

RR/lq * *

Decision No. 92347 OCT 22 1980**ORIGINAL**

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the
Application of:JERRY SPARGUR for authority
to control GEMINI TRUCKING,
INC.

Applicant.

Application No. 59703
(Filed June 2, 1980)
(Amended September 24, 1980)O P I N I O N

Jerry Spargur (Spargur) requests authority, pursuant to Sections 854 and 3551 of the Public Utilities Code, to control Gemini Trucking, Inc. Notice of the filing of the application appeared on the Commission's Daily Calendar of June 3, 1980 and September 30, 1980.

Gemini is a California corporation operating as a certificated highway common carrier (of general commodities) granted pursuant to Section 1063.5 of the Public Utilities Code, effective April 30, 1980, in Application GC-4854 under File No. T-110177.

According to a letter dated August 5, 1980, the applicant's attorney advises the Commission that Gemini does not have available an income statement for Calendar Year 1979; however, a statement for the first four months of 1980 was presented. On this statement, Gemini reports operating revenue of \$54,410 and net income of \$3,816.

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A balance sheet (revised) as of May 1, 1980, shown as Exhibit A attached to the application, is summarized below:

<u>Assets</u>	<u>Amount</u>
Current Assets	\$ 8,349
Carrier Operating Property Less Accumulated Depreciation	1,783
Prepaid Expense	<u>350</u>
Total	<u>\$10,482</u>
<u>Liabilities and Common Equity</u>	
Current Liabilities	\$ 7,043
Long-Term Debt	4,790
Common Equity	<u>(1,351)</u>
Total	<u>\$10,482</u>

(Negative)

Gemini is authorized in its Articles of Incorporation to issue 1,000 shares of Common Stock, \$15 par value. All of Gemini's shares are presently issued and outstanding to the following shareholders:

<u>Shareholder</u>	<u>No. of Shares</u>
Perry A. Sauers	930
Mary Collins	35
H. Toxey Smith	<u>35</u>
Total	<u>1,000</u>

Under the terms of the agreement attached to the amendment to the application, Spargur will purchase from Perry A. Sauers (Sauers) the 930 shares he owns and will purchase from Mary Collins (Collins) the 35 shares she owns. The total purchase price, stated in the amendment to the application, is \$18,150. After this purchase, Spargur will own 96.5% of the issued and outstanding shares of common stock of Gemini and the remaining shares, 3.5%, will be held by H. Toxey Smith.

The parties agree that Collins will receive \$300 in cash for her stock. Sauers will be paid approximately \$14,000 in cash (adjusted by escrow proration) and will received a promissory note from Spargur in the sum of \$3,850. The note will bear interest at 5% per annum until paid in full for the purchase of Sauers' stock. Monthly payments on the promissory note are estimated to be \$168.90 per month until the principal and interest are fully amortized.

The staff of the Commission's Revenue Requirements Division and the Transportation Division have reviewed the application and have no objection to granting the authority requested.

Findings of Fact

1. Gemini is a California corporation and a certificated highway carrier subject to the jurisdiction of this Commission.
2. The control of Gemini, by Spargur, after Spargur has acquired 96.5% of the issued and outstanding common capital stock of Gemini is in accordance with a written agreement between the shareholders.
3. The authority requested herein is not adverse to the public interest.
4. There is no known opposition and no reason to delay granting the authority requested.

Conclusions of Law

1. A public hearing is not necessary.
2. The application should be granted to the extent set forth in the order which follows.

The authority granted herein is for the purpose of this proceeding only and is not to be construed as a finding of the value of the assets or capital stock of Gemini.

O R D E R

IT IS ORDERED that:

1. Jerry Spargur may control Gemini Trucking, Inc. (Gemini) after he has acquired the 930 shares of Perry A. Sauers and the 35 shares of Mary Collins consisting of 96.5% of the issued and outstanding common capital stock of Gemini.

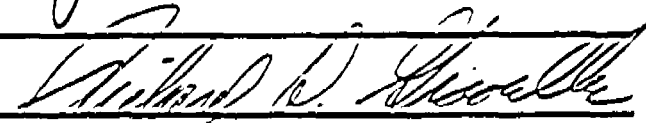
2. Within 90 days after the effective date hereof, Jerry Spargur shall notify the Commission, in writing, of the date upon which the transfer of control was consummated.

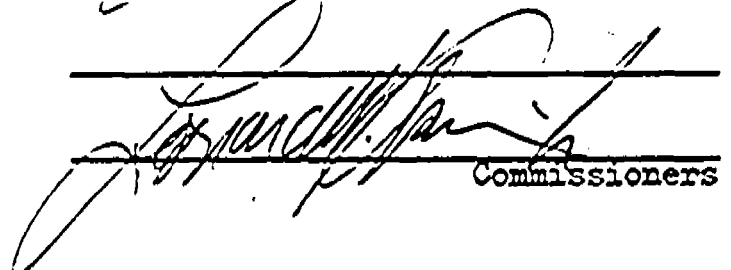
3. The effective date of this order shall be thirty days after the date hereof.

Dated OCT 22 1980, at San Francisco, California.



President





Commissioners

Commissioner Vernon L. Sturgeon, being necessarily absent, did not participate in the disposition of this proceeding.

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