

Decision 90 05 005 MAY 04 1990

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA.

Application of the Sonoma County  
Airport Express, Inc., a California  
passenger stage corporation, to  
transfer control from Raymond and  
Olivia Neese to Howard and Janet  
Emigh.

**ORIGINAL**  
Application 90-01-010  
(Filed January 5, 1990)

O P I N I O N

Sonoma County Airport Express (applicant) is a passenger stage corporation holding authority granted by Decision (D.) 92624 in Application (A.) 59957 and D.93607 in A.60350. Applicant's certificate of public convenience and necessity authorizes the transportation of passengers and their baggage from points in Sonoma County to San Francisco International Airport.

Applicant requests authority to transfer control of the corporation from Raymond and Olivia Neese, owners of all outstanding shares of corporate stock, to Howard and Janet Emigh (transferees).

Transferees are the uncle and aunt of Raymond Neese, and have been involved in the management of applicant for five years. Howard Emigh has acted as applicant's vice-president and general manager for four years. Janet Emigh has acted as assistant manager for three years. The proposed transaction would involve transfer of all outstanding 110,000 shares of corporate stock to Howard and Janet Emigh, in exchange for \$600,000. The transaction involves issuance by transferees of a 30-year note at 10% interest, with monthly payments, including principal and interest, of \$5,265.43.

A balance sheet for applicant dated November 30, 1989 shows current assets of \$83,659, fixed assets of \$526,550, and total assets of \$611,904. Total liabilities amount to \$516,780, total shareholders' equity to \$95,124.

An income statement for applicant for the 11-month period ended November 30, 1989 shows total revenues of \$1,486,344, and a net income after provision for income taxes of \$95,878.

A personal financial statement of transferees shows, as of November 30, 1989, total assets of \$363,223, and a net worth of \$166,437. Transferees had a total personal income from Sonoma County Airport Express, Inc. during the 11-month period ended November 30, 1989 of \$132,000.

Notice of the application appeared in the Commission's Daily Transportation Calendar of January 9, 1990. No protests have been received.

We find that transferees are qualified to perform the service now being provided by transferor, and that there will be continuity of operations and service, if the application is granted, since the transferees are and have been involved in the everyday operations of applicant for several years. We conclude that the application should be granted.

#### Findings of Fact

1. Applicant is operating as a passenger stage corporation pursuant to a certificate of public convenience and necessity issued by this Commission.

2. Applicant requests authority, pursuant to Public Utilities Code § 854, to transfer control of the corporation from Raymond and Olivia Neese, who own all of applicant's outstanding shares of stock, to Howard and Janet Emigh.

3. Howard and Janet Emigh have the financial resources and experience necessary to continue performance of the operations presently conducted by applicant.

#### Conclusions of Law

1. The proposed transfer of control is in the public interest and should be authorized. A public hearing is not necessary.

2. Since Howard and Janet Emigh are already involved with the operation of Sonoma County Airport Express, Inc. and this matter is noncontroversial, the order should be effective on the date of signature.

Only the amount paid to the State for operative rights may be used in rate fixing. The State may grant any number of rights and may cancel or modify the monopoly feature of these rights at any time.

ORDER

IT IS ORDERED that:

1. By July 1, 1990 Raymond and Olivia Neese may transfer their outstanding shares of stock in Sonoma County Airport Express, Inc. to Howard and Janet Emigh, in accordance with the terms of sale and payment set forth in the application and as recited in this decision.

2. Sonoma County Airport Express, Inc. shall continue to assess fares no higher than those presently named in its tariff until such time as increases in those fares may be authorized by this Commission.

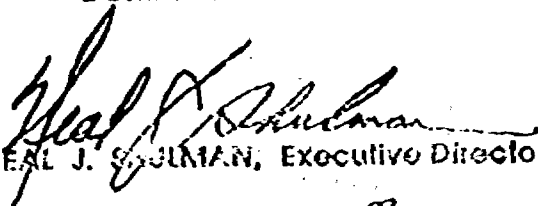
3. Howard and Janet Emigh shall file with the Commission written notice of the transfer of the outstanding shares from Raymond and Olivia Neese within 15 days after the transaction authorized herein has consummated.

This order is effective today.

Dated MAY 04 1990, at San Francisco, California.

G. MITCHELL WILK  
President  
FREDERICK R. DUDA  
STANLEY W. HULETT  
JOHN B. OHANIAN  
PATRICIA M. ECKERT  
Commissioners

I CERTIFY THAT THIS DECISION  
WAS APPROVED BY THE ABOVE  
COMMISSIONERS TODAY

  
NEAL J. SCHULMAN, Executive Director