

ORIGINAL

Decision No. 47916

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

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| In the Matter of the Application |) | |
| | : | |
| of |) | |
| | : | Application |
| SOLEDAD WAREHOUSE CO., a corporation, |) | No. 33830 |
| for permit to re-issue share of | : | |
| stock. |) | |
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OPINION AND ORDER

This is an application for an order authorizing Soledad Warehouse Co. to re-issue shares of its preferred and common stock.

Applicant is a California corporation organized on July 3, 1948, for the purpose of engaging in the public utility warehousing business and in other activities in Soledad, Monterey County. (1) Under authorization granted by the Commission it has issued, and now has outstanding, 462 shares of common stock and 154 shares of 6% cumulative preferred stock of the par value of \$100 each and of the aggregate par value of \$61,600.

The present application shows that all the stockholders of record by written agreement have consented to a change in Article X of the by-laws so as to provide, among other things, that if any shareholder desires to sell or otherwise dispose of his shares of stock, the remaining shareholders shall have the right,

(1)

For the 12 months ended May 31, 1952, applicant reports utility revenues of \$17,653.94 and nonutility revenues of \$186,036.01, with net income from all sources of \$5,063.69.

for a period of 15 days, to purchase any or all of said shares offered for sale on a pro rata basis or as otherwise agreed among the shareholders participating in the purchase, and that in the event the shareholders do not avail themselves of the right to purchase said shares offered for sale, then the corporation shall have the right, for a period of 15 days, to purchase any or all of said shares not purchased by the remaining shareholders. In the event neither the shareholders nor the corporation exercise rights to purchase the shares offered for sale, then such shares which have not been so purchased shall be released from the restrictions of the by-laws for a period of 60 days.

Applicant has amended, or is undertaking to amend, its articles of incorporation to reflect these restrictions on the transfer of the shares of stock. It is the intention of the shareholders to surrender to applicant the respective certificates now held by them for re-issue with the following legend stamped upon them:

"Transfer of shares of this corporation, or any interest therein, for a consideration, is restricted by the provisions of Article X of the by-laws of the corporation which confer on the shareholders of record and on the corporation prior rights to purchase said stock or to lend money thereon."

The Commission has considered applicant's request for an order authorizing the re-issue of its shares of stock and is of the opinion that a public hearing is not necessary; that the application should be granted, as herein provided; that the money, property or labor to be procured or paid for by the issue of the shares of stock herein authorized is reasonably required by applicant for the purpose specified herein; and that such purpose is not, in whole or in part, reasonably chargeable to operating

expenses or to income; therefore,


IT IS HEREBY ORDERED as follows:

1. Soledad Warehouse Co. may re-issue its shares of stock in accordance with the amendment to its by-laws, such shares to be in the aggregate amount of 462 shares of common stock and 154 shares of preferred stock.

2. Soledad Warehouse Co. shall file with the Commission monthly reports as required by General Order No. 24-A, which order, insofar as applicable, is made a part of this order.

3. The authority herein granted will become effective upon the date hereof.

Dated at San Francisco, California, this 18th day of November, 1952.



President







Commissioners