

Pennsylvania Public Utility Commission
PO Box 3265
Harrisburg, PA 17105-3265
(717) 787-1227

Application for Motor Common Carrier of Property

Please complete all parts of the following application. For questions, please call the Commission at (717) 787-3834.

1. **Legal Name of Applicant** (Individual, Partnership, LP, LLP, Corporation, or LLC)

FRONTENAC PARTNERS LLC

2. **Trade Name** (if using a fictitious trade name, it must be registered with the Dept. of State)

(FRONTENAC PARTNERS LLC) dba Baseline Transportation

Fictitious name and Registration number (if applicable)

Baseline Transportation (Entity # 4193789), PA DOS

3. **Physical Address** (do not use PO Box)

1628 North 18th Street

Street Address

Allentown PA 18104

City, State and Zip Code

610 433-7113

Telephone Number

Lehigh
County

4. **Mailing Address** (if different from Physical Address)

as above

Street Address

City, State and Zip Code

5. **Attorney** (if applicable)

N/A

Attorney's Name & Telephone Number for this Filing

Attorney's Address

RECEIVED
2013 JUL 24 AM 10:25
PA P.U.C.
SECRETARY'S BUREAU

6. Does applicant currently hold or has ever held PA PUC authority?

Yes No (circle one)

If yes, PUC NO. A- _____

7. What type of commodity do you intend to transport?

dry goods, food grade, bottled water, paper

8. Are you one of the following? If yes, check below.

Individual

Partnership

9. Are you a business entity registered with the PA Department of State?

If YES, please check below the type of business that applies to this Application and provide the Entity ID Number given to you by the PA Department of State:

Limited Partnership

Corporation Bureau Entity ID Number

Limited Liability Partnership

Corporation Bureau Entity ID Number

Limited Liability Company

45 5606658

Corporation Bureau Entity ID Number

Corporation – For Profit

Corporation Bureau Entity ID Number

Corporation – Nonprofit

Corporation Bureau Entity ID Number

Fictitious Name (if applicable)

If NO, contact the PA Department of State and apply according to how you will do business in PA:

PA Corporations (Profit or Non-Profit) - File for Articles of Incorporation

Foreign Corporations - File for a Certificate of Authority

- PA Limited Partnerships, Limited Liability Partnerships, Limited Liability Companies - File for an Application of Registration
- Fictitious Name Registration - File **only if** Trade Name will be different than the business name you register with the Department of State

10. **Attachment Checklist**

- Individual:
 - Certified Check, money order, or check from attorney
 - Copy of Current Safety Rating (if available)
- Partnership:
 - Certified Check, money order, or check from attorney
 - List of names and addresses of ALL Partners
 - Copy of Current Safety Rating (if available)
- Limited Partnership:
 - Corporation Bureau Entity Number as entered above in #9
 - Certified Check, money order, or check from attorney
 - List of names and addresses of ALL Partners
 - Copy of Current Safety Rating (if available)
- Limited Liability Partnership:
 - Corporation Bureau Entity Number as entered above in #9
 - Certified Check, money order, or check from attorney
 - List of names and addresses of ALL Partners
 - Copy of Current Safety Rating (if available)
- Limited Liability Company:
 - Corporation Bureau Entity Number as entered above in #9
 - Certified Check, money order, or check from attorney
 - List of names and addresses of ALL Members and Title of each Member (even if only one member)
 - Copy of Current Safety Rating (if available) (N/A - New Company)
- Corporation – For Profit:
 - Corporation Bureau Entity Number as entered above in #9
 - Certified Check, money order, or check from attorney
 - List of ALL Corporate Officers and Titles, name of each Shareholder and distribution of shares
 - Copy of Current Safety Rating (if available)
- Corporation – Non-Profit:
 - Corporation Bureau Entity Number as entered above in #9
 - Certified Check, money order, or check from attorney
 - List of ALL Corporate Officers and Titles and those serving on Board of Directors
 - Copy of Current Safety Rating (if available)

11. Certification

Applicant certifies that it is not now engaged in intrastate transportation of property for compensation between points in Pennsylvania without Pennsylvania Public Utility Commission authorization and will not engage in any transportation not previously authorized by the Pennsylvania Public Utility Commission unless and until such authorization is obtained.

Applicant further certifies that it understands the requirements of the Pennsylvania Public Utility Commission, especially as they relate to safety and insurance and that it may be subject to civil penalties, suspension or cancellation of the Certificate for failure to comply with Commission requirements.

Applicant further certifies that it understands that it is subject to an annual assessment based upon its reported gross Pennsylvania intrastate revenues; said assessment to help defray expenses incurred in regulating Motor Common Carriers of Property; and acknowledges that failure to report revenue and pay its annual assessment may result in civil penalties, suspension or cancellation of the Certificate.

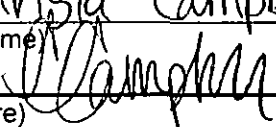
You must sign the following Verification of Application.

Verification of Application

The verification of the application must be completed by the applicant appearing on Line 1 of the application by the named individual, all partners (if a partnership, LP, or LLP), a member (if LLC), or by any officer (if a corporation).

I/we hereby state that the statements made in this application are true and correct to the best of my/our knowledge and belief.

The undersigned understands that false statements herein are made subject to the penalties of 18 Pa. C.S. Section 4904 Relating to Unsworn Falsification to Authorities.


Christa Campbell
(Print Name)

(Signature) July 16/13
(Date)

List of All Members

Christa E. Campbell, President, 5 Steeple Top Road Norwalk CT 06853

Jason B. Rhodes, CEO , 5 Steeple Top Road Norwalk CT 06853

RECEIVED
2013 JUL 24 AM 11:27
PA.P.U.C.
SECRETARY'S BUREAU

 **IRS** DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 07-02-2012

Employer Identification Number:
45-5606658

Form: SS-4

Number of this notice: CP 575 G

FRONTENAC PARTNERS LLC
JASON RHODES SOLE MBR
5 STEEPLE TOP RD
NORWALK, CT 06853

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 45-5606658. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

A limited liability company (LLC) may file Form 8832, *Entity Classification Election*, and elect to be classified as an association taxable as a corporation. If the LLC is eligible to be treated as a corporation that meets certain tests and it will be electing S corporation status, it must timely file Form 2553, *Election by a Small Business Corporation*. The LLC will be treated as a corporation as of the effective date of the S corporation election and does not need to file Form 8832.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub. Thank you for your cooperation.



pennsylvania
DEPARTMENT OF REVENUE

BUREAU OF CORPORATION TAXES
PO BOX 280705
HARRISBURG PA 17128-0705

NOTICE OF CORPORATE REGISTRATION

FRONTENAC PARTNERS LLC
1628 N 18TH ST
ALLENTOWN PA 18104-1500

REVENUE ID:..... 1000703308
FEIN:..... Not Available
DOCUMENT ID:..... BU1000214131
MAIL DATE:..... 05/22/2013
FISCAL YR END:..... 12/31
INCORPORATION DATE:..... 04/12/2013

TAXES SUBJECT:
Corporate Net Income
Loans
Capital Stock

Welcome to Pennsylvania's business community. The Department of Revenue has been advised that you are authorized to conduct business in Pennsylvania. The above Revenue ID number has been assigned to your business for tax reporting purposes. Please reference this number on all correspondence with the department.

Carefully review your name, address and tax information above for accuracy. If no federal employer identification number (FEIN) is indicated, please provide this number to the department as soon as it is available from the federal government. Write the FEIN and other changes or additions in the top, right-hand corner above and return this letter to the PA DEPARTMENT OF REVENUE, PO BOX 280705, HARRISBURG PA 17128-0705.

FILING REQUIREMENTS

The taxes you are required to report annually are identified above. Tax reports must be filed timely, even if there is no business activity or if the first year in business is less than 12 months. You are obligated to pay timely and file tax returns until you formally dissolve your corporate charter, file an out of existence affidavit or cancel a license or authorization. Failure to file and pay timely may result in penalties and liens. For information on tax due dates, visit the department's website at www.revenue.state.pa.us.

Pay particular attention to the month your fiscal year ends, identified above, for the following reasons:

- For capital stock/foreign franchise, corporate net income and mutual thrift taxes, the first quarterly estimated payments are due within 75 days following the incorporation/authority date.
- A federal subchapter S corporation desiring not to be taxed as a PA S corporation is required to file Form REV-976 on or before the due date or extended due date of the first tax period for which it is to be in effect. REV-976 is available at www.revenue.state.pa.us.

SUBJECTIVITY TO CORPORATE TAXES FOR LIMITED LIABILITY COMPANIES AND BUSINESS TRUSTS

- According to Section 601 of the Tax Reform Code, limited liability companies and business trusts are considered corporations for purposes of capital stock/foreign franchise tax, regardless of how they file with the Internal Revenue Service (IRS).
- Under Section 401, any entity that files as a corporation with the IRS is subject to PA corporate net income tax. A limited liability company or business trust that does not file as a corporation with the IRS is not subject to the PA corporate net income tax.

ELECTRONIC FILING

Payments of \$10,000 or more must be remitted electronically. Register online through the department's e-Services Center at www.revenue.state.pa.us to send tax payments to the department online using e-TIDES.

The Department of Revenue appreciates your cooperation and wishes your business success in Pennsylvania. If you have any questions, visit the Online Customer Service Center at www.revenue.state.pa.us or call the Taxpayer Service & Information Center at 717-787-1064.

**PENNSYLVANIA DEPARTMENT OF STATE
 BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

Application for Registration of Fictitious Name
 54 Pa.C.S. § 311

| | | |
|---------------------------------------|--------------------|--------------------------|
| Name Frontenac Partners LLC | | |
| Address 5 Steeple Top Road | | |
| City Norwalk | State CT | Zip Code 06853 |

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
 FICTITIOUS NAME 3 Page(s)



Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:
Baseline Transportation

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:
Regional dry van trucking company.
Asset purchase of existing Baseline Transportation Inc.

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

| | | | | |
|-------------------------------|------------------|-----------|--------------|---------------|
| 1628 North 18th Street | Allentown | PA | 18104 | Lehigh |
| Number and street | City | State | Zip | County |

4. The name and address, including number and street, if any, of each individual interested in the business is:

| Name | Number and Street | City | State | Zip |
|-------------------------|---------------------------|----------------|-----------|--------------|
| Christa Campbell | 5 Steeple Top Road | Norwalk | CT | 06853 |
| Jason Rhodes | 5 Steeple Top Road | Norwalk | CT | 06853 |

RECEIVED
 2013 JUL 24 AM 11:27
 P.A.P.U.C.
 SECRETARY'S BUREAU

PA DEPT. OF STATE

APR 26 2013

PA DEPT. OF STATE
 MAY 20 2013

Dept. of State
 JUN 10 2013

5. Each entity, other than an individual, interested in such business is (are):

| | | |
|------------------------|----------------------|-------------------------|
| Frontenac Partners LLC | LLC | PA |
| Name | Form of Organization | Organizing Jurisdiction |

1628 North 18th Street Allentown, PA 18104

Principal Office Address

1628 North 18th Street Allentown, PA 18104

PA Registered Office, if any

| | | |
|------|----------------------|-------------------------|
| | | |
| Name | Form of Organization | Organizing Jurisdiction |

Principal Office Address

PA Registered Office, if any

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional: The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

22nd day of April, 2013

[Signature]
Individual Signature

Individual Signature

[Signature]
Individual Signature

Individual Signature

Frontenac Partners LLC

Entity Name
[Signature]
Signature

Entity Name
[Signature]
Signature

President
Title

Chairman
Title

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Consent to Appropriation of Name
(19 Pa. Code § 17.2)

Pursuant to 19 Pa. Code § 17.2 (relating to appropriation of the name of a senior corporation) the undersigned association, desiring to consent to the appropriation of its name by another association, hereby certifies that:

1. The name of the association executing this Consent of Name is:
Baseline Transportation Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):
(a) Number and Street City State Zip County
1628 N. 18th St. Allentown PA 18104 Lehigh
(b) Name of Commercial Registered Office Provider County
o/o

3. The date of its incorporation or other organization is:
November 2, 2000

4. The statute under which it was incorporated or otherwise organized is:
Business Stock (15 Pa. C.S. 1306)

5. The association(s) entitled to the benefit of this Consent of Name is(are):
Frontenac Partners LLC

6. The consenting association is about to (check one):
 Change its name Cease to do business Withdraw from doing business in PA is being wound up

IN TESTIMONY WHEREOF, the undersigned association has caused this consent to be signed by a duly authorized officer thereof
this 6 day of June, 2013.
Richard D. Edwards
Signature
President
Title



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

1200 New Jersey Ave., S.E.
Washington, DC 20590

SERVICE DATE
July 09, 2013

CERTIFICATE

MC-817397-C

U.S. DOT No. 2379816
FRONTERAC PARTNERS LLC
D/B/A BASELINE TRANSPORTATION
ALLENTOWN, PA

This Certificate is evidence of the carrier's authority to engage in transportation as a **common carrier of property (except household goods)** by motor vehicle in interstate or foreign commerce.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 387) and the designation of agents upon whom process may be served (49 CFR 366). The carrier shall also render reasonably continuous and adequate service to the public. Failure to maintain compliance will constitute sufficient grounds for revocation of this authority.

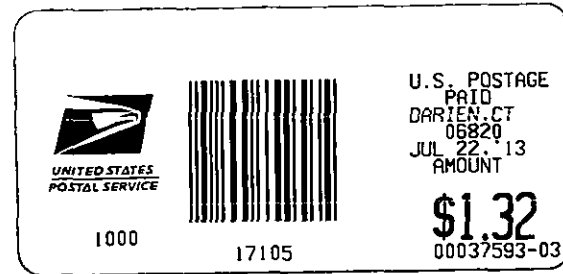
A handwritten signature in black ink, appearing to read "Jeffrey L. Secrist".

Jeffrey L. Secrist, Chief
Information Technology Operations Division

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety fitness rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.

CMO

Baseline Transportation
1628 N. 18th St.
Allentown, PA
18104.



Pennsylvania Public Utility Commission
PO Box 3265
Harvisburg, PA
17105-3265