited approval of the Application.

Also enclosed is a check for \$2,600, the filing fee for the Application and the Request for Interim Approval.

Sincerely,

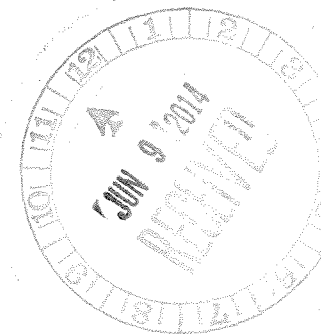
Richard P. Schweitzer

Attorney for TBL Corp., GBJ, Inc., Echo
Tours and Charters L.P., Roadrunner
Charters, Inc., Star Shuttle, Inc., and Tri-
City Charter of Bossier, Inc.

FILED
June 9, 2014
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
June 9, 2014
SURFACE
TRANSPORTATION BOARD

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



STB DOCKET MC-F-21058

**TEXAS BUS AND LIMO ACQUISITION CORP.; GBJ, INC.; ECHO TOURS AND
CHARTERS L.P.; ROADRUNNER CHARTERS, INC.; STAR SHUTTLE, INC.; TRI-
CITY CHARTER OF BOSSIER, INC.**

**VERIFIED APPLICATION FOR ACQUISITION OF CONTROL
OF MOTOR CARRIERS OF PASSENGERS UNDER 49 U.S.C. § 14303 AND
REQUEST FOR INTERIM APPROVAL**

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June 4, 2014

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET MC-F-21058

**TEXAS BUS AND LIMO ACQUISITION CORP.; GBJ, INC; ECHO TOURS AND
CHARTERS L.P.; ROADRUNNER CHARTERS, INC.; STAR SHUTTLE, INC.; TRI-
CITY CHARTER OF BOSSIER, INC.**

**REQUEST FOR INTERIM APPROVAL
UNDER 49 U.S.C. § 14303(i)**

Pursuant to 49 U.S.C. § 14303(i) and the Board's rules under 49 C.F.R. Part 1182.7, Applicants Texas Bus and Limo Acquisition Corp., GBJ, Inc., Echo Tours and Charters L.P., Roadrunner Charters, Inc., and Star Shuttle, Inc., hereby request the interim approval of the Applicants' plan for Texas Bus and Limo Acquisition Corp. ("TBL"), a non-carrier holding company, to acquire GBJ, Inc. ("GBJ"), Echo Tours and Charters, L.P. ("Echo"), Roadrunner Charters, Inc. ("Roadrunner"), Star Shuttle, Inc. ("Star"), and Tri-City Charter of Bossier, Inc. ("Tri-City"). As explained more fully herein and in the Verified Application for Approval, GBJ, Echo, Roadrunner, and Star are all federally-registered passenger motor carriers primarily providing charter and tour and contract shuttle services in various Texas markets. They propose to form TBL as a non-carrier holding company to purchase and control the four carrier Applicants. The carriers will continue to operate as separate companies with distinct operations, but will take advantage of economies of scale that result from being under one corporate structure. Immediately prior to the acquisition of GBJ, Echo, Roadrunner, and Star by TBL, Echo will acquire Tri-City, a federally-registered passenger motor carrier providing charter and

tour service in the Southeast United States, with the intent that Tri-City be operated as a sub-division of Echo. Echo's acquisition of Tri-City is crucial to the success of the TBL venture, and is essentially the first step in the overall TBL acquisition.

Placing the carrier Applicants under one corporate umbrella will enable the Applicants to take advantage of economies of scale to strengthen their individual operations. Additionally, the transaction involves a debt consolidation and restructuring that will make the four carriers more financially secure and allow them to obtain financing and insurance at more attractive rates. The savings associated with a more streamlined business operation and debt restructuring will allow the companies to be stronger and more secure. Without the transaction, the companies will not be able to make planned upgrades to their carrier fleets, and will continue to operate less efficiently and effectively.

The Applicants plan to consolidate several management functions into the newly-formed TBL holding company. This consolidation will allow the carriers to share those costs and responsibilities, making the overall operation more efficient than if the four carriers were to act independently. The Applicants hope to use the opportunity for increased coordination to bolster the business of each carrier by engaging in vehicle sharing arrangements on favorable terms. This will allow the carriers to reduce their overall fleets by retiring older vehicles and focusing on utilizing vehicles and manpower more efficiently. The savings realized from the streamlined operations and debt restructuring will be invested back into the carriers, enabling them to purchase newer, more energy efficient and lower emission vehicles over time and providing safer, more efficient transportation options to the travelling public. Further, the reduced operating costs will allow the Applicants to enhance their purchasing power, further

strengthening their overall financial position and improving the safety and efficiency of their fleets.

The debt restructuring is critical to the success of the transaction. The Applicants are working with banks to consolidate and restructure some \$75 million in debt across the four existing carriers. The debt restructuring will allow the Applicants to realize substantial savings in interest, insurance, and other fixed costs, allowing the Applicants to further reinvest those savings back into their operations. Without this restructuring and consolidation, the carriers are unable to retire older, less efficient, and less safe vehicles, and cannot invest in fleet upgrades. The fleets will continue to deteriorate at their current rates, resulting in less safe, less energy efficient fleets, and an overall devaluation of each individual carrier.

Timing is of the essence in the proposed transaction. The timeline agreed upon between the Applicants and its banks to receive debt restructure approval is mid-August, 2014. The Applicants hope to have all the agreements associated with the transaction, including the necessary stock purchases of TBL and the four existing carriers, completed by that date. The Applicants assert that their lenders need interim approval as an indication of certainty with regard to the ultimate approval of the Application so that the transaction and the debt restructuring remain on track for a mid-August completion.

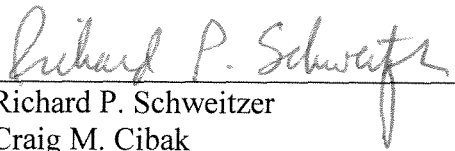
The Board has consistently granted applications for interim approval similar to this one in which the applicants will continue to realize losses without interim approval of the transaction and where time is of the essence. *See, e.g.,* STB Docket No. MC-F-20902 TA, *Colorado Mountain Express, Inc., and Airport Shuttle Colorado, Inc., d/b/a Aspen Limousine Service, Inc.—Consolidation and Merger (Interim Approval)—Colorado Mountain Express*, (served Nov. 13, 1996), slip op at 1 ("Applicants state that they are incurring losses in their separate operations

and assert that the proposed merger will permit them to operate more efficiently and profitably and to provide more effective and economical service to the public."); STB Docket No. MC-F-20988 TA, *Holland America Line-Westours, Inc.—Control—Westours Motor Coaches, Inc., Evergreen Trails, Inc., Westmark Hotels of Canada Ltd., and Horizon Coach Lines Ltd.*, (served Feb. 1, 2002), slip op at 1 (application for interim approval granted when parties indicated a requirement that they meet a February 1 target date due to the seasonal nature of the tour industry).

CONCLUSION

For the reasons stated herein, the Applicants respectfully request that the Board grant this Request for Interim Approval.

Respectfully submitted,


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Inc., Star Shuttle, Inc., and Tri-City Charters
of Bossier, Inc.

June 4, 2014

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET MC-F-21058

**TEXAS BUS AND LIMO ACQUISITION CORP.; GBJ, INC; ECHO TOURS AND
CHARTERS L.P.; ROADRUNNER CHARTERS, INC.; STAR SHUTTLE, INC.; TRI-
CITY CHARTERS OF BOSSIER, INC.**

**VERIFIED APPLICATION FOR ACQUISITION OF CONTROL
OF MOTOR CARRIERS OF PASSENGERS UNDER 49 U.S.C. § 14303**

Pursuant to 49 U.S.C. § 14303(a)(4) and the Board's rules under 49 C.F.R. Part 1182, Applicants Texas Bus and Limo Acquisition Corp., GBJ, Inc., Echo Tours and Charters L.P., Roadrunner Charters, Inc., and Star Shuttle, Inc. hereby request the Board's approval of the Applicants' plan for Texas Bus and Limo Acquisition Corp. ("TBL"), a non-carrier holding company, to acquire Echo Tours and Charters, L.P. ("Echo"), GBJ, Inc. ("GBJ"), Roadrunner Charters, Inc. ("Roadrunner"), and Star Shuttle, Inc. ("Star"). Further, Echo requests the Board's approval of the acquisition of Tri-City Charter of Bossier, Inc. ("Tri-City"). As explained more fully herein, Echo, GBJ, Roadrunner and Star are all federally-registered passenger motor carriers which are in the process of consolidating parts of their operations under TBL. TBL is a newly-formed Texas corporation which will not be a carrier, but will act as a holding company to enable the four existing carriers to gain efficiencies through consolidation of various business operations and to consolidate and restructure existing debt to strengthen the financial positions of

each carrier.¹ Immediately prior to the TBL acquisition of GBJ, Echo, Roadrunner, and Star, Echo will acquire control of Tri-City as the first step in the larger transaction. In support of this Application the Applicants state as follows:

A. Identification of the Parties: 49 C.F.R. § 1182.2(a)(1)

1. Applicant Texas Bus and Limo Acquisition Corp. (“TBL”) is a Texas corporation with its principal place of business at 15734 Aldine Westfield Road, Houston, Texas 77032. TBL is a C Corp organized to acquire 100% ownership and control of the four carrier applicants, Echo Tours and Charters, LP, GBJ, Inc., Roadrunner Charters, Inc., and Star Shuttle, Inc.² TBL is a non-carrier holding company that will acquire ownership and control of the four carrier applicants. TBL will not operate as a carrier, and will hold no Federal registration or operating authority. As described more fully in Section C, below, the four Applicant carriers will own equal shares of TBL stock. Although there may be other owners of TBL stock at some future date, at consummation of the proposed transaction, only the four Applicant carriers will own stock in TBL. TBL will then hold 100% of the stock of the Applicant carriers, allowing TBL to own and control all of the Applicant carriers. Except as described herein, TBL has no other parent, subsidiary or affiliate companies.

The verified statement of H. Sonny El-Lahham, President and CEO of Texas Bus and Limo Acquisition Corp., is included in Exhibit 1 hereto.

¹ In order to ensure that the debt restructuring occurs in a timely manner to allow the transaction to move forward, the Applicants also submit the accompanying Verified Request for Interim Approval under 49 U.S.C. § 14303(i) and 49 C.F.R. § 1182.7.

² Tri-City will not be acquired separately by TBL. As explained more fully below, Echo will acquire Tri-City as the first step in the larger transaction, and will be a wholly-owned subsidiary of TBL when the TBL transaction is consummated.

2. Applicant Echo Tours and Charters, LP (USDOT No. 2172280, MC-755212), d/b/a Echo Transportation (formerly d/b/a Gotta Go Trailways), is an interstate charter and shuttle carrier incorporated in Texas. Its principal place of business is 5012 Mosson Road, Fort Worth, Texas 76119. The carrier has been in operation since 2011, primarily providing charter, tour, and local city shuttle transportation in the Dallas, Fort Worth, Abilene, Tyler, and Waco markets. It currently operates 100 vehicles, including motorcoaches, mini buses, and sedans. Echo Tours and Charters, LP is owned and controlled by a limited general partnership organized under an unincorporated entity called ET&C GP. The general partners of ET&C GP, which owns Echo Tours and Charters, LP, are Chris Jarrard, Tanner West, and Thom Fox, all residents of Texas. ET&C GP is not a carrier and has no operating authority.

Applicant Echo Tours and Charters, LP owns 100% of the stock of its subsidiary Echo Transportation Solutions, LLC, a Texas corporation providing premium sedan and limousine transportation services in the markets served by Echo Tours and Charters, LP. Echo Transportation Solutions, LLC does not operate commercial motor vehicles and has no Federal or state operating authority.

Applicant Echo Tours and Charters, LP also owns and controls 50% of the stock of Gotta Go Tours by Patti, LLC, a Texas company providing tour marketing services. Gotta Go Tours by Patti is not a carrier and holds no operating authority.

The general partners of Applicant Echo Tours and Charters, LP also own and control, in whole or in part, other companies in the travel and tour industries. Except for the fact that there is some level of common ownership by the individual Echo Tours and Charters, LP partners as described herein, the following companies are not owned and controlled or affiliated with Echo Tours and Charters, LP or ET&C GP.

Echo Transportation, LLC (USDOT #2023266), d/b/a Sublink Stage, is a Wyoming-based, intrastate shuttle operator providing transportation solely within Wyoming. It is owned and controlled by a group of individuals including Chris Jarrard, Tanner West, and others not associated with Applicant Echo Tours and Charters, LP. It does not have Federal operating authority as it provides only intrastate transportation services.

Buses By Bill, Inc. (USDOT #510901, MC-260442) is an interstate operator primarily providing shuttle service under contracts with local city governments. Although most of the service provided by Buses By Bill is intrastate, some of the service provide is interstate as required by its contracts with its customers. Buses By Bill is owned and controlled by Chris Jarrard, Tanner West, and Thom Fox.

Finally, as explained more fully herein, Echo will acquire 100 percent control of Tri-City, and operate Tri-City as a sub-division of Echo. After the transaction is complete, Tri-City will effectively be a subsidiary of TBL as well.

The verified statement of Chris Jarrard, President and CEO of Echo Tours and Charters, LP, is included in Exhibit 1 hereto.

3. Applicant GBJ, Inc. (USDOT No. 835782, MC-369531) (d/b/a AFC Transportation, AFC Corporate Transportation, AFC Transit, First Class Charters, A First Class Limousine Service, and AFC School Charters), is an interstate for hire motor carrier of passengers incorporated in Texas. Its principal place of business is at 15734 Aldine Westfield Road, Houston, Texas 77032. The carrier has been in operation for 22 years and provides interstate charter transportation, local city shuttle service, and sedan service in the Houston metropolitan area. It operates 134 vehicles including motorcoaches, mini coaches, minibuses,

limobuses, transit buses, vans, sedans, sport utility vehicles and limousines. GBJ, Inc. has no parent, subsidiary or affiliated companies.

The verified statement of John Ferrari, Vice President of GBJ, Inc., is included in Exhibit 1 hereto.

4. Applicant Roadrunner Charters, Inc. (USDOT No. 1238490, MC-467373) is an interstate charter provider incorporated in Texas. Its principal place of business is at 1634 E. Irving Boulevard, Irving, Texas 75060. It has operated as a charter service provider since August 2004 and primarily serves the Dallas/Fort Worth metropolitan area. It operates 54 vehicles, including motorcoaches and mini buses. Roadrunner has no parent, subsidiary, or affiliate companies.

The verified statement of Ron Wills, President and CEO of Roadrunner, is included in Exhibit 1 hereto.

5. Star Shuttle, Inc. (USDOT No. 660715, MC-309567) (d/b/a Star Shuttle and Charter, Abbey Walker Executive Cars and Limousines, and Gray Line Sightseeing Tours), is an interstate for-hire motor carrier of passengers incorporated in Texas. Its principal place of business is at 1343 Hallmark, San Antonio, Texas 78216. Star Shuttle has been in operation for 22 years providing charter, convention and tour operations as well as paratransit and transit services in the San Antonio and Austin markets. It operates 60 vehicles, including motorcoaches, minibuses, vans, trolleys, limousines, limo coaches and school buses. Star Shuttle has no parent, subsidiary or affiliate companies.

The verified statement of John P. Walker, President and CEO of Star Shuttle, Inc., is included in Exhibit 1 hereto.

6. Tri-City Charter of Bossier, Inc. (USDOT No. 840324, MC-370884) is an interstate for-hire motor carrier of passengers incorporated in Louisiana. Its principal place of business is at 1323 Canyon Court, Bossier City, Louisiana 71172. Tri-City has been in operation for 15 years providing charter service in Louisiana, Texas, and other parts of the Southeast United States with 23 motorcoaches. Tri-City currently has no parent, subsidiary or affiliate companies.

The verified statement of James E. Pitstick, President and CEO of Tri-City, is included in Exhibit 1 hereto.

B. Description of Operating Authorities: 49 C.F.R. § 1182.2(a)(2)

1. **TBL Acquisition Corp.** As noted above, TBL will acquire and act as a holding company for the four existing carriers, AFC, Echo, Roadrunner, and Star. TBL will not act as a carrier and does not have any operating authority.

2. **Echo Tours and Charters LP.** Echo has interstate for hire operating authority under MC-755212. It is authorized to carry passengers, oilfield equipment, motor vehicles and general freight. Echo also has intrastate operating authority issued by the State of Texas. Copies of Echo's federal and state operating authority certificates are included in Exhibit 2 hereto.

3. **GBJ, Inc.** GBJ has interstate for hire passenger carrier authority under MC-369531. GBJ also has intrastate operating authority issued by the State of Texas. Copies of GBJ's federal and state operating authority certificates are included in Exhibit 3 hereto.

4. **Roadrunner Charters, Inc.** Roadrunner has interstate for hire passenger carrier authority under MC-467373. Roadrunner also has intrastate operating authority issued by the State of Texas (005832379C). Copies of Roadrunner's federal and state operating authority certificates are included in Exhibit 4 hereto.

5. **Star Shuttle, Inc.** Star Shuttle has interstate for hire passenger carrier authority under MC-309567. Star Shuttle also has intrastate operating authority issued by the State of Texas. Copies of Star Shuttle's federal and state operating authority certificates are included in Exhibit 5 hereto.

6. **Tri-City Charter of Bossier, Inc.** has interstate, for-hire passenger carrier authority under MC-370884. Tri-City also has intrastate operating authority issued by Louisiana and Texas. Copies of Tri-City's federal and state operating authority certificates are included in Exhibit 6 hereto.

C. Description of the Transaction: 49 C.F.R. § 1182.2(a)(3)

The proposed transaction has three prongs. First, Echo will acquire 100 percent control of Tri-City through a stock purchase agreement. Second, immediately after the Tri-City acquisition, the newly-formed Texas Bus and Limo Acquisition Corp. ("TBL") will acquire control of the four Applicant carriers: Echo, GBJ, Roadrunner, and Star. Third, and occurring simultaneously with the Tri-City acquisition and TBL's acquisition of control, the four Applicant carriers being acquired by TBL will complete a debt consolidation and restructuring.

Echo's acquisition of Tri-City will take place through a stock purchase agreement. Echo will acquire 100 percent control of Tri-City, including all of Tri-City's equipment and operating authority. Tri-City will continue to operate as a sub-division of Echo, and the parties do not contemplate any significant change in Tri-City's operations as a result of the transaction.³ In essence, the Tri-City acquisition is a necessary first step to completing the larger transaction. Without this acquisition, the overall transaction would no longer be economically viable. Tri-

³ The Applicants anticipate that at some future date, the Tri-City brand may be discontinued and operated under the Echo brand. However, the Applicants do not contemplate any significant changes to the services currently offered or areas served by Tri-City, even if the Tri-City brand were to be discontinued.

City will be wholly-owned by Echo at the time of Echo's transaction with TBL and the other carriers. As such, Tri-City will not be a party to the TBL acquisition.

Under the transaction's corporate acquisition prong, TBL has been created as a Texas corporation will serve as a non-carrier holding company. The four carrier Applicants being acquired by TBL will receive cash and an equal percentage of TBL stock. In exchange, TBL will acquire 100% of the stock of those four carrier Applicants. At consummation, the four Applicant carriers will be the sole and equal owners of TBL stock, and TBL will be the sole owner of the four Applicant carriers. The Applicants anticipate that other interests, including sponsors and employees, might own approximately 15% of TBL stock in the future.

In addition, TBL will acquire 100% of the stock of each of the four Applicant carriers. Thus, at consummation, TBL will acquire complete control of the four Applicant carriers. By extension, TBL will also acquire complete control of Tri-City and Echo Transportation Solutions, LLC, wholly-owned subsidiaries of Applicant Echo Tours and Charters, LP, and partial (50%) control over Gotta Go Tours by Patti, LLC, which is currently 50% owned and controlled by Applicant Echo Tours and Charters, LP.

Following the transaction, each of the Applicant carriers, including Tri-City, will continue to operate as separate entities, with their own brands, and will not significantly alter their transportation operations. The combination of the carriers being acquired by TBL is designed, however, to allow the carriers to streamline their operations by sharing certain management functions. The combined TBL companies will begin with approximately 650 vehicles and over \$75 million in tangible assets. The carriers plan to focus their efforts on the maximum utilization of equipment and resources to serve their respective customer bases, including favorable vehicle sharing arrangements that will allow the carriers to bid on more and

bigger charter transportation contracts. With maximum utilization of equipment, the carriers will be able to provide their current level of transportation with fewer vehicles, allowing them to retire older, less energy efficient vehicles. In addition, with more combined vehicles at their disposal, the Applicants will be able to bid on the charter service contracts for larger events requiring additional vehicle capacity.

The other part of the transaction involves debt consolidation and restructuring. Echo, GBJ, Roadrunner and Star will restructure some \$75 million in current debt held among them. The consolidation and restructuring will put the Applicants on stronger financial footing, leading to safer, stronger, and more competitive carriers. Moreover, Applicants will be better able to acquire newer, more fuel efficient replacement vehicles that will have lower engine emissions.

Overall, the transaction will allow the Applicants to take advantage of economies of scale, better financial terms, and increased buying power. This will allow them to expand their combined operations, and eventually result in additions to driver and non-driver personnel. The Applicants plan to close on both the corporate transactions and the debt consolidation and restructuring by the middle of August, 2014. The transaction is in the public interest, and for the reasons stated herein should be approved.

D. Affiliated Carriers: 49 C.F.R. § 1182.2(a)(4)

TBL, GBJ, Roadrunner, and Star are not affiliated in any way with any other motor carriers. As noted in Section A.2 above, Applicant Echo Tours and Charters, LP will acquire Tri-City, whose operating authorities are described above, as a wholly-owned subsidiary. Echo also is affiliated with Echo Transportation Solutions, LLC, a wholly-owned subsidiary with no federal or state operating authority offering a premium limousine and sedan service. The general partners who currently own Applicant Echo Tours and Charters, LP also own Buses By Bill,

Inc., an interstate passenger carrier primarily offering contract shuttle services, and Echo Transportation, LLC, a Wyoming intrastate shuttle operator.

E. Jurisdictional Statement: 49 C.F.R. § 1182.2(a)(5)

The Applicants have earned aggregate gross operating revenues far in excess of \$2 million during the twelve months preceding this Application, meeting the jurisdictional requirement set forth in 49 U.S.C. § 14303(g) and 49 C.F.R. § 1182.2(a)(5)

F. Effect on Environment and the Conservation of Energy Resources: 49 C.F.R. § 1182.2(a)(6)

The transaction will have an overall positive effect on the environment and the conservation of energy resources. The carriers do not anticipate substantially changing their individual operations. By combining four independent carriers under one corporate umbrella, the companies will be able to streamline their operations to take maximum advantage of vehicles and manpower. This streamlining will enable the carriers to provide service across a broad geographic area with more efficiency than can be achieved with the four carriers acting independently. Under the TBL umbrella, the four carriers can more easily coordinate the operations and the supply of vehicles, through lease or sales arrangements on preferable terms, to meet each carrier's needs. This will enable the carriers to provide as much or more transportation service with fewer vehicles.

The transaction also will enable the carriers to retire older vehicles and reduce the overall number of vehicles across the four carriers. Further, the debt consolidation and restructuring, as well as the overall coordination of the TBL companies, will allow the carriers to purchase newer, more energy efficient vehicles, with lower engine emissions.

In sum, the efficiencies gained through combining the companies under one corporate structure and the debt restructuring will result in the same or more transportation with fewer,

more energy efficient vehicles. As a consequence, the four companies will be able to move the same or more passengers with less fuel and to reduce emissions of harmful exhaust gases. Thus, the transaction will have a net positive effect on the environment and the conservation of resources.

G. Consistency with the Public Interest: 49 C.F.R. § 1182.2(a)(7)

The Board is required to consider whether the proposed transaction is consistent with the public interest, including whether (1) the effect of the transaction on the adequacy of transportation to the public, (2) the transaction's total fixed charges, and (3) the interest of carrier employees that may be affected by the transaction. 49 U.S.C. § 14303(b); 49 C.F.R. § 1182.2(a)(7). In addition, the Board has traditionally considered the effect of the transaction on competition. *See, e.g.,* STB Docket No. MC-F-21052, *Southfield Coinvest Holdings, LLC, Southfield Hallcon Investment Corp and Hallcon Crew Transportation, Inc. et al.—Acquisition of Control—Renzenberger, Inc.*, (served March 28, 2013), slip op. at 3; STB Docket No. MC-F-21055, *Celerity Partners IV, LLC, Celerity AHI Holdings SPV, LLC, and All Aboard America! Holdings, Inc.—Control—Sureride Charter, Inc. d/b/a Sundiego Charter Company*, (served Oct. 29, 2013), slip op. at 3. The transaction proposed by the parties herein plainly meets this standard.

1. Adequacy of Transportation to the Public

As noted above, the proposed transaction will not result in significant changes to the operations of the Applicant carriers. The purpose of the transaction is to merge the operations of the four distinct corporations operating five interstate motor carriers under the corporate umbrella of TBL, a non-carrier holding company. The transaction will enable the carriers to engage in vehicle sharing arrangements, to better utilize sales and field operations personnel, and

to bring certain management functions together for more efficient management of the overall enterprise. The transaction will also allow the companies to take advantage of better financial terms, which will allow them to replace aging vehicles and purchase newer, more energy efficient vehicles on more favorable terms.

As such, the transaction will allow the carriers to maximize the use of personnel and equipment and to use the debt restructuring to increase investment into their companies. The carriers will be able to serve their existing geographic areas and customer bases more efficiently and effectively, and do not anticipate any reduction in current service levels. In fact, the transaction will enable the carriers to leverage the combination of companies to grow the businesses of each individual carrier, and will result in the same or a greater level of transportation to the public.

The Board has consistently found that transactions of this type meet the standard for adequacy of transportation to the public. *See, e.g.,* STB Docket No. MC-F-20924, *Global STB Passenger Services, L.L.C.—Control—Bortner Bus Company, et al.*, (served July 17, 1998), slip op. at 5; STB Docket No. MC-F-21015, *Railcrew Xpress, LLC and Railcrew Xpress Corp.—Acquisition of Control—Raudin McCormick, Inc., et al.*, (served Feb. 27, 2006), slip op at 2; STB Docket No. MC-F-21014, *KBUS Holdings, LLC and CUSA, LLC—Acquisition of Control—America Charters, Ltd., et al.*, (served Feb. 22, 2006), slip op. at 2; STB Docket No. MC-F-21009, *CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters—Acquisition of Assets and Business Operations—Laidlaw Transit Services, Inc. d/b/a Roesch Lines*, (served Jan. 13, 2005), slip op. at 2-3.

2. Fixed Charges

As stated above, the debt restructuring will allow the Applicants to lower the interest payments they make on existing debt, and make them better able to secure attractive terms for additional financing of equipment to be used in their carrier operations. Thus, their overall fixed charge for financing of equipment acquisitions will decrease while their combined financial structure will strengthen.

3. Effect of the Transaction on Employees

The transaction will not have an overall negative impact on employees. The transaction will enable the parties to consolidate some headquarters and administrative personnel as they transfer those functions into the holding company. Any contraction of those personnel, however, will be offset by additions in higher paying sales and field operations personnel in multiple cities across Texas. Further, while the current goal of the transaction is to maximize utilization with fewer vehicles, over time the companies will be able to grow by taking advantage of economies of scale, better financial terms, and increased buying power, resulting in additions to driver and non-driver personnel.

4. Impact on Competition

The transaction will not have a material adverse effect on competition. The companies do not plan on significantly altering their current operations, but merely wish to take advantage of efficiencies gained through working under one corporate structure. Even with the strengthened position of the four carrier Applicants, competition in the areas served by the carriers will be maintained after the transaction.

The areas served by the carriers are subject to robust competition. The Dallas/Fort Worth area alone has over fifteen interstate transportation providers offering charter and tour service. The parties estimate that interstate and intrastate carriers in the DFW market general over \$150

million in annual revenues and operate approximately 670 vehicles (including sedans, mini buses, and motor coaches). After the transaction, the combined revenues of Echo and Roadrunner will be less than one-third of that amount, and will account for about 100 vehicles in the local market.

The Houston metropolitan area also has a number of interstate transportation providers offering charter and tour service. The Applicants estimate that interstate and intrastate transportation providers generate over \$225 million in annual revenues and operate over 600 vehicles ranging from motorcoaches, minibuses and sedans.

The overall share of all markets served by the carrier Applicants also demonstrates the robust nature of competition affected by the transaction. TBL estimates that the combined share of the carriers in the East Texas market will be less than 7.5 percent. It estimates that the carriers' combined market share in the Dallas/Fort Worth metropolitan area will not exceed 14 percent. Overall, TBL believes that the combined market share of the carriers will not exceed 14 percent in any market served by any of the carriers. Because the carriers' operations will not significantly change after the transaction, the parties do not anticipate these percentages to change significantly, either.

Further, the areas served by the carriers are largely separate and distinct, with a small amount of overlap in the larger markets. The companies also will maintain their separate identities and be responsible for their own operations within the larger corporate family. Thus, the transaction will not result in any consolidation of market power in any relevant market.

The benefits associated with the transaction will only support increased competition. By taking advantage of the efficiencies associated with merging under one corporate structure, the carriers will be stronger operationally and financially. This increased strength will enable the

carriers to continue to compete with other carriers, as well as non-motor carriers that compete for the same travel and tourism business as charter bus companies. *See, GLI Acquisition Co.—Purchase—Trailways Lines, Inc.*, 4 I.C.C. 2d 591, 598-602 (1988) (the relevant market for passenger transportation services includes multiple modes competing for the same passengers).

The competition for charter and tour business, the heart of the parties' operations, unquestionably is open to strong competition. The charter and tour business is constantly open to all competitors in the market, including the larger, multistate operators, as the business is contestable on a trip by trip basis. Further, commercial charter and tour operators must offer quality services at competitive prices to provide services that the travelling public could easily choose to do without by travelling to their destinations in their own vehicles.

The shuttle service that the Applicants provide on a contract basis is also subject to constant competition. This shuttle service is typically conducted under contract with local city governments, and is subject to competitive bidding processes in which any carrier may participate. There is no guarantee that the contracts will renew at the end of their terms, and the carriers must continue to provide high quality service that meets the budgetary restraints of their government customers. By the very nature of the competitive bidding process, this business is subject to vigorous competition.

In addition to the points made above regarding the particular markets served by the Applicants, the Board has found consistently that the lack of barriers to entry into the interstate bus transportation industry virtually eliminated the opportunities for abuse of market power. *See* STB Finance Docket No. 33431, *Coach USA, Inc. and K-T Contract Services, Inc.—Control and Merger Exemption—Gray Line Tours of Southern Nevada*, slip op. at 2 (served Aug. 29, 2001) ("... the bus industry is characterized by pervasive competition and low entry barriers."); STB

Finance Docket No. 33007, *Laidlaw Transit, Inc. et al.—Control and Merger Exemption—National School Service, Inc. et al.*, (served Oct. 25, 1996) ("[W]ith the low entry barriers and pervasive intermodal and intramodal competition that otherwise characterized the charter and special operations segment of the bus industry, most opportunities for the abuse of market power are effectively foreclosed."); *GLI Acquisition* at 601 ("[T]he presence of intramodal competitors is not necessary to maintain competitive discipline for bus firms. Where the barriers to entry are virtually nonexistent, potential entry, together with intermodal competition, exerts pressure on existing firms to price reasonably.").

In sum, the transaction here will not have a materially adverse effect on competition. The carrier Applicants currently do not have an overwhelming collective market share in the relevant markets. They will not significantly change their current operations, and will continue to operate as separate carriers in the markets they serve. Thus, their market shares will not change significantly. If anything, the transaction will result in an increase in capacity in the relevant markets, which will enable the Applicants' competitors to strengthen their own positions. Charter and tour and contract shuttle services are particularly open to competition, both to intermodal and intramodal carriers, as well as to pressures on the market from passengers travelling in their own vehicles. That competitive landscape is unlikely to change regardless of this transaction. Finally, the Board has recognized the virtual impossibility of an abuse of market power in the bus industry. For these reasons, the Applicants submit that this transaction will not cause any diminution of competition in the relevant markets.

H. Safety Fitness Ratings: 49 C.F.R. § 1182.2(a)(8)

The Applicants are pleased to certify that each carrier involved in the transaction has a satisfactory safety fitness rating issued by the United States Department of Transportation. As a non-carrier holding company, TBL is not subject to the safety rating requirements.

I. Insurance Coverages: 49 C.F.R. § 1182.2(a)(9)

The Applicants hereby certify that they each have the requisite insurance coverage under 49 U.S.C. § 13906 for the transportation services they intend to provide.

J. Statement on Mexico Domiciliary: 49 C.F.R. § 1182.2(a)(10)

Pursuant to 49 C.F.R. § 1181.2(a)(10), the Applicant states that no party acquiring any operating rights through the proposed transaction is either domiciled in Mexico or owned or controlled by persons of Mexico.

K. Statement on Individuals Holding Operating Authority: 49 C.F.R. § 1182.2(a)(11)

Pursuant to 49 C.F.R. § 1182.2(a)(11), the Applicants state that the transaction does not involve the transfer of operating authority to an individual who will hold the authority in his or her name.

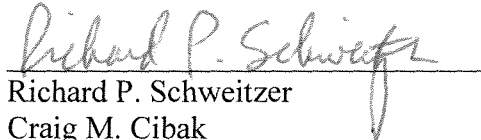
I. Certification Regarding Filing: 49 C.F.R. § 1182.3(b)

The Applicants hereby certify that they have delivered copies of the Application by first-class mail to the appropriate regulatory body in each state in which intrastate operations are affected by the transaction.

CONCLUSION

For the reasons stated herein, the Applicants respectfully request that the Board grant this Application.

Respectfully submitted,

A handwritten signature in cursive script, reading "Richard P. Schweitzer", is written over a horizontal line.

Richard P. Schweitzer
Craig M. Cibak
Richard P. Schweitzer, P.L.L.C.
1776 K Street, N.W.
Suite 800
Washington, D.C. 20006
(202) 223-3040

Attorneys for Texas Bus and Limo
Acquisition Corp., GBJ, Inc., Echo Tours
and Charters L.P., Roadrunner Charters,
Inc., Star Shuttle, Inc., and Tri-City Charter
of Bossier, Inc.

June 4, 2014

EXHIBIT 1

VERIFICATIONS

VERIFICATION

I, **H. Sonny El-Lahham, President and CEO** of Texas Bus and Limo Acquisition Corp., verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this Application, relative to Texas Bus and Limo Acquisition Corp., is true and correct. Further, I certify that I am qualified and authorized to file this application or pleading. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.



H. Sonny El-Lahham
President and CEO
Texas Bus and Limo Acquisition Corp.

Dated May 28, 2014

VERIFICATION

I, John Ferrari, Vice President of GBJ, Inc., verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this Application relative to GBJ, Inc. is true and correct. Further, I certify that I am qualified and authorized to file this application or pleading. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

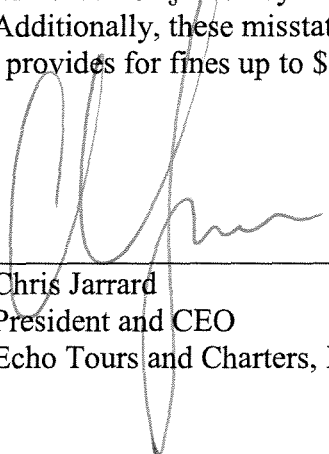


John Ferrari
Vice President
GBJ, Inc.

Dated May 28, 2014

VERIFICATION

I, Chris Jarrard, President and CEO of Echo Tours and Charters, LP, verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this Application, relative to Echo Tours and Charters, LP and the companies associated with it, is true and correct. Further, I certify that I am qualified and authorized to file this application or pleading. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

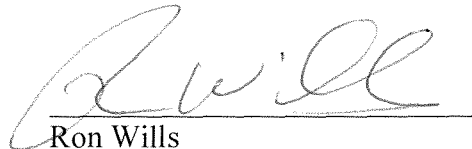


Chris Jarrard
President and CEO
Echo Tours and Charters, LP

Dated May 28, 2014

VERIFICATION

I, Ron Wills, President and CEO of Roadrunner Charters, Inc., verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this Application relative to Roadrunner Charters, Inc. is true and correct. Further, I certify that I am qualified and authorized to file this application or pleading. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

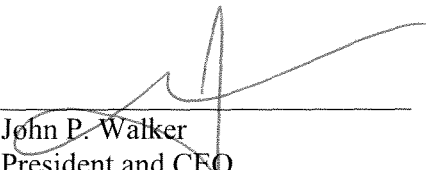
A handwritten signature in cursive script, appearing to read 'R Wills', is written over a horizontal line.

Ron Wills
President and CEO
Roadrunner Charters, Inc.

Dated May 28, 2014

VERIFICATION

I, John P. Walker, President and CEO of Star Shuttle, Inc., verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this Application relative to Star Shuttle, Inc. is true and correct. Further, I certify that I am qualified and authorized to file this application or pleading. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

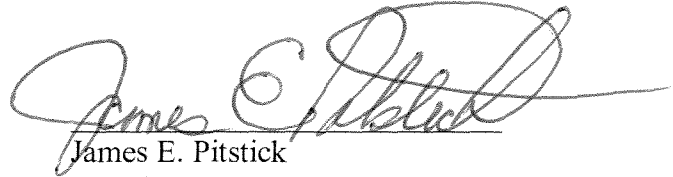


John P. Walker
President and CEO
Star Shuttle, Inc.

Dated May 28, 2014

VERIFICATION

I, James E. Pitstick, President and CEO of Tri-City Charter of Bossier, Inc., verify under penalty of perjury, under the laws of the United States of America, that all information supplied in connection with this Application, relative to Tri-City Charter of Bossier, Inc., as described in the accompanying Application is true and correct. Further, I certify that I am qualified and authorized to file this application or pleading. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

A handwritten signature in black ink, appearing to read "James E. Pitstick", written over a horizontal line.

James E. Pitstick
President and CEO
Tri-City Charter of Bossier, Inc.

Dated June 2, 2014

EXHIBIT 2

ECHO TOURS AND CHARTERS, LP
OPERATING AUTHORITIES



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

1200 New Jersey Ave., S.E.
Washington, DC 20590

SERVICE DATE
December 07, 2011

CERTIFICATE
MC-755212-C
ECHO TOURS & CHARTERS LP
CARROLLTON, TX

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of passengers, in charter and special operations**, by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 387); the designation of agents upon whom process may be served (49 CFR 366); and schedules (49 CFR 374.305). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

A handwritten signature in black ink, reading "Jeffrey L. Secrist".

Jeffrey L. Secrist, Chief
Information Technology Operations Division

NOTE: Applicant is a nonrecipient of governmental financial assistance.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.

CPN



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

1200 New Jersey Ave., S.E.
Washington, DC 20590

SERVICE DATE

January 24, 2012

DECISION

MC-755212

ECHO TOURS & CHARTERS LP
FORT WORTH, TX

REENTITLED

ECHO TOURS & CHARTERS LP
D/B/A GGE TRAILWAYS

On January 18, 2012, applicant filed a request to have the Federal Motor Carrier Safety Administration's records changed to reflect a name change.

It is ordered:

The Federal Motor Carrier Safety Administration's records are amended to reflect the carrier's name as ECHO TOURS & CHARTERS LP, D/B/A GGE TRAILWAYS.

Within 30 days after this decision is served, the applicant must establish that it is in full compliance with the statute and the insurance regulations by having amended filings on prescribed FMCSA forms (BMC91 or 91X or 82 for bodily injury and property damage liability, BMC 34 or 83 for cargo liability, or a BMC 84 or 85 for property broker security and BOC-3 for designation of agents upon whom process may be served) submitted on its behalf. Copies of Form MCS-90 or other "certificates of insurance" are not acceptable evidence of insurance compliance. Insurance and BOC-3 filings should be sent to Federal Motor Carrier Safety Administration, 1200 New Jersey Ave., S.E., Washington, DC 20590.

The applicant is notified that failure to comply with the terms of this decision shall result in revocation of its operating rights registration, effective 30 days from the service date of this decision.

To verify that the applicant is in full compliance, call (202)358-7000 or visit our web site at: <http://li-public.fmcsa.dot.gov>. Any other questions regarding the action taken should be directed to (202)366-9805.

Decided: January 19, 2012

By the Federal Motor Carrier Safety Administration

Jeffrey L. Secrist, Chief
Information Technology Operations Division
NCA



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

1200 New Jersey Ave., S.E.
Washington, DC 20590

SERVICE DATE
May 23, 2012

CERTIFICATE
MC-755212-C
U.S. DOT No. 2172280
ECHO TOURS & CHARTERS LP
D/B/A GOTTA GO TRAILWAYS
FORT WORTH, TX

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of property (except household goods)** by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 387) and the designation of agents upon whom process may be served (49 CFR 366). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

A handwritten signature in black ink, appearing to read "Jeffrey L. Secrist".

Jeffrey L. Secrist, Chief
Information Technology Operations Division

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.

CMO



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

1200 New Jersey Ave., S.E.
Washington, DC 20590

SERVICE DATE

April 16, 2012

DECISION

MC-755212

ECHO TOURS & CHARTERS LP

D/B/A GGE TRAILWAYS

FORT WORTH, TX

REENTITLED

ECHO TOURS & CHARTERS LP

D/B/A GOTTA GO TRAILWAYS

On February 28, 2012, applicant filed a request to have the Federal Motor Carrier Safety Administration's records changed to reflect a name change.

It is ordered:

The Federal Motor Carrier Safety Administration's records are amended to reflect the carrier's name as ECHO TOURS & CHARTERS LP, D/B/A GOTTA GO TRAILWAYS.

Within 30 days after this decision is served, the applicant must establish that it is in full compliance with the statute and the insurance regulations by having amended filings on prescribed FMCSA forms (BMC91 or 91X or 82 for bodily injury and property damage liability, BMC 34 or 83 for cargo liability, or a BMC 84 or 85 for broker security and BOC-3 for designation of agents upon whom process may be served) submitted on its behalf. Copies of Form MCS-90 or other "certificates of insurance" are not acceptable evidence of insurance compliance. Insurance and BOC-3 filings should be sent to Federal Motor Carrier Safety Administration, 1200 New Jersey Ave., S.E., Washington, DC 20590.

The applicant is notified that failure to comply with the terms of this decision shall result in revocation of its operating rights registration, effective 30 days from the service date of this decision.

To verify that the applicant is in full compliance, call (202)358-7000 or visit our web site at: <http://li-public.fmcsa.dot.gov>. Any other questions regarding the action taken should be directed to (202)366-9805.

Decided: April 11, 2012

By the Federal Motor Carrier Safety Administration

Jeffrey L. Secrist, Chief
Information Technology Operations Division
NCA



Texas Department of Motor Vehicles
HELPING TEXANS GO. HELPING TEXAS GROW.

Company	Company	Company	Vehicles	Supplemental	HS		
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Certificate # 006620250C		<u>ECHO TOURS AND CHARTERS</u>		Business Type: Partnership	
Expires 2014		Carrier Type: Common Carrier		Certificate Expiration Date: 11/30/2014	
USDOT 2172280 Status Active		Registration Period 1 year(s)		DBA: ECHO TRANSPORTATION	

Carrier is authorized for intrastate operations.

Physical Address:
6012 MOSSON ROAD
FORT WORTH TX 76119
USA

Mailing Address
6012 MOSSON ROAD
FORT WORTH TX 76119
USA

Phone # 8175724114
Fax# 8174833130
Hazardous Type No
Tow Truck Type No
Bus \$5,000,000
Household Goods No
Other No

Certificate Status Active
Last Modified By: ECHOAT
Status Reason Registered
Status Effective Date 11/12/2013 12:35:55 PM
Last Modified Date 6/27/2014 4:28:19 PM
Insurance Status Active
Non Consent Tow No

EXHIBIT 3

GBJ, INC.
OPERATING AUTHORITIES

SERVICE DATE
December 27, 1999

DEPARTMENT OF TRANSPORTATION
OFFICE OF MOTOR CARRIER SAFETY

CERTIFICATE

MC 369531 C

GBJ, INC.
D/B/A AFC TRANSIT
HOUSTON, TX, US

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of passengers, in charter and special operations**, by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 387); the designation of agents upon whom process may be served (49 CFR 366); and tariffs or schedules (49 CFR 1312). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

Thomas T. Vining
Chief, Licensing and Insurance Division

NOTE: Applicant is a nonrecipient of governmental financial assistance.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.



Texas Department of Motor Vehicles
HELPING TEXANS GO. HELPING TEXAS GROW.



Welcome to Truck Stop

[Back to Search](#)[Certificate](#)[Insurance](#)[Vehicles](#)[Owner Info](#)[Audit Trail](#)

GBJ, INC

Certificate #: 005959762C
Expires: 2015
USDOT: 835782 Status: Active

Carrier Type: Common Carrier
Registration Period: 1 year(s)

Business Type: Corporation
Certificate Expiration Date: 1/31/2015
DBA: AFC TRANSIT



Carrier is authorized for intrastate operations.

Physical Address:
15734 ALDINE WESTFIELD ROAD

HOUSTON TX 77032
USA

Mailing Address:
415 SOUTH FIRST STREET
SUITE 200
LUFKIN TX 75901
USA

Phone #: 936-632-1925
Fax #: 936-632-1952
Hazardous Type: No
Tow Truck Type: No
Bus: \$5,000,000
Household Goods: No
Other: No

Certificate Status: Active
Last Modified By: GBJ-I
Status Reason: Registered
Status Effective Date: 1/7/2014 3:42:01 PM
Last Modified Date: 2/14/2014 3:18:34 PM
Insurance Status: Active
Non Consent Tow: No

[Motor Carrier Type Definitions](#)

[Back](#)

EXHIBIT 4

ROADRUNNER CHARTERS, INC.
OPERATING AUTHORITIES



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

400 7th Street SW
Washington, DC 20590

SERVICE DATE

October 03, 2003

CERTIFICATE

MC-467373-C

ROADRUNNER CHARTERS INC

MCKINNEY, TX

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of passengers, in charter and special operations**, by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 387); the designation of agents upon whom process may be served (49 CFR 366); and schedules (49 CFR 374.305). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

A handwritten signature in black ink, appearing to read 'Angeli Sebastian'.

Angeli Sebastian, Chief
Information Systems Division

NOTE: Applicant is a nonrecipient of governmental financial assistance.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.

CPN



Texas Department of Motor Vehicles

HELPING TEXANS GO, HELPING TEXAS GROW.

MOTOR CARRIER CERTIFICATE OF REGISTRATION

Certificate of
Registration No: 005832379C

Date Issued: 11/20/2012
USDOT #: 1238490

ROADRUNNER CHARTERS INC
1634 E IRVING BLVD
IRVING DALLAS
USA

Having fulfilled the application requirements of the Department of Motor Vehicles (DMV) relating to the registration of commercial motor carriers, this Certificate of Registration is hereby granted to:

ROADRUNNER CHARTERS INC

**1634 E IRVING BLVD
IRVING, TX 75060**

This Certificate of Registration authorized DMV's issuance of an insurance cab card identifying each Commercial motor vehicle registered with DMV.

This Certificate of Registration is not transferable.

VOID IF ALTERED

ROADRU

EXHIBIT 5

STAR SHUTTLE, INC.
OPERATING AUTHORITIES

PM-26
(Rev. 1/95)

SERVICE DATE
December 09, 1996

FEDERAL HIGHWAY ADMINISTRATION

CERTIFICATE

MC 309567 C

STAR SHUTTLE, INC.
D/B/A STAR SHUTTLE & CHARTER
SAN ANTONIO, TX, US

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of passengers, in charter and special operations**, by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 1043); the designation of agents upon whom process may be served (49 CFR 1044); and tariffs or schedules (49 CFR 1312). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

Thomas T. Vining
Chief, Licensing and Insurance Division

NOTE: Applicant is a nonrecipient of governmental financial assistance.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.



Texas Department of Motor Vehicles

HELPING TEXANS GO. HELPING TEXAS GROW.

MOTOR CARRIER CERTIFICATE OF REGISTRATION

TxDMV No. 005075303C

Date Issued:

2/5/2014

USDOT #:

660715

STAR SHUTTLE, INC.
PO BOX 17967
ATTN MR. TIM ZIMMER
SAN ANTONIO, TX 78217

Having fulfilled the application requirements of the Department of Motor Vehicles (DMV) relating to the registration of commercial motor carriers, this Certificate of Registration is hereby granted to:

STAR SHUTTLE, INC.

**1343 HALLMARK
SAN ANTONIO, TX 78216**

This Certificate of Registration authorized DMV's issuance of an insurance cab card identifying each Commercial motor vehicle registered with DMV.

This Certificate of Registration is not transferable.

VOID IF ALTERED

STAR-S

EXHIBIT 6

TRI-CITY CHARTER OF BOSSIER, INC.
OPERATING AUTHORITIES

SERVICE DATE
December 08, 1999

DEPARTMENT OF TRANSPORTATION
OFFICE OF MOTOR CARRIER SAFETY

CERTIFICATE

MC 370884 C

JAMES E. PITSTICK
D/B/A TRI-CITY CHARTER OF BOSSIER
LONGVIEW, TX, US

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of passengers, in charter and special operations**, by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 387); the designation of agents upon whom process may be served (49 CFR 366); and tariffs or schedules (49 CFR 1312). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

Thomas T. Vining
Chief, Licensing and Insurance Division

NOTE: Applicant is a nonrecipient of governmental financial assistance.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

400 7th Street SW
Washington, DC 20590

SERVICE DATE

May 11, 2005

DECISION

MC-370884

JAMES E. PITSTICK

D/B/A TRI-CITY CHARTER OF BOSSIER

LONGVIEW, TX

REENTITLED

TRI-CITY CHARTER OF BOSSIER INCORPORATED

On May 4, 2005, applicant filed a request to have the Federal Motor Carrier Safety Administration's records changed to reflect a name change.

It is ordered:

The Federal Motor Carrier Safety Administration's records are amended to reflect the carrier's name as TRI-CITY CHARTER OF BOSSIER INCORPORATED.

Within 30 days after this decision is served, the applicant must establish that it is in full compliance with the statute and the insurance regulations by having amended filings on prescribed FMCSA forms (BMC91 or 91X or 82 for bodily injury and property damage liability, BMC 34 or 83 for cargo liability, or a BMC 84 or 85 for property broker security and BOC-3 for designation of agents upon whom process may be served) submitted on its behalf. Copies of Form MCS-90 or other "certificates of insurance" are not acceptable evidence of insurance compliance. Insurance and BOC-3 filings should be sent to Federal Motor Carrier Safety Administration, 400 Virginia Avenue, SW, Suite 600, Washington, DC 20024.

The applicant is notified that failure to comply with the terms of this decision shall result in revocation of its operating rights registration, effective 30 days from the service date of this decision.

To verify that the applicant is in full compliance, call (202)358-7000 or visit our web site at: <http://li-public.fmcsa.dot.gov>. Any other questions regarding the action taken should be directed to (202)366-9805.

Decided: May 6, 2005

By the Federal Motor Carrier Safety Administration

Angeli Sebastian, Chief
Information Systems Division

NC/A



Louisiana Public Service Commission

POST OFFICE BOX 91154
BATON ROUGE, LOUISIANA 70821-9154

Telephone: (225) 342-4439

COMMISSIONERS

Eric F. Skrmetta, Chairman
District I
Clyde C. Holloway, Vice Chairman
District IV
Foster L. Campbell
District V
Lambert C. Boissiere, III
District III
Scott A. Angelle
District II

(225) 342-4439

EVE KAHAO GONZALEZ
Executive Secretary

BRANDON M. FREY
Executive Counsel

JOHNNY E. SNELLCROVE, JR.
Deputy Undersecretary

LOUISIANA INTRASTATE REGISTRATION/INSURANCE RECEIPT

Tammy Burl Transportation Administrator
Transportation Division

NUMBER RI -1041

LPSC Serial#: E234693 2015112303

File No. - 73087
DOT#: 840324
Tri City Charter of Bossier, Inc.
PO Box 72189
Bossier City LA 71172



Original - X
Supplemental -

Issued :04/04/2014
Expires: January 31, 2015

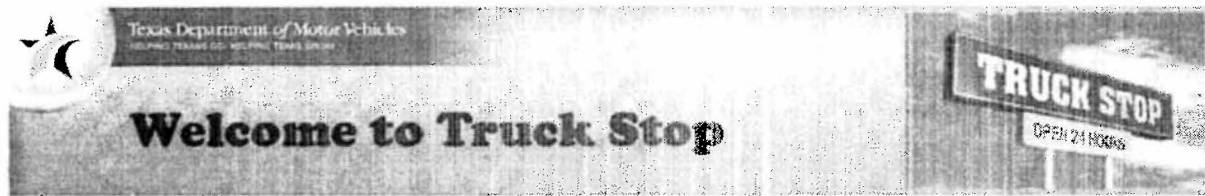
For the transportation of passengers by a Charter Service in vehicles seating 16 Passengers or more.

This receipt evidences that the above named carrier has registered 20 vehicles with the Louisiana Public Service Commission and filed proof of insurance coverage with minimum limits of \$250,000, \$500,000, \$10,000 pursuant to LRS 45:163. This receipt is subject to revocation if the required insurance filing is not maintained.

NOTE:

A COPY OF THIS RECEIPT MUST BE CARRIED ON BOARD ALL VEHICLES, INCLUDING LEASED VEHICLES, BEING OPERATED BY THE REGISTERED CARRIER IN INTRASTATE COMMERCE.

LPSC RI-13

[← Back](#)[Status Definitions](#)

Motor Carrier Search Result

Certificate Number	Company Name	DBA Name	City	State	Status	Tariff
005474629C	JAMES E PITSTICK	TRICITY CHARTER OF BOSSER	LONGVIEW	TX	Active	

Record Count: 1

CERTIFICATE OF SERVICE

I hereby certify that on this 2d day of June, 2014, I served a copy of the foregoing Verified Application for Acquisition of Control of Motor Carriers of Passengers Under 49 U.S.C. 14303 and Request for Interim Approval as follows:

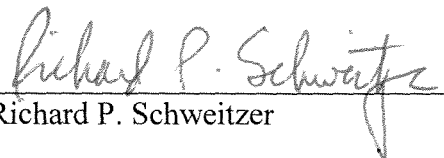
By Hand Delivery to:

Federal Motor Carrier Safety Administration
Chief, Commercial Enforcement Division
Office of Enforcement and Compliance
West Building, 1200 New Jersey Avenue, S.E.
6th Floor
Washington, D.C. 20590

By First Class Mail to:

Texas Department of Motor Vehicles
Motor Carrier Division
P.O. Box 12984
Austin, Texas 78711-2984

Louisiana Public Service Commission
Galvez Building, 12th Floor
P.O. Box 91154
Baton Rouge, Louisiana 70821


Richard P. Schweitzer