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Decision No. 90573 JUL 17 1979

ORIGINAL

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Lee G. Gale, an individual,  
Complainant,

vs.

Kenneth Teel, Martha Anne  
Teel and David L. Ray,  
individuals,

Defendants.

Case No. 10227  
(Filed December 30, 1976)

In the Matter of the Application  
of KENNETH TEEL and MARTHA ANN  
TEEL, individuals, to control  
PYRAMID COMMODITIES, a corporation  
and a cement carrier and highway  
permit carrier.

Application No. 57121  
(Filed March 3, 1977)

ORDER APPROVING SURRENDER OF STOCK  
AND DISMISSING PENDING PROCEEDINGS

Kenneth Teel and Martha Anne Teel (Teels), Lee G. Gale (Gale), and David L. Ray (Ray) having jointly petitioned the Commission, and good cause appearing therefor, the Commission now finds as follows:

Findings of Fact

1. The parties hereto have entered into a Settlement Agreement, a copy of which is attached to the Joint Petition.
2. Gale, individually or together with his wife, is the owner of at least 50 percent of the issued and outstanding stock of Pyramid Commodities, a California corporation, and Cal-Pac Industries, a California corporation.

3. Pyramid Commodities and Cal-Pac Industries are public utilities whose operations are subject to the jurisdiction of this Commission.

4. On or about June 21, 1977, the Commission issued an Interim Opinion and Interim Order in D.87478 which provided, among other things, that a prior transfer of stock of Pyramid Commodities by Gale to Kenneth Teel is void and that the Teels and Ray shall cease and desist from any act of control or management over the business and affairs of Pyramid Commodities.

5. Pursuant to said Settlement Agreement, the Teels have agreed to surrender, release, relinquish, and quitclaim to Gale and his wife, for cancellation on the books and records of the corporations, all of their right, title, and interest in their share certificates for their issued and outstanding stock of Pyramid Commodities and Cal-Pac Industries, together with a duly executed stock assignment separate from certificates.

6. Said settlement agreement contains the following conditions, among other things:

"Concurrently with the execution of this Agreement, the parties hereto and in the civil action in the Los Angeles Superior Court No. C166724 will execute a Joint Petition For Orders Approving Settlement Agreement, Authorizing Final Distribution of Receivership Estate, Declaring Cal-Pacific Industries Wound Up and Dissolved and Discharging Receiver.

"Concurrently with the execution of this Agreement, the parties hereto who are also parties to the proceedings pending before the PUC will execute and present to the PUC a Joint Petition to Approve Surrender of Stock and To Dismiss Pending Proceedings. In the event further petitions, applications, evidence and/or hearings before the PUC are required in order to obtain PUC approval of the surrender of stock by the Teels the Gales will prepare such further applications, petitions, evidence and/or hearings and the Teels and Ray will cooperate in connection therewith. The parties will bear their own costs and expenses incurred in connection with such further proceedings.

"In the event either the Los Angeles Superior Court, or the PUC fails, within 60 days from the date of execution hereof, to grant the Petitions in toto, this Agreement, including, but not limited to the Releases contained herein, will not be effective for any purpose, and any party hereto may seek to have any partial approvals or dismissals and any performance hereunder withdrawn or rescinded."

7. It is in the interest of all parties to the above-captioned proceedings, the Commission, and the public that the surrender of stock and dismissal of the above-captioned proceedings be approved by the Commission, and that the order be made effective immediately.

IT IS ORDERED that:

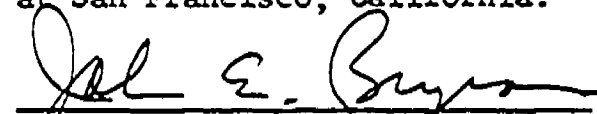



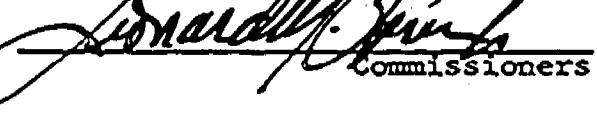
1. The surrender of all of the Kenneth Teel and Martha Anne Teel stock of Cal-Pac Industries and Pyramid Commodities to Lee G. Gale for cancellation on the books and records of said corporations is approved.

2. Lee G. Gale shall notify the Commission in writing when the order in paragraph 1 has been complied with.

3. Except as ordered herein, all proceedings in Case No. 10227 and Application No. 57121 are dismissed with prejudice.

The effective date of this order is the date hereof.

Dated       JUL 17 1979      , at San Francisco, California.

  
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President  
  
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Commissioners