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JUN 03 1985

Non-Rail Transportation
Public Utility Comm.

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SECRETARY'S OFFICE
Public Utility Commission

MAUGER & SPARE
ATTORNEYS AT LAW
240 KING STREET
P. O. BOX 698
POTTSTOWN, PA. 19464
323-4100
AREA CODE 215

L. STANLEY MAUGER
RICHARD N. SPARE
LEE F. MAUGER

June 11, 1985

Pennsylvania Public
Utility Commission
Harrisburg, PA 17120

Re: Application of Pottstown Roller Mills, Inc. for
Approval of the Transfer of Rights Described at
Docket No. 0009513A Folder No. 1

A-106328

Gentlemen:

Enclosed please find original and two copies of Application
of Pottstown Roller Mills, Inc. for Approval of the Transfer of Rights
Described at Docket No. 0009513A Folder No. 1. Attached to said Application
are Exhibits marked A through F.

Also enclosed is certified check in the amount of \$125 payable
to State Treasurer for the filing fee.

Very truly yours,

Lee F. Mauger
Lee F. Mauger

LFM/lmk
Enclosures

6/6
talked with
atty Lee Mauger
will send letter
stating for all of
the rights.

DOCUMENT
FOLDER

SEE INSTRUCTIONS ON BACK
BEFORE PREPARING APPLICATION

RECEIVED

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

In re: Application of Pottstown Roller Mills, Inc.
Transferee
for approval of the transfer and the beginning of the exercise of the
right as a common carrier, described at Docket No. 6009513A
Contract—Common
Folder No. 1-2, issued to Charles Dampman, Inc.
Transferor
for transportation of property
Persons—Property

Non-Rail Transportation
Public Utility Comm.
Application Docket
No. A-106328 19 85

Folder No. **RECEIVED**

JUN 8 1985

TO THE PENNSYLVANIA PUBLIC UTILITY COMMISSION:

SECRETARY'S OFFICE

The application of Pottstown Roller Mills, Inc.

(Full and correct name of transferee)
Public Utility Commission

respectfully represents.

- That the business address of applicant is:
625 Industrial Highway Pottstown
(Street and number) (City)
Montgomery Pennsylvania
(County) (State)
- That the name of applicant's attorney is:
Lee F. Mauger, Esq., 240 King Street, P.O. Box 698, Pottstown, PA 19464
(Name) (Address)
- That applicant is a corporation
(Individual, partnership or corporation)

That applicant, if an individual or partnership, is doing business under the trade name of _____

That said trade name _____ (has or has not) been registered with the Secretary of the Commonwealth on _____, 19____, and with the Prothonotary of _____ County on _____, 19____, in accordance with the provisions of the Fictitious Names Act of June 28, 1917, as amended.

That applicant, if a partnership, attaches hereto, as an exhibit, a copy of the partnership agreement and asserts that the names and addresses of the partners are as follows:

DOCKETED
APPLICATION DOCKET
JUN 18 1985
ENTRY mw

DOCUMENT FOLDER

Name _____ City Address _____ County _____
CONF.
MYC
SUBMITTED BY mw

That applicant, if a corporation, was organized under the laws of the State of Pennsylvania and attaches hereto as an exhibit a statement of its charter purpose. Applicant (if a foreign corporation) qualified to do business in Pennsylvania by registering in the office of the Secretary of the Commonwealth on the 14th day of August, 1964. See Exhibit A attached.

- That applicant designates Lee F. Mauger, Esq., 240 King Street, P.O. Box 698, Pottstown, PA 19464 as the person upon whom service of any notice, process or order of the Public Utility Commission be made for him or it.
(Name) (Address)
- That applicant now holds the following certificates of public convenience or permits (include those issued by Interstate Commerce Commission) None.
- That the applicant is 21 years of age or over
(Yes) (No)
- That applicant desires to operate the following number of motor vehicles with a capacity of:

Passenger-carrying vehicles	No.	Type of Body	Seating Capacity
Trucks	See Exhibit F attached hereto.		Gross Weight
Tractors			Gross Weight
Semi-trailers			Gross Weight
Four-wheel trailers			Gross Weight

BEGINNING

8. That applicant is not now operating as a common or contract carrier, but is financially able to furnish adequate service to the public and submits the following statement of financial condition.

ASSETS AND LIABILITIES OF APPLICANT:

ASSETS

Value of Real Estate	\$ 128,679
Value of Personal Property	\$ 452,995

LIABILITIES

Amount of Mortgages	\$ 65,707
Amount of Judgments	\$ -0-
Amount of Other Liabilities	\$ 51,258

9. That applicant now operates as a carrier, and submits herewith as Exhibits A and B a Balance Sheet (Statement of Assets and Liabilities) as of, 195....., and an Income Statement (Statement of Profit and Loss) for the twelve months ended, 195..... (See Instructions, Par. 3)

10. That neither applicant, its stockholders (if applicant is a corporation), nor its members (if applicant is a partnership) are in control of or affiliated with any other motor, rail, water, express or other carrier. (If applicant, its stockholders, or members are in control of or affiliated with any other carrier, explain fully below.)

11. That applicant proposes to render as a carrier by means of motor vehicles, the service authorized in the certificates or permits issued to Charles Dampman, Inc., as follows: (See instructions, Paragraph 4.) See attached Exhibit B.

12. That applicant proposes to begin furnishing service immediately upon receipt of the certificate of public convenience or permit evidencing the right to do so.

13. That there are attached hereto copies of bilateral contracts between applicant and shippers (if proposed service is that of a contract carrier).

14. That the total amount of consideration to be paid is \$2,000.00. That the consideration was determined as follows: Arm's length negotiation

That the consideration will be paid as follows: As provided in agreement.

15. That ~~there are attached hereto copies of the equipment and~~ other property to be transferred.

16. That the following exhibits are attached hereto and made a part hereof: Exhibit C, being a copy of the sales agreement. Exhibit D, being an itemized statement of the unpaid business debts of transferor and how they will be satisfied. Exhibit E, being a statement of the gross common carrier intra-state operating revenue of the transferor for each of the past three years.

17. That all General Assessments which have been made against Charles Dampman, Inc. as a common carrier, and Pottstown Roller Mills, Inc. as a common carrier pursuant to Section 1201 of the Public Utility Law, have been paid or remittance is made herewith to cover such General Assessments.

18. That Pottstown Roller Mills, Inc. hereby agrees to assume and pay any General Assessments that may be made, pursuant to Section 1201 of the Public Utility Law, against Charles Dampman, Inc. as a common carrier for any and all operating periods up to the actual date of the approval of transfer of the certificate.

19. The transferor hereby agrees to continue to render the service as described in Paragraph 11 of this application until the application for transfer is approved, whereupon transferor will surrender said certificate or permit for cancellation.

WHEREFORE, Transferee and Transferor pray your Honorable Commission to issue a certificate of convenience (Certificate of public convenience or permit) under the provisions of the Pennsylvania Public Utility Law, evidencing its approval of

the right of the transferor to transfer and transferee to begin to exercise the right to operate motor vehicles for the transportation of persons or property as described in Paragraph 11 of this application.

Transferee sign here POTTSTOWN ROLLER MILLS, INC.
(If partnership, each partner must sign)

Signed and dated this 1st day of June, 1985 BY: [Signature]

Transferor sign here CHARLES DAMPMAN, INC.
(If partnership, each partner must sign)

Signed and dated this 1st day of June, 1985 BY: [Signature]

COMMONWEALTH OF PENNSYLVANIA }
COUNTY OF MONTGOMERY } ss:

Personally appeared before me, a Notary Henry S. Saylor in and for said County and Commonwealth Pottstown Roller Mills, Inc. who being duly sworn according to law doth depose and say that the facts contained in the foregoing application are true and correct to the best of transferee's knowledge and belief, and that transferee is not now engaged in any intrastate transportation of persons or property for compensation in Pennsylvania (except as authorized by the certificates of public convenience or permits specified in Paragraph 5) and will not engage in the transportation for which approval is herein sought unless and until he shall have received authorization for such transportation.

Sworn to and subscribed before me this 1st day of June, 1985

[Signature]
(Signature of official authorized to administer oaths)

AFFIDAVIT OF TRANSFEROR
Notary Public My Commission Expires April 20, 1987

COMMONWEALTH OF PENNSYLVANIA }
COUNTY OF MONTGOMERY } ss:

Personally appeared before me, a Notary Charles Dampman, Inc. in and for said County and Commonwealth Elizabeth Dampman who being duly sworn according to law doth depose and say that he is the holder of the certificates of public convenience or permits proposed to be transferred to Pottstown Roller Mills, Inc. that the facts as contained in the foregoing application are true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 1st day of June, 1985

[Signature]
(Signature of official authorized to administer oaths)

INSTRUCTIONS TO BE FOLLOWED IN PREPARING APPLICATION
No Application Will Be Accepted From a Minor
Notary Public My Commission Expires April 20, 1987

1. A separate application must be filed for each type of service, such as common carrier of persons on schedule; contract carrier of persons; transportation of persons on call or demand; transportation of persons in group and party service; common carrier of property; contract carrier of property.
2. In Paragraph 5, state the number or numbers of any Public Service Commission, Pennsylvania Public Utility Commission, or Interstate Commerce Commission Certificate or Contract Carrier Permit now held by the applicant.
3. The balance sheet referred to in Paragraph 9 should be as of the latest date available and the Income Statement should be for the twelve months ending with the date of the balance sheet.
4. In Paragraph 11, describe service as authorized under the certificates or permits to be transferred, which the applicant proposes to render. If any part of the service is to be omitted, give reasons for such omission.
5. It is not required that applicant be represented by an attorney, unless applicant is a corporation.
6. The original application signed at the place designated, duly verified by affidavit and two copies of same must be filed at the office of the Pennsylvania Public Utility Commission at Harrisburg, Pennsylvania. A filing fee of Ten Dollars (\$10.00) is required.
7. If fee is paid by check or post office money order, make same payable to State Treasurer. Checks must be certified.
8. If space provided in form is not sufficient, prepare on separate sheet, attach it to application and give it the same number as question or statement to which it refers.
9. THIS APPLICATION FORM IS ONLY TO BE USED IN APPLYING FOR A TRANSFER OF RIGHTS UNDER EXISTING CERTIFICATES OR PERMITS. No application will be entertained for a transfer of rights which have been canceled or which for other reasons are obsolete.

SCHEDULE "A"

DESCRIPTION OF EACH PASSENGER VEHICLE, TRUCK, TRACTOR, TRAILER, SEMI-TRAILER, TAXICAB OR OTHER MOTOR VEHICLE TO BE TRANSFERRED FROM CERTIFICATE OR PERMIT HOLDER TO APPLICANT

Name of Manufacturer (11)	Year of Manufacture (12)	Description					Date Purchased (8)	Condition When Purchased (New or Used) (9)	Original Cost (10)	Cost of Additions, Betterments, and Improvements (11)	Total Cost (12)	Depreciation (13)	Total Cost Less Depreciation (14)	Estimated Present Value (15)	Encumbrance (16)
		Type of Body (3)	Engine Number (4)	Capacity (5)	Manufacturer's Number (6)	Miles Operated (7)									
Total columns 10 to 16 inclusive															

State who is to assume encumbrance and how it will be satisfied _____

SCHEDULE "B"

DESCRIPTION OF EACH OTHER ITEM OF PROPERTY TO BE TRANSFERRED FROM CERTIFICATE OR PERMIT HOLDER TO APPLICANT

Description (A)	Date of Purchase, Installation or Construction (B)	Original Cost (C)	Depreciation (D)	Original Cost Less Depreciation (E)	Estimated Present Value (F)	Encumbrance (G)
Total columns C to G inclusive						

State who is to assume encumbrance and how it will be satisfied _____

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

CORPORATION BUREAU

Articles
of
Incorporation

In compliance with the requirements of the BUSINESS CORPORATION LAW, approved the 5th day of May, A. D. 1933, P. L. 364, as amended, the undersigned, all of whom are of full age and at least two-thirds of whom are citizens of the United States or its territories or possessions, desiring that they may be incorporated as a business corporation, do hereby certify:

1. The name of the corporation is:

POTTSTOWN ROLLER MILES, INC.

2. The location and post office address of its initial registered office in this commonwealth is:

South Hanover Street, Pottstown, Montgomery County, Penna.

3. The purpose or purposes of the corporation are:

To engage in the business of selling feed, grain, fertilizer, coal, stone, sand, and chemicals of all types; to engage in the business of mixing chemicals of all types; to engage in warehousing products of all kinds; to do all things incidental and necessary to the foregoing.

To own, buy, sell, mortgage, lease, and deal in real estate of all types.

To lease vehicles of all types for hire.

4. The term of its existence is: Perpetual

5. The aggregate number of shares which the corporation shall have authority to issue is:

1,000 shares of common stock with a par value of \$100.00 per share.

6. The names and addresses of each of the first directors, who shall serve until the first annual meeting, are:

Name	Address
Catharine B. Saylor	Route 18, Pottstown, Pa.
Anna B. Boyer	412 Burdan Drive, Pottstown, Pa.
Charles D. Saylor	Sanatoga, Pennsylvania

7. The names and addresses of each of the incorporators and the number and class of shares subscribed by each are:

Name	Address	No. and Class of Shares
Alvin L. Weiss	41 High St., Pottstown, Pa.	1 share
John R. Henry	41 High St., Pottstown, Pa.	1 share
Arlene Shellenberger	41 High St., Pottstown, Pa.	1 share

1. The transportation of building materials such as are usually transported in bulk in dump trucks from the John T. Dyer Trap Rock Quarries in the Borough of Birdsboro, and the Township of Union, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.

2. The transportation of building materials such as are usually transported in bulk in dump trucks from the Stowe Trap Rock Quarries within five (5) miles by the usually traveled highways of the limits of the Village of Douglassville, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.

3. The transportation of drinking water and distilled water from Rockwood Spring in the Township of South Coventry, Chester County, to points in the City and County of Philadelphia and the Borough of Morrisville, Bucks County, Pennsylvania.

4. The transportation of drinking water and distilled water from Rockwood Spring Water Company, in the Township of South Coventry, Chester County, to points in the Township of Falls, Bucks County, and the Township of South Whitehall, Lehigh County, and the return of empty water bottles to the Township of South Coventry, Chester County.

5. To transport for its affiliate, Kulp and Staudt, Inc., Pennsburg, Pennsylvania, building materials and fuel oil from places in Pennsylvania to the places of business of Kulp and Staudt, Inc. in Pennsylvania, and to likewise transport the same for its said affiliate Kulp and Staudt, Inc. from the places of business of Kulp and Staudt, Inc. in Pennsylvania to the customers of Kulp and Staudt, Inc. in Pennsylvania.

The above rights subject to the following conditions:

That no right, power or privilege is granted to transport brick and clay products from the Borough of Summerville, Jefferson County, and the Townships of Lawrence and Bradford in Clearfield County.

6. To transport, as a Class D carrier, petroleum products, for Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., from points in the township of Spring, Berks County, the township of East Whiteland, Chester County, and the city and county of Philadelphia, to the facilities of Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., located in the township of Union, Berks County, and vice versa.

AGREEMENT

THIS AGREEMENT, made this ^{1st} day of June, 1985, by and between Charles Dampman, Inc., a Pennsylvania corporation, (hereinafter called "Seller") and Pottstown Roller Mills, Inc., a Pennsylvania corporation (hereinafter called "Buyer").

I. PREMISES

A. Seller is a motor common carrier of property holding a Certificate of Public Convenience of the Pennsylvania Public Utility Commission (PUC) at Application Docket No. 00095103.

B. Buyer does not presently hold a Certificate of Public Convenience of the Pennsylvania Public Utility Commission.

C. Seller has agreed to sell and Buyer has agreed to buy, free and clear of all liens and encumbrances the following portion of the operating authority issued by the PUC to Seller and held by Seller at Docket No. 00095103:

1. The transportation of building materials such as are usually transported in bulk in dump trucks from the John T. Dyer Trap Rock Quarries in the Borough of Birdsboro, and the Township of Union, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.
2. The transportation of building materials such as are usually transported in bulk in dump trucks from the Stowe Trap Rock Quarries within five (5) miles by the usually traveled highways of the limits of the Village of Douglassville, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.
3. The transportation of drinking water and distilled water from Rockwood Spring in the Township of South Coventry, Chester County, to points in the City and County of Philadelphia and the Borough of Morrisville, Bucks County, Pennsylvania.
4. The transportation of drinking water and distilled water from Rockwood Spring Water Company, in the Township of South Coventry, Chester County, to points in the Township of Falls, Bucks County, and the Township of South Whitehall, Lehigh County, and the return of empty water bottles to the Township of South Coventry, Chester County.

5. To transport for its affiliate, Kulp and Staudt, Inc., Pennsburg, Pennsylvania, building materials and fuel oil from places in Pennsylvania to the places of business of Kulp and Staudt, Inc. in Pennsylvania, and to likewise transport the same for its said affiliate Kulp and Staudt, Inc. from the places of business of Kulp and Staudt, Inc. in Pennsylvania to the customers of Kulp and Staudt, Inc. in Pennsylvania.

The above rights subject to the following conditions:

That no right, power or privilege is granted to transport brick and clay products from the Borough of Summerville, Jefferson County, and the Townships of Lawrence and Bradford in Clearfield County.

6. To transport, as a Class D carrier, petroleum products, for Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., from points in the township of Spring, Berks County, the township of East Whiteland, Chester County, and the city and county of Philadelphia, to the facilities of Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., located in the township of Union, Berks County, and vice versa.

Seller agrees that upon approval of this transfer, that its remaining operating authority shall be restricted so as to avoid the conveyance and retention of any identical operating authority. The intention of the parties is that Seller shall sell, and Buyer will buy, all of Seller's authority to transport said building materials and drinking and distilled water.

II. TERMS AND CONDITIONS

In consideration of the mutual covenants and promises herein contained, the parties hereto, intending to be legally bound, hereby agree, represent and warrant as follows:

1. Purchase Agreement. Seller will sell to Buyer and Buyer will buy, free and clear of all liens and encumbrances, the portion of the intrastate operating rights issued by the PUC and held by Seller at Docket No. 00095103, which authorizes the following transportation (herein called the operating rights):

1. The transportation of building materials such as are usually transported in bulk in dump trucks from the John T. Dyer Trap Rock Quarries in the Borough of Birdsboro, and the Township of Union, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.
2. The transportation of building materials such as are usually transported in bulk in dump trucks from the Stowe Trap Rock Quarries within five (5) miles by the usually traveled highways of the limits of the Village of Douglassville, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.
3. The transportation of drinking water and distilled water from Rockwood Spring in the Township of South Coventry, Chester County, to points in the City and County of Philadelphia and the Borough of Morrisville, Bucks County, Pennsylvania.
4. The transportation of drinking water and distilled water from Rockwood Spring Water Company, in the Township of South Coventry, Chester County, to points in the Township of Falls, Bucks County, and the Township of South Whitehall, Lehigh County, and the return of empty water bottles to the Township of South Coventry, Chester County.
5. To transport for its affiliate, Kulp and Staudt, Inc., Pennsburg, Pennsylvania, building materials and fuel oil from places in Pennsylvania to the places of business of Kulp and Staudt, Inc. in Pennsylvania, and to likewise transport the same for its said affiliate Kulp and Staudt, Inc. from the places of business of Kulp and Staudt, Inc. in Pennsylvania to the customers of Kulp and Staudt, Inc. in Pennsylvania.

The above rights subject to the following conditions:

That no right, power or privilege is granted to transport brick and clay products from the Borough of Summerville, Jefferson County, and the Townships of Lawrence and Bradford in Clearfield County.

6. To transport, as a Class D carrier, petroleum products, for Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., from points in the township of Spring, Berks County, the township of East Whiteland, Chester County, and the city and county of Philadelphia, to the facilities of Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., located in the township of Union, Berks County, and vice versa.

It is the intention of Seller to convey all of the authority issued by the PUC at Docket No. 00095103, upon approval of the transaction.

2. Price and Payment. Buyer will pay to Seller for the operating rights the sum of Two Thousand (\$2,000.00) Dollars which shall be payable in full, by cashier's check or certified check, on the closing date as set forth in Paragraph 11 of this agreement.

3. Warranties and Covenants of Seller. Seller warrants and guarantees that the operating rights to be sold hereunder have been duly issued by the PUC; the rights are in full force and effect; the rights are not subject to any liens, encumbrances or security interests of any kind at the time of the execution of this agreement; no liens, encumbrances, or security interests will be placed thereon pending consummation of this transaction; and that there are and on the date of consummation will be no action at law or equity, nor any proceedings before any agency pending or threatened against Seller to revoke, suspend or otherwise restrict the operating authority. In the event of any default by Seller in the terms of this paragraph, Buyer shall have the option to declare this agreement null and void.

4. Application for Approval. Buyer and Seller will file and diligently prosecute before the PUC the necessary application for approval of this transaction. Buyer and Seller shall cooperate fully in the preparation and prosecution of the application and agree to join in and execute any and all such applications and other documents, subject to the approval of counsel. Buyer will have Lee F. Mauger, Esq., prepare the necessary application. Buyer and Seller and their respective counsel and accountants will supply such information as may be required, attend hearings, present testimony and otherwise cooperate to the end that approval of this transaction may be secured.

5. Continuation of Operations. Seller agrees to continue operations as presently conducted under its operating authority and maintain normal business practices in connection therewith until final approval by the PUC.

6. Approval Subject to Conditions. If the PUC approves the application, subject, however, to conditions which restrict, delete or cancel any of the operating rights set forth in Paragraph 1 above, limit the use of the rights of Buyer, or otherwise alter the terms of this agreement to the detriment of Buyer, the latter may terminate this agreement, provided that within ten (10) days after the effective date of the final order of the PUC containing such conditions, Buyer gives to Seller written notice of its intention to terminate this agreement. In such event, the parties shall have no further rights or obligations under this agreement. In the absence of such written notice, any conditions contained in the order of the PUC shall constitute a modification of the agreement which as modified shall remain in full force and effect.

7. Denial of PUC Application. In the event the PUC by its final order, denies approval of the application, this agreement shall be null and void. In such event, the parties shall have no further rights or obligations under this agreement.

8. No Assumption of Liabilities by Buyer. Buyer does not assume any claims, debts, causes of action, judgments or other liabilities or obligations of Seller by reason of this agreement. Seller indemnifies and holds harmless Buyer against any costs, expenses or other charges from any obligations or liabilities incurred by Seller arising out of the operating of the operating rights prior to the date of consummation.

9. PUC Assessments. Seller warrants that all general assessments heretofore made or that may be made pursuant to Section 1201 of the Public Utility

Law, for any and all operating periods up to the date of consummation of this transaction have been paid or will be paid by that date. In the event the PUC requires the payment of any such assessments due from Seller as a condition precedent to processing the transfer application, Seller agrees to promptly pay any such assessments. In the event Seller fails to do so within ten (10) days after receiving notice from the PUC or Buyer that such amounts are due, Buyer shall have the right to pay such assessments and to deduct any amounts so paid from the earliest payments of consideration due under Paragraph 2.

10. Closing Date. The transaction shall be consummated on the closing date. The closing date is the day selected by agreement of the parties which closing date shall be within a period of fifteen (15) days after the effective date of the final order of the PUC approving the application or the fifteenth (15th) day after such date if no other day is selected.

11. Rights of Successors and Assigns. This agreement shall bind and inure to the benefit of the parties hereto and their respective successors in interest and legal representatives.

12. Notices. Any notices delivered or tendered under this agreement shall be sufficient if sent by registered or certified mail with return receipt requested to Seller, at R.D. #1, Box 37A, Douglassville, Pennsylvania 19518; and to Buyer at 625 Industrial Highway, Pottstown, Pennsylvania 19464.

Such notice shall be sufficient, whether accepted at the address referred to or not, if tendered at such address during the normal business hours by the United States Postal Service. The addresses may from time to time be changed by either party by giving written notice pursuant to the terms of this paragraph.

13. Construction. This agreement shall be construed in accordance with the laws of the Commonwealth of Pennsylvania.

14. Paragraph Heading. The headings referring to the contents of paragraphs of this agreement are inserted for convenience and are not to be considered as part of this agreement nor a limitation on the scope of the particular paragraphs to which they refer.

III. EXECUTION

IN WITNESS WHEREOF, the parties intending to be legally bound, have executed this agreement the day and year first above written.

ATTEST:

CHARLES DAMPMAN, INC.

Bonnie Ingram
Secretary
(Corporate Seal)

BY: Elizabeth Dampman
President

ATTEST:

POTTSTOWN ROLLER MILLS, INC.

Charles J. [Signature]
Secretary
(Corporate Seal)

BY: [Signature]
President

Transferor will continue to operate as a going concern during and after the transfer proceeding and will continue to pay its business debts in the ordinary course of business.

Statement of Transferor's gross common carriers intrastate operating revenues for each of the past three years:

1982	95,749
1983	129,929
1984	123,260

1 --	Auto Car	Serial No. TP15PH1075707	Lic. CM13555
1 --	Auto Car	Serial No. TP15PH1076101	Lic. CM13554
1 --	1972 International 4070 Tractor		
		Serial No. 259471G23191	Lic. CM123417
1 --	1973 International 4070 Tractor		
		Serial No. 25947CGA31499	Lic. CZ26718
1 --	1973 International 4070 Tractor		
		Serial No. 25947CGA31501	Lic. CM12346

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 95103

Application of CHARLES DAMPMAN, INC., a corporation of the Commonwealth of Pennsylvania

REPORT AND ORDER
APPROVING TRUCKING SERVICE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of CHARLES DAMPMAN, INC., a corporation of the Commonwealth of Pennsylvania, dated August 30, 1968, to operate motor vehicles as a common carrier, and having been duly presented in accordance with the rules of the Commission, and full investigation of the matters and things involved having been had, and it appearing that the rights granted herein are in effect a transfer of the rights which have been held by CHARLES H. DAMPMAN, under report and order issued at A.64344 on March 19, 1945 and the certificate of public convenience issued thereunder, which certificate will be subsequently cancelled, as of the date of this order, upon compliance with the tariff and insurance requirements of the Commission by CHARLES DAMPMAN, INC., a corporation of the Commonwealth of Pennsylvania, the Commission finds and determines that approval of the application, limited to the following rights:

To transport, as a Class D carrier, building materials such as are usually transported in bulk in dump trucks from the John T. Dyer Trap Rock Quarries in the borough of Birdsboro and the township of Union, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries.

To transport, as a Class D carrier, building materials such as are usually transported in bulk in dump trucks from the Stone Trap Rock Quarries within five (5) miles by the usually traveled highways of the limits of the village of Douglassville, Berks County, to points within fifty (50) miles by the usually traveled highways of the limits of said quarries;

and subject to the following conditions is necessary or proper for the service, accommodation or convenience of the public:

FIRST: That the certificate holder is limited and restricted to the operation of the motor vehicles as named and described in the Equipment Certificate, to be subsequently issued.

SECOND: That the approval hereby given is not to be understood as committing the Commission, in any proceedings that may be brought before it for any purpose, to fix a valuation on the property and rights to be acquired by applicant from the present certificate holder equal to the consideration to be paid therefor, or equal to any value that may be placed thereon by applicant, or to approve or prescribe rates sufficient to yield a return thereon.

REC'D
FOLDER

DOCKETED
APPLICATION DOCKET
MAY 13 1969

BY: 

Proposed by
Item
in Check
of Check
and Approved

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

A. 95103

IN THE MATTER OF THE APPLICATION OF

**CHARLES DAMTMAN, INC., a corporation
of the Commonwealth of Pennsylvania**

**CERTIFICATE
OF
PUBLIC CONVENIENCE**

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing had on the above entitled application, it has, by its report and order made and entered, a copy of which is attached hereto and made a part hereof, found and determined that the granting of said application is necessary or proper for the service, accommodation, convenience and safety of the public, and this certificate is issued evidencing its approval of the said application as set forth in said report and order.

In Testimony Whereof, The PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 9th day of June, 1969.

Attest:



**PENNSYLVANIA
PUBLIC UTILITY COMMISSION**



Chairman


Secretary

**DOCKETED
APPLICATION DOCKET**
JUN 10 1969

The State of Pennsylvania is comprised of an area in excess of 45,000 sq. miles in which are contained thousands of communities, large and small. The applicant has applied for the right to provide the two shippers with service between all of them. In contrast, the only explicit need shown is for the inbound movement of building materials and fuel oil from suppliers located in York, Philadelphia, Morristown, and Strick Springs to the shipper's places of business in Montgomery and Bucks County. It would follow, naturally, that a service need exists for outbound shipments from the Montgomery and Bucks County facilities to points in Pennsylvania. We cannot issue authority for which no need has been demonstrated, and certainly, none has been shown that would include service between all points in the Commonwealth. Even a grant of authority authorizing service from the shipper's facilities to all points in the state, and vice versa, is a generous offering when considering the evidence of record. However, considering the uncontested status of the application and the fact that the service will be limited only for the account of the two supporting shippers, it is our opinion that a grant of statewide authority to and from the shipper's facilities only, will have no adverse impact upon existing carriers and at the same time, satisfy the shipper's needs. A grant of this nature will render moot, the restrictive amendment which limits the transportation of fuel oil to and from each shipper's facilities.

We find:

1. That the applicant has not successfully demonstrated that a need exists for service between all points in Pennsylvania.
2. That a need for statewide service does exist for the two supporting shipper affiliates, from and to their facilities located in Montgomery and Bucks Counties.
3. That the applicant appears fit, ready, willing and able to render adequate service within the area of application as amended and further limited herein.
4. That the illegal service previously provided by the applicant has been rendered in good faith.
5. That a grant of the proposed authority, as amended, and further limited herein, will accommodate and convenience the public;
THEREFORE,

IT IS ORDERED: That the application, as amended and modified, be and is hereby approved and that the certificate issued to the applicant on June 9, 1969, be amended to include the following rights:

- I. To transport, as a Class D carrier, building materials and fuel oil, for B. S. Sturges, Inc., from its facilities located in the borough of Pottstown, Montgomery County, and the township of Union, Berks County, to points in Pennsylvania, and vice versa.

III. To transport, as a Class D carrier, building materials and fuel oil, for Kulp & Staudt, Inc., from its facilities located in the borough of Pennsburg, Montgomery County, to points in Pennsylvania, and vice versa;

both of the rights above, subject to the following conditions:

That no right, power or privilege is granted to transport brick and clay products from the borough of Summer-ville, Jefferson County, and the townships of Lawrence and Bradford in Clearfield County.

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it shall have complied with the requirements of the Pennsylvania Public Utility Law and the rules and regulations of the Commission relative to the filing and acceptance of a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before sixty (60) days from the date of the service of this order, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.

IT IS FURTHER ORDERED: That the authority granted herein, to the extent that it duplicates authority now held by or subsequently granted to the carrier, shall not be construed as conferring more than one operating right.

IT IS FURTHER ORDERED: That the application in all other respects be denied for lack of proof of necessity.

BY THE COMMISSION,



William P. Thierfelder
Secretary

(SEAL)

ORDER ADOPTED: August 14, 1980

ORDER ENTERED: AUG 19 1980

city and county of Philadelphia to the facilities of Major Petroleum located in the townships of Union, Berks County and the borough of Pottstown, Montgomery County, and vice versa. The verified statements submitted by Major Petroleum states it no longer operates any facilities in the borough of Pottstown. No need has been proven for service to or from Pottstown and the said geographical point is hereinafter eliminated from the order granting authority. A need has been demonstrated to exist for the proposed service.

A question arose as to some possibility of affiliated interest as stated at Title 66 Pennsylvania Consolidated Statutes §2102. A list of the officers, directors and stockholders of both Charles Dampman, Inc. and Major Petroleum submitted by counsel for applicant reveals that no individuals, officers or directors of either company are the same.

We find that:

1. Applicant appears fit, willing and able to render the service within the subject area sought.
2. A need has been demonstrated to exist.
3. Applicant has provided service for B. S. Sturges, Inc. and a necessity for similar service has been proven by support of Major Petroleum.
4. No need was shown for service to or from the borough of Pottstown and it is being eliminated from the order hereinafter issued.
5. Approval of the application as limited is necessary for the accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the application as limited be and is hereby approved and that the certificate issued to applicant on June 9, 1969, as amended, be further amended to include the following right:

To transport, as a Class D carrier, petroleum products, for Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., from points in the township of Spring, Berks County, the township of East Whiteland, Chester County, and the city and county of Philadelphia, to the facilities of Major Petroleum Company, t/d/b/a Dampman/Sturges Oil Co., located in the township of Union, Berks County, and vice versa.

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it shall have complied with the requirements of the Pennsylvania Public Utility Law and the rules and

Prepared by [Signature]
3-9-72

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

Application Docket No. 95103
Folder 2

Application of CHARLES DAMPMAN, INC., a corporation of the Commonwealth of Pennsylvania

**REPORT AND ORDER
APPROVING TRUCKING SERVICE**

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of CHARLES DAMPMAN, INC., a corporation of the Commonwealth of Pennsylvania, dated June 16, 1972, as amended, to operate motor vehicles as a common carrier, and having been duly heard and submitted by the parties, and full investigation of the matters and things involved having been had, the Commission finds and determines that approval of the application, limited to the following right:

To transport, as a Class D carrier, drinking water and distilled water, from Rockwood Spring in the township of South Coventry, Chester County, to points in the city and county of Philadelphia and the borough of Morrisville, Bucks County.

and subject to the following conditions, is necessary or proper for the service, accommodation or convenience of the public:

FIRST: That the certificate holder is limited and restricted to the operation of the motor vehicles as named and described in the equipment certificate.

SECOND: That the certificate holder shall comply with all of the provisions of the Public Utility Law as now existing or as may hereafter be amended, and Revised General Order No. 29, effective July 1, 1939, or as may hereafter be revised, and any other rules and regulations as may hereafter be prescribed by the Commission. Failure to comply shall be sufficient cause to suspend, revoke or rescind the rights and privileges conferred by the certificate.

We find because of the specialized ice and equipment required to render the proposed service, which the applicant possesses, and the lack of certificated carriers capable of providing this service, that the granting of authority requested herein is necessary for the accommodation and convenience to the public.

The record is quite clear that the shipper has need of the applicant's service to return empty bottles to the point of origin, and that the applicant intends to provide said service. We therefore find that the granting of additional authority to return empty bottles to the point of origin to be in the public interest; THEREFORE,

IT IS ORDERED NISI: That the application, be and is hereby approved, and that the certificate issued February 7, 1972, be amended to include the following right:

To transport, as a Class D carrier, drinking water and distilled water for Rockwood Spring Water Co. in the township of South Coventry, Chester County, to points in the township of Falls, Bucks County, and the township of South Whitehall, Lehigh County, and the return of empty water bottles to the township of South Coventry, Chester County.

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it shall have complied with the requirements of the Pennsylvania Public Utility Law and the rules and regulations of this Commission relative to the filing and acceptance of a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before thirty (30) days from the date the order becomes final, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.