

69348

Decision No. \_\_\_\_\_

**ORIGINAL**

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application )  
of: )

(a) ROBERT C. NAPIER TRUCKING, )  
INC., a corporation, to purchase, )  
and of RONGA TRUCK COMPANY, a )  
corporation, to sell, a )  
certificate of public convenience )  
and necessity for the )  
transportation of general )  
commodities between points in the )  
Los Angeles Basin Territory, )  
pursuant to Sections 351-353 of )  
the California Public Utilities )  
Code. )

Application No. 47653  
Filed June 7, 1965

(b) ROBERT C. NAPIER TRUCKING, )  
INC., a corporation, to issue )  
shares of its common capital )  
stock, pursuant to Sections 316- )  
330 of the California Public )  
Utilities Code. )

O P I N I O N

This is an application for an order of the Commission

(1) authorizing Ronga Truck Company to sell and transfer a highway common carrier certificate of public convenience and necessity to Robert C. Napier Trucking, Inc.; and (2) authorizing Robert C. Napier Trucking, Inc. (a) to assume the payment of long-term obligations and (b) to issue \$48,650 par value of its capital stock.

Pursuant to authority granted by Decision No. 62930, dated December 12, 1961, in Application No. 43861, Ronga Truck Company acquired a highway common carrier certificate of public convenience and necessity which authorizes the transportation of general commodities, with certain exceptions, between points in the Los Angeles Basin Territory. The company also conducts operations under permits issued by the Commission and engages in activities which are subject to the jurisdiction of the Interstate Commerce Commission.

The application shows that Ronga Truck Company deems it advisable to reduce its business volume, and that it plans to confine future trucking operations to the scope of its permits. The company proposes to sell and transfer its highway common carrier operative rights to Robert C. Napier Trucking, Inc. It appears that the \$33,000 purchase price for said operative rights will be paid from personal funds of Robert C. Napier, and that no obligation to reimburse Robert C. Napier for such purchase price will be assumed or paid by the new corporation.

Robert C. Napier Trucking, Inc. is a California corporation organized on or about April 23, 1965. In addition to acquiring the highway common carrier operative rights referred to in the application, the company proposes to purchase the trucking business of Robert C. Napier, an individual engaged in transporting property largely within the Los Angeles Basin Territory under permits issued by this Commission. According to the application, the owner desires to convert his operations into

those of a highway common carrier and to continue activities under a corporate form of organization in order to assure future permanence and stability of the business. To achieve such objectives, Robert C. Napier Trucking, Inc. requests authority to issue 1,946 shares of its capital stock having an aggregate par value of \$48,650 to Robert C. Napier in exchange for the assets, subject to existing liabilities of the proprietorship.

The pro forma balance sheet of Robert C. Napier Trucking, Inc., annexed to the application as a portion of Exhibit D, discloses that as of March 31, 1965, total assets to be transferred in the amount of \$155,235 were offset by liabilities and proprietary capital of \$106,568 and \$48,667, respectively, and that the highway common carrier operative rights to be acquired from Ronga Truck Company will not be capitalized.

The Commission has considered this matter and finds that: (1) the proposed sale and transfer of the certificate of public convenience and necessity would not be adverse to the public interest; (2) the money, property or labor to be procured or paid for by the issue of the stock herein authorized is reasonably required for the purpose specified herein; and (3) such purpose is not, in whole or in part, reasonably chargeable to operating expenses or to income. On the basis of these findings we conclude that the application should be granted. A public hearing is not necessary.

The action taken herein shall not be construed to be a finding of the value of the operative rights and other assets to be transferred. So far as the rights are concerned, the authorization herein granted is for the transfer of the highway common carrier certificate of public convenience and necessity only. The transfer of permitted operative rights must be the subject of a separate application or applications.

O R D E R

IT IS ORDERED that:

1. On or before December 31, 1965, Ronga Truck Company, a corporation, may sell and transfer, and Robert C. Napier Trucking, Inc. may purchase and acquire, the highway common carrier certificate of public convenience and necessity referred to in this proceeding.

2. Robert C. Napier Trucking, Inc., on or before December 31, 1965, may acquire the assets and assume the liabilities of Robert C. Napier, an individual, and for the purpose specified in the foregoing opinion, may issue not to exceed 1,946 shares of its capital stock at not less than their par value of \$25 per share.

3. Robert C. Napier Trucking, Inc. shall file with the Commission a report, or reports, as required by General Order No. 24-B, which order, insofar as applicable, is hereby made a part of this order.

4. Within thirty days after the consummation of the transfer herein authorized, Robert C. Napier Trucking, Inc. shall notify the Commission, in writing, of that fact and within said period shall file with the Commission a true copy of any bill of sale or other instrument of transfer which may be executed to effect said transfer.

5. Robert C. Napier Trucking, Inc. shall amend or reissue the tariffs on file with the Commission, naming rates and rules governing the common carrier operations herein to show that it has adopted or established, as its own, said rates and rules. The tariff filings shall be made effective not earlier than thirty days after the effective date of this order or not less than thirty days' notice to the Commission and the public, and the effective date of the tariff filings shall be concurrent with the consummation of the transfer herein authorized. The tariff filings made pursuant to this order shall comply in all respects with the regulations governing the construction and filing of tariffs set forth in the Commission's General Order No. 80-A.

6. On or before the end of the third month after the consummation of the transfer as herein authorized, Robert C. Napier Trucking, Inc. shall cause to be filed with the Commission, in such form as the Commission may prescribe, an annual report, or reports, related to the operations of Ronga Truck Company, for the period commencing with the first day of the current year to and including the effective date of the transfer.

7. The effective date of this order is the date hereof.

Dated at San Francisco, California,  
this 7th day of July, 1965.

Frederick B. Hallock  
President

John E. Mitchell

George E. Brown

Augusta

William W. Bennett  
Commissioners