

Decision No. 75597**ORIGINAL**

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of)	
)	
VICTORVILLE-BARSTOW TRUCK LINES,)	
a California corporation)	Application No. 50574
)	Petition for Modification
For authorization to issue shares)	Filed April 7, 1969
of capital stock in exchange for)	
outstanding shares pursuant to)	
Sections 816 - 830 of the Public)	
Utilities Code.)	

FIRST SUPPLEMENTAL OPINION

By Decision No. 74867, dated October 29, 1968, in the above-entitled matter, the Commission authorized Victorville-Barstow Truck Line (a) to issue certificates representing 3,360 shares of its \$10 par value common stock, and (b) on or before January 31, 1969, to issue and distribute not exceeding 33,600 shares of its \$10 par value preferred stock as a stock dividend to its shareholders. In granting such authority the Commission found that the cumulative and participating features of the preferred stock would impose unnecessarily heavy potential financial burdens upon the carrier, and required such stock to be noncumulative and nonparticipating.

The corporation requests the Commission to extend said expiration date to December 31, 1969, and to authorize the issuance of preferred stock reflecting provisions of the carrier's Articles of Incorporation as amended on or about February 17, 1969, which provisions are as follows:

- (1) The board of directors may declare dividends at a rate not to exceed 7% per annum on the par value of the Preferred shares, payable at such times as the board of directors may determine.

Dividends of 7% in any calendar year on Preferred shares are payable before any dividend in such calendar year shall be declared, paid or set apart for the Common shares.

- (2) In the event of the voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of the Preferred shares shall receive an amount equal to the par value of such shares, plus all dividends on Preferred shares which have been declared but not paid, before any amount shall be paid to the holders of the Common shares. After holders of Common shares shall have received an amount per share equal to the dividend paid on a Preferred share, the holders of Preferred shares and Common shares shall participate in the distribution of the balance of the assets of the corporation on a pro rata basis.

The foregoing provisions are identical to those contemplated by this Commission for preferred stock authorized by Decision No. 75466, dated March 25, 1969, in Application No. 50893, for B & L Truck & Transfer Co., an affiliate of Victorville-Barstow Truck Line.

After consideration the Commission finds that said preferred stock provisions eliminate the heavy potential financial burdens contained in the original application filed in this proceeding. On the basis of this finding we conclude that the petition should be granted. A public hearing is not necessary.

FIRST SUPPLEMENTAL ORDER

IT IS ORDERED that Ordering Paragraph No. 2 of Decision No. 74867, dated October 29, 1968, in the above-entitled matter, is hereby amended by changing the word "January" to "December."

IT IS FURTHER ORDERED that Ordering Paragraph No. 4, relating to the effective date of Decision No. 74867, is hereby rescinded.

The effective date of the order in Decision No. 74867
as modified by this order, and the effective date of this order,
is the date hereof.

Dated at San Francisco, California,
this 29th day of APRIL, 1969.

William J. Lyons, Jr.
President

Augusta

John B. Womsey
(K. M. Womsey)

Am. P. Co.
Commissioners