

ORIGINAL

Decision No. 76585

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of
 QUALITY WAREHOUSE AND DISTRIBUTING,
 a corporation, for authority to sell
 and transfer certain public utility
 warehouse operating authority and
 WILLIAMS WAREHOUSE AND DISTRIBUTION
 CENTER, INC., a corporation, to
 purchase and acquire said operative
 rights pursuant to Section 851, et
 seq., and Section 1052 of the
 California Public Utilities Code,
 and for authority to issue securi-
 ties.

Application No. 51437
(Filed October 20, 1969)

O P I N I O N

The applicants herein request authority to sell and transfer the public utility warehouse operating certificate owned by Quality Warehouse & Distributing, a corporation, hereinafter referred to as Quality; to Williams Warehouse and Distribution Center, Inc., a corporation, hereinafter referred to as Williams, the purchaser, and for the latter to issue and sell 5,000 shares of its \$1 par value common capital stock.

A certified copy of the Articles of Incorporation of Williams is attached to this application. Quality was incorporated on November 6, 1959, as G - K Distributing, a corporation, and a copy of its articles was filed on October 6, 1960, in Application No. 42728. The warehouse rights were transferred to G - K Distributing pursuant to authority granted by Decision No. 60882, dated October 18, 1960, and its articles were amended to show its name changed to Quality Warehouse & Distributing, and a new certificate was issued to Quality in appendix form by Decision No. 72949, dated August 22, 1967.

Applicants allege that seller is presently engaged in the conduct of the business as a public utility warehouseman for the operation and warehousing services including loading, unloading, marketing, accounting for and inventorying of manufacturers' goods, wares and merchandise in the City of Vernon. Said warehousing operations are in accordance with said Decision No. 72949, providing for the utilization of 12,000 square feet of floor space which said floor space is exclusive of the expansion permissible under Section 1051 of the Public Utilities Code of the State of California. All of said warehouse services are presently conducted by the seller at 4520 Everett Avenue, Vernon, California 90058.

The purchaser alleges that its officers and directors, Herbert Williams, President, Warren D. Williams, Vice President, and David C. Williams, Secretary-Treasurer, have engaged for many years in the business of transporting property over and along the public highways of the State of California as both a permitted and a certificated carrier with their principal office located in the City of Los Angeles.

Purchaser proposes to conduct said public utility warehouse services requested to be transferred herein at the location in the City of Vernon, where seller has and presently is conducting said public utility warehouse services, namely, 4520 Everett Avenue, Vernon, California 90058.

A. 51437 - NW/hjh */HW *

The applicant purchaser is a newly organized corporation and has heretofore engaged in no business and has submitted no financial statement. The officers and directors of buyer have had extensive experience in handling all types of merchandise in transit including handling in and out of their said terminal warehouse facilities.

The parties have executed a purchase and sale agreement dated September 8, 1969, a copy of which is attached to the application as Exhibit B, which, among other things, provides for sale of the warehouse rights for the total sum of \$500, and the purchaser also to pay all expenses in connection with the transaction, including attorney's fees.

No changes are proposed to be made in the rates which are now in effect and the purchaser proposes to file with the Commission, upon approval of this application, its tariff, naming rates and rules governing the warehouse operation herein sought that are the same as, or similar to those now filed as California Warehouse Tariff Bureau, Warehouse Tariff 28, Cal. PUC 165, dated October 13, 1959, effective November 20, 1959, issued by Jack L. Dawson, Agent, and all corrections, supplements and reissue thereof, and shall comply in all respects with the regulations governing the construction and filing of tariffs set forth in Commission's General Order No. 61-A.

A certificate of proof of service of the application upon fourteen warehousemen named in Exhibit C attached to the application is on file. The Los Angeles Warehousemen's Association

CORRECTION

CORRECTION

THIS DOCUMENT
HAS BEEN REPHOTOGRAPHED
TO ASSURE LEGIBILITY

A. 51437 - NW/hjh */EW *

The applicant purchaser is a newly organized corporation and has heretofore engaged in no business and has submitted no financial statement. The officers and directors of buyer have had extensive experience in handling all types of merchandise in transit including handling in and out of their said terminal warehouse facilities.

The parties have executed a purchase and sale agreement dated September 8, 1969, a copy of which is attached to the application as Exhibit B, which, among other things, provides for sale of the warehouse rights for the total sum of \$500, and the purchaser also to pay all expenses in connection with the transaction, including attorney's fees.

No changes are proposed to be made in the rates which are now in effect and the purchaser proposes to file with the Commission, upon approval of this application, its tariff, naming rates and rules governing the warehouse operation herein sought that are the same as, or similar to those now filed as California Warehouse Tariff Bureau, Warehouse Tariff 28, Cal. PUC 165, dated October 13, 1959, effective November 20, 1959, issued by Jack L. Dawson, Agent, and all corrections, supplements and reissue thereof, and shall comply in all respects with the regulations governing the construction and filing of tariffs set forth in Commission's General Order No. 61-A.

A certificate of proof of service of the application upon fourteen warehousemen named in Exhibit C attached to the application is on file. The Los Angeles Warehousemen's Association

has notified the Commission by letter on file dated October 24, 1969 stating that it has no objection to the application.

The application was listed on the Commission's Daily Calendar of October 22, 1969. No protest has been received.

The applicant Williams proposes to issue 2,500 shares of stock each to Herbert Williams and David C. Williams at \$1.00 per share and requests an order authorizing issuance of such securities for obtaining funds to defray certain organization expenses.

After consideration the Commission finds that the proposed transfer would not be adverse to the public interest. A public hearing is not necessary.

The money, property or labor to be procured or paid for by the issue of the stock herein authorized is reasonably required for the purposes specified herein, and such purposes are not, in whole or in part, reasonably chargeable to operating expenses or to income.

The authorization herein granted shall not be construed as a finding of the value of the rights herein authorized to be transferred.

O R D E R

IT IS ORDERED that:

1. On or before March 1, 1970, Quality Warehouse & Distributing, a corporation, may sell and transfer, and Williams Warehouse and Distribution Center, Inc., a corporation, may purchase and acquire, the operative rights and property referred to in the application.

2. Within thirty days after the consummation of the transfer herein authorized, purchaser 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.

3. Purchaser shall amend or reissue the tariffs on file with the Commission, naming rates and rules governing the warehouse 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 ten days after the effective date of this order on not less than ten 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. 61-A. Failure to comply with and observe the provisions of General Order No. 61-A may result in a cancellation of the operating authority granted by this decision.

4. On or before the end of the third month after the consummation of the transfer as herein authorized, purchaser 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 the seller for the period commencing with the first day of the current fiscal year to and including the effective date of the transfer.

5. In the event the transfer authorized in paragraph 1 hereof is consummated, a certificate of public convenience and necessity is granted to Williams Warehouse and Distribution Center, Inc., a corporation, as a public utility warehouseman, as defined in Section 239(b) of the Public Utilities Code, for the operation of storage or warehouse floor space as set forth in Appendix A attached hereto and made a part hereof.

6. The certificate of public convenience and necessity granted in paragraph 5 of this order shall supersede the certificate of public

convenience and necessity granted by Decision No. 72949, which certificate is revoked effective concurrently with the effective date of the tariff filings required by paragraph 3 hereof.

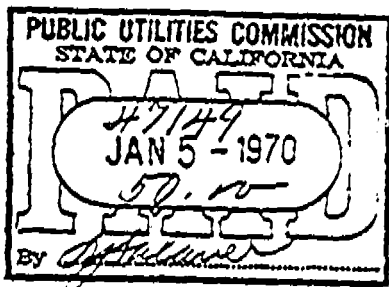
7. Within thirty days after the transfer herein authorized is consummated, purchaser shall file a written acceptance of the certificate. Purchaser is placed on notice that, if it accepts such certificate, it will be required, among other things, to file annual reports of its operations.

8. Williams Warehouse and Distribution Center, Inc., a corporation, may issue and sell, at par, not exceeding 5,000 shares of its \$1 par value common capital stock, and shall use the proceeds for the purposes specified in the application.

9. Williams Warehouse and Distribution Center, 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.

The authority herein granted to issue stock will become effective when Williams Warehouse and Distribution Center, Inc. has paid the minimum fee prescribed by Section 1904.1 of the Public Utilities Code, which fee is \$50. In other respects the effective date of this order shall be twenty days after the date hereof.

Dated at San Francisco, California, this 23rd day of DECEMBER, 1969.



William Lyman B.
President

[Signature]

[Signature]
James L. Sturgeon
Commissioners

WILLIAMS WAREHOUSE
AND DISTRIBUTION CENTER, INC.
(a corporation)

Williams Warehouse and Distribution Center, Inc., a corporation, by authority of the decision noted in the margin, is authorized to operate as a public utility warehouseman as defined in Section 239(b) of the Public Utilities Code as follows:

<u>Location</u>	<u>Number of Square Feet of Floor Space</u>
Vernon	12,000

(The floor space shown above is exclusive of the expansion permissible under Section 1051 of the Public Utilities Code.)

End of Appendix A

Issued by California Public Utilities Commission.

Decision No. 76585 Application No. 51437.