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Decision No. 90704 AUG 28 1979

ORIGINAL

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

APPLICATION OF COOL FUEL,
 INCORPORATED, COOL MANAGEMENT,
 INCORPORATED, AND COOL TRANSPORTS,
 INCORPORATED FOR APPROVAL OF STOCK
 TRANSFER, CONTROL, AND NAME CHANGE
 PURSUANT TO SECTIONS 818 and 854
 OF THE PUBLIC UTILITIES CODE

Application No. 58817
 (Filed April 23, 1979)

O P I N I O N

Tays D. Cool, an individual and sole owner of all of the 12,500 shares of common stock issued and outstanding in Cool Fuel, Incorporated, requests authority, under Sections 818 and 854 of the Public Utilities Code, to transfer his stock and control in Cool Fuel, Incorporated, to Cool Management, Incorporated.

Cool Management, Incorporated, requests authority to acquire the capital stock and control of Cool Fuel, Incorporated, from Tays D. Cool.

Cool Fuel, Incorporated, holder of a certificate of public convenience and necessity, requests authority to change its name to Cool Transports, Incorporated.

Cool Management, Incorporated, proposes to acquire control of Cool Transports, Incorporated. It requests authority to change its name to that of the former utility, Cool Fuel, Incorporated.

Cool Management, Incorporated, will issue 100 shares of capital stock from its authorized 75,000 shares to Tays D. Cool. This will provide Tays D. Cool control over Cool Management, Incorporated, (the entity which will control Cool Transports, Inc.).

Notice of the filing of the application appeared on the Commission's Daily Calendar of April 24, 1979.

Cool Fuel, Incorporated, (T-106231) is a certificated petroleum irregular route carrier having received its authority from C and M Transportation, Inc., by Decision No. 81985, dated October 10, 1973 in Application No. 54179. Under this authority, the carrier is authorized to transport petroleum and petroleum products in tank trucks and tank trailers between all points and places in the State of California.

Cool Fuel, Incorporated, in its annual report to the Commission for the calendar year 1978, reported operating revenues of \$538,836 and net income of \$254,052.

Applicant gives the following reasons for requesting these authorizations:

(a) To have the trucking operation segregated from the other portions of the fuel business. This would have the effect of isolating the transportation operations from the creditors of the fuel business and it would isolate the fuel business from the potential casualty liability that could be incurred by the transportation activities.

(b) With the present combined operation, the influence of transportation services on the marketing end of the business and vice versa is not desirable; and separate entities as contemplated herein will provide for a more efficient and controllable overall operation, particularly in determining the true costs for each segment of the business.

(c) The change in names is necessary because the surviving entities more accurately describe the individual functions. It is necessary to have the surviving marketing part of the business in the name of Cool Fuel, Incorporated, because it is well known in the industry and is accepted and recognized by the general public.

The Revenue Requirements Division and the Transportation Division have reviewed the application and have no objections to the proposed transfer of control.

Findings of Fact

1. Cool Fuel, Incorporated, is a California corporation and is a certificated petroleum irregular route carrier subject to the jurisdiction of this Commission.

2. Cool Management, Incorporated, a nonutility, will control Cool Fuel, Incorporated, a utility, after the capital stock of Tays D. Cool is transferred to it.

3. Cool Management, Incorporated, will assume the name formerly used by the public utility, Cool Fuel, Incorporated.

4. Through the issuance of 100 shares of capital stock to Tays D. Cool, Mr. Cool will control Cool Management, Incorporated, and through it, the public utility, Cool Transports, Incorporated.

5. The transfer of direct control of Cool Fuel, Incorporated, from Tays D. Cool to Cool Management, Incorporated, and the change in the name of Cool Fuel, Incorporated to Cool Transports, Incorporated, would not be adverse to the public interest.

6. There is no known opposition and no reason to delay granting the authorizations requested.

Conclusions of Law

1. The application should be granted to the extent set forth in the order which follows.

2. A public hearing is not necessary.

The authorization granted herein is for the purpose of this proceeding only and is not to be construed as a finding of the values of the assets or capital stock of Cool Fuel, Incorporated, or Cool Management, Incorporated.

O R D E R

IT IS ORDERED that:

1. Cool Management, Incorporated, may acquire all of the issued and outstanding capital stock of Cool Fuel, Incorporated, held in the name of Tays D. Cool, an individual.

2. Cool Management, Incorporated, may change its name to Cool Fuel, Incorporated.

3. Cool Management, Incorporated, may control Cool Fuel, Incorporated, the public utility.

4. Cool Fuel, Incorporated, the public utility, may change its name to Cool Transports, Incorporated.

5. Within ninety days after the date hereof, Tays D. Cool, Cool Fuel, Incorporated, and Cool Management, Incorporated, shall issue reports informing the Commission whether or not the control authorized has been completed.

6. Cool Fuel, Incorporated, shall, on or before the effective date of this order, pursuant to the Commission's General Order No. 80-A, amend its tariffs to show the new and former name of the company, inform in writing all agents or other carriers issuing tariffs in which it participates of the change in name, and such agents and carriers shall promptly amend such tariffs to show the change in name.

7. The effective date of this order shall be thirty days from the date hereof.

Dated at San Francisco, California, this 28th day of AUGUST, 1979.

Commissioner Claire T. Dedrick, being necessarily absent, did not participate in the disposition of this proceeding.

John E. Bryson
President
William J. L. L. L.
Robert D. L. L.
Leonard J. L. L.
Commissioners