CAS/HX

5

ORIGINAL

Decision No. 87486

June 21, 1977

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

		, ,
	In the Matter of the Application) of: (a) INTERAMERICAN STAR TRUCK AND) WAREHOUSE CORPORATION, a Cali- fornia corporation, for authority) to transfer its certificated) highway common carrier rights to) INTERAMERICAN PUBLIC DISTRIBUTION) CORPORATION, a California corpor-) ation;	
•	(b) PUELIC DISTRIBUTION CORPORA-) TION, a California corporation,) for authority to transfer a) portion of its certificated high-) way common carrier rights to) INTERAMERICAN STAR TRUCK AND) WAREHOUSE CORPORATION, a Cali- fornia corporation, and a portion) of its certificated highway common carrier rights to INTER- AMERICAN PUBLIC DISTRIBUTION COR- PORATION, a California corpora- tion;	Application No. 57077 (Filed February 14, 1977) (Amended March 28, 1977)
	(c) PUBLIC DISTRIBUTION CORPORA- TION, a California corporation, for authority to remove "Vernon" warehouse and substitute Com- merce, California when transfer- ring a portion of its certifi- cated highway common carrier rights to INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION, a California corporation; and	
	(d) INTERAMERICAN PUBLIC DISTRI- BUTION CORPORATION, a California corporation, for a Certificate of public Convenience and Necessity extending highway common carrier service under the certificates it seeks to acquire pursuant to the instant application.	;] ;

OPINIO1

By their joint application, as amended, Interamerican Star Truck and Warehouse Corporation (STAR) and Public Distribution Corporation (PUELIC), both California corporations, seek authority for the transfer of all or portions of their respective certificates of public convenience and necessity, as highway common carriers, to Interamerican Public Distribution Corporation (INTER-AMERICAN). The latter also seeks approval of certain proposed modifications and extensions in the authorities to be transferred as more fully explained below. PUBLIC also proposes to sell a portion of its certificate to STAR.

According to applicants' proposal, all of the existing intrastate highway common carrier certificate now held by STAR is to be transferred to INTERAMERICAN; a portion of the certificate held by PUBLIC would be transferred to INTERAMERICAN and the other portion thereof to STAR as indicated below:

1. INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION (STAR)

Decision 81152 dated March 13, 1973 in Application 58843. Certificate authorizes the transportation of General Commodities between points in the Los Angeles Basin Territory (excluding Hemet). 5

STAR proposes to transfer this entire certificate to INTERAMERICAN and the latter would add service to and from the City of San Diego, but would exclude service at all intermediate points.

2. PUBLIC DISTRIBUTION CORPORATION (PUBLIC)

Decision 85309 of January 6, 1976, as amended by Decision 85447 of February 10, 1976 in Application 55545, authorizes the following transportation:

(a) General Commodities between carrier's public warehouse in Vernon and all points in the Los Angeles Basin Territory.

(b) Specific Commodities between all points in the Los Angeles Drayage Area; also between points in said drayage area and the cities of Long Beach, Burbank, Culver City, Van Nuys, Glendale, San Pedro, San Diego, Montebello and Santa Ana.

(c) Specific Commodities between Los Angeles and Long Beach Harbors and points in the Los Angeles Metropolitan Zones Area.

PUBLIC proposes to transfer portion (a) of this certificate to STAR (as an in-lieu certificate) substituting the City of Commerce (for Vernon) and eliminating the "warehouse origin" restriction.

PUBLIC also proposes to combine and transfer portions (b) and (c) of this certificate to INTERAMERICAN (the new company) as well as extending the authority to include "General Commodities".

PUBLIC will remain in business only as a lessor of equipment, leasing its equipment to INTERAMERICAN.

STAR and PUBLIC also operate under various permits issued by this Commission, as well as under Interstate Commerce Commission authorities covering their coextensive interstate operations wholly within California. They each will file corresponding applications with the Interstate Commerce Commission for transfer of their coextensive interstate operating authorities. INTERAMERICAN does not currently hold any operating authority from this Commission.

Attached to the application and identified as Exhibit "E-1" is an "Agreement of Sale" between STAR and INTERAMERICAN entered into by said parties on July 24, 1976 for the purchase by the latter of the assets, business and goodwill of STAR. The agreement shows that the purchase price for all of STAR's assets involved in the sale to INTERAMERICAN is \$434,000, plus interest at eight (3) percent per annum, payable to STAR in sixty (60) equal monthly installments of \$8,800 each.

-3-

1

 Exhibit "E-2" attached to the application is a "Lease Agreement", executed on September 7, 1976, which shows that PUBLIC, as lessor, has agreed to lease all of its trucks, autos, machinery, equipment and other property described therein to INTERAMERICAN, as lessee, for an agreed monthly rental charge in the amount of \$4,290.12.

In the interest of clarification and summation of the overall purpose and intent of the joint proposal, the following portion of a letter dated April 26, 1977 received from counsel for all of the applicants is quoted as follows:

> "... the agreements furnished as Exhibits ... relate solcly to the sale or lease of physical assets. There are no written agreements between any of the parties with respect to the operating rights themselves. Rather, the operating rights are being transferred pursuant to oral understanding between each of the parties, contingent upon approval of this application by the Public Utilities Commission. Further, the parties view the various transactions involving physical assets and operating rights as one, integrated, correlated plan of corporate reorganization, and the application, as amended, involves primarily the substitution of certain affiliated organizations for the present certificate holders and operators."

According to the application, INTERAMERICAN proposes to perform highway common carrier service in intrastate, interstate and foreign commerce wholly within California based on a combination of (1) the entire authority now held by STAR, and (2) that portion of the authority (Paragraphs 2 and 3 of Appendix A of Decision 85447) now held by PUELIC, all of which authority has previously been registered with the Interstate Commerce Commission.

INTERAMERICAN intends to perform a complete common carrier (and warehouse) service for the customers of both STAR and PUBLIC. The proposed combination of PUBLIC's "Special commodity authority" with that of STAR's broader "General commodity authority", as well as some geographical modifications therein, will serve to

-4-

n

eliminate operational difficulties which INTERAMERICAN would likely encounter as a result of a non-uniform operating authority differing both as to commodities handled and geographically as to points served.

Besides the existing growth of commerce factor in the combined service area, INTERAMERICAN asserts that the proposed extended commodity and service authority is a logical extension of the individual rights of STAR and PUBLIC and will allow INTER-AMERICAN to provide an expedited service throughout a broader area while achieving better fuel usage and equipment utilization.

That portion of PUBLIC's general commodity certificate, which is proposed to be transferred to STAR and restated as an in-lieu certificate, would remain unchanged except that it would substitute the City of Commerce for the carrier's present warehouse location in Vernon in connection with movements to or from all other points in the Los Angeles Basin Territory.

INTERAMERICAN'S balance sheet of September 7, 1976 shows assets of \$640,350, liabilities of \$440,350 and net worth of \$200,000. Assets of \$836,143, liabilities of \$276,715 and net worth of \$559,428 are reported by STAR in its balance sheet of July 31, 1976.

Upon approval of these transfers and the consummation thereof, INTERAMERICAN proposes to adopt the highway common carrier tariffs currently published by Western Motor Tariff Bureau, Inc., Agent, for the account of both STAR and PUBLIC. Similarly, STAR proposes to adopt the same bureau tariffs in which PUBLIC now participates.

The applicants request a waiver from the provisions of the Commission's Rules of Practice and Procedure which require wide dissemination of such applications as they believe no other motor carrier interests will be affected by these transactions. Applicants also request the Commission to approve the transactions involved herein by issuing its exparte order as expeditiously as possible.

-5-

Copies of the application and its amendment were mailed to the California Trucking Association and notice of the filing of the application and its amendment appeared in the Commission's Daily Calendar of February 16 and March 30, 1977, respectively. No protests to the application, as amended, have been received. A copy of the Notice of Filing of the transfer application with this Commission, together with a copy of INTERAMERICAN's proposed intrastate "in-lieu" certificate which results in an extension of authority, has been filed with the Interstate Commerce Commission and notice thereof appeared in the Federal Register on May 5, 1977.

After consideration, the Commission finds that: 1. The proposed sale and transfer of the certificated operating rights and equipment by STAR to INTERAMERICAN and the encumbrance of such operating rights and property would not be adverse to the public interest.

2. The proposed sale and transfer of designated portions of its certificated operating rights by PUBLIC to STAR and to INTER-AMERICAN would not be adverse to the public interest.

3. The proposed temporary equipment lease agreement between PUBLIC (lessor) and INTERAMERICAN (lessee) would not be adverse to the public interest.

4. The equipment herein authorized to be sold or leased is no longer necessary or useful in the performance of the obligations of STAR or PUBLIC, respectively, to serve the public under their respective operating authorities herein proposed to be transferred.

5. Public convenience and necessity require that INTER-AMERICAN and STAR be authorized to engage in operations in intrastate commerce as proposed in the application, as amended, and also require that they each be authorized to engage in operations in interstate and foreign commerce within limits which do not exceed the scope of their respective intrastate operations authorized by this decision.

6. The requested waiver from this Commission's Rules of Practice and Procedure should be authorized.

-6-

7. In order to facilitate the exercise of the authority sought by PUELIC and INTERAMERICAN to enter into the proposed lease, the order herein should be made effective on the date hereof because there is no reason to delay granting the relief sought.

The Commission concludes that the application, as amended, should be granted as set forth in the ensuing order and that the effective date thereof should be the date on which it is signed. A public hearing is not necessary. The order which follows will provide for, in the event the transfers are completed, the revocation of the intrastate certificates now held by STAR and PUBLIC, and the issuance of in-lieu certificates, in appendix form, to both INTERAMERICAN and STAR. The territorial descriptions or routes of the authorities granted reflect the names of redesignated highways and roads and do not in any way exceed the geographical scope of the proposed operations as published in the Federal Register.

INTERAMERICAN and STAR are placed on notice that operative rights, as such, do not constitute a class of property which may be capitalized or used as an element of value in rate fixing for any amount of money in excess of that originally paid to the State as the consideration for the grant of such rights. Aside from their purely permissive aspect, such rights extend to the holder a full or partial monopoly of a class of business. This monopoly feature may be modified or canceled at any time by the State which is not, in any respect, limited as to the number of rights which may be given. The authorization granted shall not be construed as a finding of the value of the rights to be transferred nor of the properties authorized to be transferred or leased.

O R D E R

IT IS ORDERED that:

1. On or before December 1, 1977, INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION may transfer all, and PUBLIC DISTRIBUTION

-7-

CORPORATION may transfer a portion, of their respective operative rights referred to in the application, as amended, to INTERAMERICAN PUBLIC DISTRIBUTION CORPORATION, transferee.

2. On or before December 1, 1977, PUBLIC DISTRIBUTION CORPORATION may transfer the other portion of its operative rights referred to in the application, as amended, to INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION, transferee.

3. Within thirty days after the transfers, each transferee shall file with the Commission a written acceptance of its certificate and a true copy of the bill of sale or other instrument of transfer.

4. Transferees shall amend or reissue the tariffs on file with the Commission, naming rates and rules governing the authorities granted by this decision to show that they have adopted or established, as their own, the rates and rules. The tariff filings shall be made effective not earlier that ten days after the effective date of this order on not less than ten day's notice to the Commission and the public, and the effective date of the tariff filings shall be concurrent with the transfer. 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 80-Series. Failure to comply with the provisions of General Order 80-Series may result in a cancellation of the operating authorities granted by this decision.

5. In the event the transfers authorized in paragraphs 1 and 2 are completed, effective concurrently with the effective date of the tariff filings required by paragraph 4, certificates of public convenience and necessity are granted to (a) INTER-AMERICAN PUBLIC DISTRIBUTION CORPORATION, and (b) INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION, authorizing each of them

-8-

to operate as a highway common carrier, as defined in Section 213 of the Public Utilities Code, between the points particularly set forth in Appendices A and B, respectively, attached hereto and made a part hereof.

6. The certificates of public convenience and necessity granted or amended by Decisions 81152, 85309 and 85447 are hereby revoked effective concurrently with the effective date of the tariff filings required by paragraph 4.

7. Transferees shall comply with the safety rules administered by the California Highway Patrol and the insurance requirements of the Commission's General Order 100-Series.

3. Transferees shall maintain their accounting records on a calendar year basis in conformance with the applicable Uniform System of Accounts or Chart of Accounts as prescribed or adopted by this Commission and shall file with the Commission, on or before April 30 of each year, an annual report of their operations in such form, content and number of copies as the Commission, from time to time, shall prescribe.

9. Transferees shall comply with the requirements of the Commission's General Order 84-Series for the transportation of collect on delivery shipments. If they elect not to transport collect on delivery shipments, they shall make the appropriate tariff filings as required by the General Order.

10. Transferees are granted a deviation from the Commission's Rules of Practice and Procedure to the extent requested in the application, as amended.

11. On or after the effective date of this order and on or before December 1, 1977, for the purposes specified in this proceeding, INTERAMERICAN PUBLIC DISTRIBUTION CORPORATION, transferce, may issue an evidence of indebtedness in the principal amount of not exceeding \$434,000 and may execute and deliver an encumbering document, which document shall be in substantially the same form as that attached to the application.

-9-

\$ 2

12. The authority granted by this order to issue an evidence of indebtedness and to execute and deliver an encumbering document will become effective when the issuer has paid the fee prescribed by Section 1904(b) of the Public Utilities Code, which fee is \$868. In other respects, the effective date of this order is the date hereof.

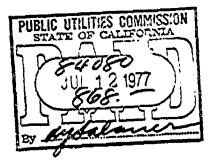
Dated at <u>San Francisco</u>, California, this <u>2137</u> day of <u>JUNE</u> 1, 1977.

Presiden willin

Commissioners

ł.

Commissioner Robert Batinovich, being necessarily absent, did not participate in the disposition of this proceeding.



ł

11.1

INTERAMERICAN PUBLIC DISTRIBUTION CORPORATION (a California corporation)

Original Page 1

Interamerican Public Distribution Corporation, by the ceruificate of public convenience and necessity granted by the decision noted in the margin, is authorized to conduct operations as a highway common carrier, as defined in Section 213 of the Public Utilities Code, for the following transportation:

- A. GENERAL COMMODITIES, with exceptions hereinafter noted, between all points and places in the Los Angeles Basin Territory (excluding Hemet), as described in Note A, and between all points and places in said Los Angeles Basin Territory (excluding Hemet), on the one hand, and, on the other, the City of San Diego, serving no intermediate points.
- B. CENERAL CONTODITIES, with exceptions hereinafter noted, between Los Angeles and Long Beach Harbors and points and places in the Los Angeles Metropolitan Zones Area, as described in Note B.
- C. <u>RESURICTION</u>: Carrier shall not tack or join the authorities granted in Paragraphs A and B above.
- D. Except that pursuant to the authority herein granted, carrier shall not transport any shipments of: (See note below)
 - 1. Used household goods, personal effects and office, store and institution furniture, fixtures and equipment not packed in salesmen's hand sample cases, suitcases, overnight or boston bags, brief cases, hat boxes, valises, traveling bags, trunks, lift vans, barrels, boxes, cartons, crates, cases, baskets, pails, kits, tubs, drums, bags (jute, cotton, burlap or gunny) or bundles (completely wrapped in jute, cotton, burlap, gunny, fibreboard, or straw matting).
 - 2. Automobiles, trucks and buses, viz.: new and used, finished or unfinished passenger automobiles (including jeeps), ambulances, hearses

Issued by California Public Utilities Commission. Decision 87486, Application 57077.

INTERAMERICAN PUBLIC DISTRIBUTION CORPORATION (a California corporation) Original Page 2

1

and taxis, freight automobiles, automobile chassis, trucks, truck chassis, truck trailers, trucks and trailers combined, buses and bus chassis.

- 3. Livestock, viz.: barrows, boars, bulls, butcher hogs, calves, cattle, cows, dairy cattle, ewes, feeder pigs, gilts, goats, heifers, hogs, kids, lambs, oxen, pigs, rams (bucks), sheep, sheep camp outfits, sows, steers, stags, swine or wethers.
- 4. Liquids, compressed gases, commodities in semiplastic form and commodities in suspension in liquids in bulk, in tank trucks, tank trailers, tank semitrailers or a combination of such highway vehicles.
- 5. Commodities when transported in bulk in dump-type trucks or trailers or in hopper-type trucks or trailers.
- 6. Commodities when transported in motor vehicles equipped for mechanical mixing in transit.
- 7. Commodities requiring the use of special refrigeration or temperature control in specially designed and constructed refrigerator equipment.
- 8. Explosives subject to U.S. Department of Transportation Regulations governing the Transportation of Hazardous Materials.
- <u>NOTE:</u> These commodity exceptions do not apply to transportation performed between Los Angeles, Wilmington and San Pedro.
- E. In performing the service herein authorized, carrier may make use of any and all streets, roads, highways and bridges necessary or convenient for the performance of said service.

, Application 57077.

Issued by California Public Utilities Commission.

87486

......

Decision

plosive

•

INTERAMERICAN PUBLIC DISTRIBUTION CORPORATION (a California corporation)

Original Page 3

NOTE A

LOS ANGELES BASIN TERRITORY (Excluding Hemet)

Los Angeles Basin Territory (excluding Hemet) includes that area embraced by the following boundary: Beginning at the point the Ventura County-Los Angeles County Boundary Line intersects the Pacific Ocean; thence northeasterly along said county line to the point it intersects State Highway 118, approximately two miles west of Chatsworth; easterly along State Highway 118 to Sepulveda Boulevard; northerly along Sepulveda Boulevard to Chatsworth Drive; northeasterly along Chatsworth Drive to the corporate boundary of the City of San Fernando; westerly and northerly along said corporate boundary of the City of San Fernando to Maclay Avenue; northeasterly along Maclay Avenue and its prolongation to the Angeles National Forest Boundary; southeasterly and easterly along the Angeles National Forest and San Bernardino Hational Forest Boundary to Mill Creek Road (State Highway 38); westerly along Mill Creek Road to Bryant Street; southerly along Bryant Street to and including the unincorporated community of Yucaipa; westerly along Yucaipa Boulevard to Interstate Highway 10; northwesterly along Interstate Highway 10 to Redlands Boulevard; northwesterly along Redlands Boulevard to Earton Road; westerly along Barton Road to La Cadena Drive; southerly along La Cadena Drive to Iowa Avenue; southerly along Iowa Avenue to State Highway 60; southeasterly along State Highway 60 and U.S. Highway 395 to Nuevo Road; easterly along Nuevo Road via Nuevo and Lakeview to State Highway 79; southerly along State Highway 79 to State Highway 74; thence westerly to the corporate boundary of the City of Hemet; southerly, westerly and northerly along said corporate boundary to The Atchiscn, Topeka & Santa Fe right-of-way; southerly along said right-of-way to Washington Road; southerly along Washington Road through and including the unincorporated community of Winchester to Benton Road; westerly along Benton Road to Winchester Road (State Highway 79) to Jefferson Avenue; southerly along Jefferson Avenue to U.S. Highway 395; southerly along U.S. Highway 395 to the Riverside County-San Diego County Boundary Line; westerly along said boundary line to the Orange County-San Diego County Boundary Line; southerly along said boundary line to the Pacific Ocean; northwesterly along the shoreline of the Pacific Ocean to point of beginning, including the point of March Air Force Base.

Issued by California Public Utilities Commission.

Decision 87486, Application 57077.

INTERAMERICAN PUBLIC DISTRIBUTION CORPORATION (a California corporation) Original Page 4

NOTE B

LOS ANGELES METROPOLITAN ZONES AREA

Beginning at the intersection of State Highway 1 and State Highway 27; thence northwesterly along State Highway 27 to Mulholland Drive in Woodland Hills; northwesterly and along the city limits of Los Angeles to a westerly prolongation of Van Owen Street near Canoga Park; northerly along the city limits of Los Angeles to the prolongation of an imaginary line due west of the intersection of Rinaldi Street and Zelzah Avenue; easterly along such imaginary line to Balboa Boulevard; northerly along Balboa Boulevard to San Fernando Road; northwesterly along San Fernando Road to the intersection of San Fernando Road and the city limits of Los Angeles near Sylmar; northeasterly and along the city limits of Los Angeles to the boundary of the Angeles National Forest; easterly and south-erly along the boundary of the Angeles National Forest to the San Bernardino County Line, southwesterly and southerly along the San Bernardino County Line to Carbon Canyon Road; southwesterly along Carbon Canyon Road to Olinda Drive; southerly along an imaginary line to the intersection of Ohio Street and Oriente Drive; southerly along Ohio Street to Mountain View Avenue; southeasterly along Mountain View Avenue to Orchard Drive; southerly along Orchard Drive and Kellogg Drive to Orangethorpe Avenue; easterly along Orangethorpe Avenue to State Highway 90; southerly along State Highway 90 to Canyon Road and Chapman Avenue; southeasterly along Santiago Canyon Road and Chapman Avenue; southeasterly along Santiago Canyon Road to Peters Canyon Road; southerly along Peters Canyon Road to Irvine Boulevard; southeasterly along Irvine Boulevard to Sand Canyon Avenue; southwesterly along Sand Canyon Avenue to Interstate Highway 5; southeasterly along Interstate Highway 5 to State Highway 133; southerly along State Highway 133 to Laguna Canyon Road; southwesterly along an imaginary line to the intersection of Muddy Canyon and the shoreline of the Pacific Ocean between the cities of Newport Beach and Laguna Beach; northwesterly, westerly and northerly along the shoreline of the Pacific Ocean to a point directly south of the intersection of State Highway 1 and State Highway 27; northerly along an imaginary line to point of beginning.

(END OF APPENDIX A)

Issued by California Public Utilities Commission.

Decision 87486

, Application 57077.

Original Page 1

Appendix B

INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION (a California corporation)

Interamerican Star Truck & Warehouse Corporation, by the certificate of public convenience and necessity granted by the decision noted in the margin, is authorized to conduct operations as a highway common carrier, as defined in Section 213 of the Public Utilities Code, for the following transportation:

GENERAL COMMODITIES between the City of Commerce and all points and places in the Los Angeles Basin Territory as described in Note A:

Except that pursuant to the authority herein granted, carrier shall not transport any shipments of:

- 1. Used household goods, personal effects and office, store and institution furniture, fixtures and equipment not packed in salesmen's hand sample cases, suitcases, overnight or boston bags, brief cases, hat boxes, valises, traveling bags, trunks, lift vans, barrels, boxes, cartons, crates, cases, baskets, pails, kits, tubs, drums, bags (jute, cotton, burlap or gunny) or bundles (completely wrapped in jute, cotton, burlap, gunny, fibreboard, or straw matting).
- Automobiles, trucks and buses, viz.: new and used, finished or unfinished passenger automobiles (including jeeps), ambulances, hearses and taxis, freight automobiles, automobile chassis, trucks, truck chassis, truck trailers, trucks and trailers combined, buses and bus chassis.
- 3. Livestock, viz.: barrows, boars, bulls, butcher hogs, calves, cattle, cows, dairy cattle, ewes, feeder pigs, gilts, goats, heifers, hogs, kids, lambs, oxen, pigs, rams (bucks), sheep, sheep camp outfits, sows, steers, stags, swine or wethers.

Issued by California Public Utilities Commission. Decision 87486, Application 57077.

÷.

Original Page 2

1.5

INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION (a California corporation)

- 4. Liquids, compressed gases, commodities in semiplastic form and commodities in suspension in liquids in bulk, in tank trucks, tank trailers, tank semitrailers or a combination of such highway vehicles.
- 5. Commodities when transported in bulk in dump-type trucks or trailers or in hopper-type trucks or trailers.
- 6. Commodities when transported in motor vehicles equipped for mechanical mixing in transit.
- 7. Portland or similar cements, in bulk or packages, when loaded substantially to capacity of motor vehicle.
- 8. Logs.
- 9. Articles of extraordinary value.
- 10. Trailer coaches and campers, including integral parts and contents when the contents are within the trailer coach or camper.
- 11. Commodities requiring the use of special refrigeration or temperature control in specially designed and constructed refrigerator equipment.
- 12. Explosives subject to U. S. Department of Transportation Regulations governing the Transportation of Hazardous Materials.

NOTE A

LOS ANGELES BASIN TERRITORY

Los Angeles Basin Territory includes that area embraced by the following boundary: Beginning at the point the Ventura County-Los Angeles County Boundary Line intersects the Pacific Ocean; thence northeasterly along said county line to the point it intersects State Highway 118, approximately two miles west of Chatsworth;

Issued by California Public Utilities Commission. Decision 87486, Application 57077. Appendix B

Original Page 3

INTERAMERICAN STAR TRUCK AND WAREHOUSE CORPORATION (a California corporation)

easterly along State Highway 118 to Sepulveda Boulevard; northerly along Sepulveda Boulevard to Chatsworth Drive; northeasterly along Chatsworth Drive to the corporate boundary of the City of San Fernando; westerly and northerly along said corporate boundary of the City of San Fernando to Maclay Avenue; northeasterly along Maclay Avenue and its prolongation to the Angeles National Forest Boundary; southeasterly and easterly along the Angeles National Forest and San Bernardino National Forest Boundary to Mill Creek Road (State Highway 38); westerly along Mill Creek Road to Bryant Street; southerly along Bryant Street to and including the unincorporated community of Yucaipa; westerly along Yucaipa Boulevard to Interstate Highway 10; northwesterly along Interstate Highway 10 to Redlands Boulevard; northwesterly along Redlands Boulevard to Barton Road; westerly along Barton Road to La Cadena Drive; southerly along La Cadena Drive to Iowa Avenue; southerly along Iowa Avenue to State Highway 60; southeasterly along State Highway 60 and U.S. Highway 395 to Nuevo Road; easterly along Nuevo Road via Nuevo and Lakeview to State Highway 79; southerly along State Highway 79 to State Highway 74; thence westerly to the corporate boundary of the City of Hemet; southerly, westerly and northerly along said corporate boundary to The Atchison, Topeka & Santa Fe right-of-way; southerly along said right-of-way to Washington Road; southerly along Washington Road through and including the unincorporated community of Winchester to Benton Road; westerly along Benton Road to Winchester Road (State Highway 79) to Jefferson Avenue; southerly along Jefferson Avenue to U.S. Highway 395; southerly along U.S. Highway 395 to the Riverside County-San Diego County Boundary Line; westerly along said boundary line to the Orange County-San Diego County Boundary Line; southerly along said boundary line to the Pacific Ocean; northwesterly along the shoreline of the Pacific Ocean to point of beginning, including the point of March Air Force Base.

(END OF APPENDIX B)

Issued by California Public Utilities Commission.

Decision 87486, Application 57077.