Decision No. 22826.

BEFORE THE RAILROAD COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of CALIFORNIA WAREHOUSE CO., a corporation, and W. E. FESSENDEN, for authority of the California. Warehouse Co. to sell and transfer its franchise and properties to W. E. Fessenden.

ORIGINAL

Application No. 16810

Gibson, Dunn and Crutcher, by Paul Watkins, for applicants.

BY THE COMMISSION:

## OPINION AND CROER

California Warehouse Co., a corporation, organized and existing under and by virtue of the laws of California, asks permission to sell its public utility warehouse properties to W. E. Fessenden. It is of record that the corporation has outstanding 25,000 shares (\$25,000 par value) of common capital stock, all of which, except two shares, are owned by W. E. Fessenden. The remaining two shares are owned by S. C. Fessenden and F. M. Warren to qualify them as directors.

The company for the year 1929 reports operating revenues of \$54,566.65 and nonoperating income of \$24,593.04. While the California Warehouse Co. in this proceeding asks permission to sell only its public utility properties, the testimony shows that all of the properties of the company, except notes receivable, cash and securities owned by the corporation, will be transferred to W. E. Fessenden. It is the intention to dissolve eventually the

corporation and distribute its assets, at which time the aforementioned assets will likewise become the property of W. E. Fessenden.

It is believed by W. E. Fessenden that the transfer of the properties to him as an individual will result in economies in operation and will expedite the transaction of the company's business in general. He will assume all of the liabilities and obligations of the corporation as of the date of the transfer. It is further of record that the transfer of the properties will in no way alter the operation or personnel or the financial responsibility of the warehouse business conducted by California Warehouse Co.

A public hearing having been held in this matter before Examiner Fankhauser, the Commission being of the opinion that the transfer of the properties is not prejudicial to the public interest, and that this application should be granted, as herein provided, therefore.

IT IS HEREEY OFDERED that California Warehouse Co. be, and it is hereby, authorized to sell and transfer to W. E. Fessenden on or before October 1, 1930, its public utility warehouse properties, franchises and liabilities described in this application, subject to the following conditions;-

- 1. California Warehouse Co. shall withdraw its tariffs covering its rates, rules and regulations and W. E. Fessenden shall adopt and establish as his own, such
  tariffs.
- 2. The authority herein granted will become effective upon the date hereof.

DATED AT San Francisco, California, this 30 hay of

<u>Olignah</u>, 1930.

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Commissioners