

Democratic Caucus Secretary

47TH DISTRICT
JAMES E. ROSS
SENATE POST OFFICE
THE STATE CAPITOL
HARRISBURG, PA 17120-0030
(717) 787-3076

FORT MCINTOSH OFFICE BUILDING
855 SECOND STREET, 1ST FLOOR
BEAVER, PA 15009
(412) 774-0444

525 LAWRENCE AVENUE
2ND FLOOR
ELWOOD CITY, PA 16117
(412) 752-1444



Senate of Pennsylvania

COMMITTEES

AGRICULTURE AND RURAL AFFAIRS
COMMUNITY AND ECONOMIC DEVELOPMENT
MILITARY AND VETERANS AFFAIRS
RULES AND EXECUTIVE NOMINATIONS

PENNSYLVANIA EMERGENCY MANAGEMENT
AGENCY

September 24, 1985

RECEIVED

SEP 27 1985

SECRETARY'S OFFICE
Public Utility Commission

Mr. David Ehrhart, Chief
Public Utility Commission
Application Division
Bureau of Transportation
Room 409
Transportation & Safety Building
Harrisburg, PA. 17120

Dear Mr. Ehrhart:

Please find enclosed the application, and other pertinent exhibits for my constituents, Walter and Brian Debo of New Brighton, Pennsylvania, who have recently purchased a moving and storage company from Robert Gruber and now want it transferred to the Debo Moving and Storage Inc.

The application and the other papers have been drawn up by the Debo's Attorney, Paul Burlingame, Jr. and they should be correct.

Any assistance that you may be able to provide the Debo's in having this transfer reviewed and processed as soon as feasible, would be greatly appreciated.

Thank you very much in having this application reviewed and expeditiously processed, please advise my office of all further developments.

Sincerely,

A handwritten signature in cursive script that reads "James E. Ross".

JAMES E. ROSS

JER:djt
Enclosures:

RECEIVED

SEP 27 1985

Non-Rail Transportation
Public Utility Comm.



A-106548

RECEIVED

SEE INSTRUCTIONS ON BACK BEFORE PREPARING APPLICATION

SEP 27 1985

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Non-Rail Transportation Public Utility Comm. RECEIVED

SEP 27 1985

Application Docket

No. A-106548 SECRETARY'S OFFICE Public Utility Commission

Folder No. 1

In re: Application of DEBO MOVING AND STORAGE, INC. Transferee

for approval of the transfer and the beginning of the exercise of the

right as a common carrier, described at Docket No. A.82095 Contract-Common

Folder No. issued to Robert F. Gruber Transferor

for transportation of property Persons-Property

TO THE PENNSYLVANIA PUBLIC UTILITY COMMISSION:

The application of DEBO MOVING AND STORAGE, INC. (Full and correct name of transferee)

respectfully represents.

1. That the business address of applicant is:

1301 Allegheny Street New Brighton (Street and number) (City) PA 15066 (County) (State)

2. That the name of applicant's attorney is:

PAUL W. BURLINGAME, JR. 109 Dillon Street, Beaver Falls, PA (Name) (Address) 15010

3. That applicant is corporation (Individual, partnership or corporation)

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

That said trade name been registered with the Secretary of the Commonwealth on

(has or has not) 19, and with the Prothonotary of County on (Month and day) (County) (Month and day)

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.

Name	City	Address
APPL.		
COMPL.		
MVIC		
CHECKED BY		

DOCKETED APPLICATION DOCKET SEP 30 1985 ENTRY NO.

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 day of 19 (SEE EXHIBIT 1)

4. That applicant designates Walter J. DeBo, Sr. and Brian Keith DeBo (Name) (Address)

as the person upon whom service of any notice, process or order of the Public Utility Commission be made for him or it.

5. That applicant now holds the following certificates of public convenience or permits (include those issued by Interstate Commerce Commission) NONE

DOCUMENT FOLDER

6. That the applicant is 21 years of age or over YES (Yes) (No)

7. 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	VIN 1066204220730 Pa. Title C23345471	Truck	21,000 lbs.
	No.		Gross Weight
Tractors	No.		Gross Weight
Semi-trailers	No.		Gross Weight
Four-wheel trailers	No.		Gross Weight

BEGINNING

3. 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\$ 0
 Value of Personal Property\$ 12,560.00

LIABILITIES

Amount of Mortgages\$ 0
 Amount of Judgments\$ 0
 Amount of Other Liabilities\$ 5,000.00

N/A 9. That applicant now operates as a NO 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.)
not so involved or affiliated

11. That applicant proposes to render as a COMMON carrier by means of motor vehicles, the service authorized in the certificates or permits issued to Robert F. Gruber, as follows:
 (See instructions, Paragraph 4.) Common carrier of property, class "D" ^{Transferor} carrier of household goods and office furnishings. See Exhibit "C" hereof for statement of specific rights to be transferred.

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. Yes

13. That there are attached hereto copies of bilateral contracts between applicant and shippers (if proposed service is that of a contract carrier). NONE

14. That the total amount of consideration to be paid is \$2,500.00. That the consideration was determined as follows: Negotiations between Transferor and Transferees

That the consideration will be paid as follows: Cash transaction - \$500.00 handmoney, \$2,000.00 upon PUC approval of transfer.

15. That schedules A and B, hereof, are statements of the equipment and other property to be transferred.
 N/A Only the rights are being transferred.

16. That the following exhibits are attached hereto and made a part hereof:
 Exhibit C, being a copy of the sales agreement. (See Exhibit C-1 for Assignment)
 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 Robert F. Gruber as a common carrier, and DEBO MOVING AND STORAGE, 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 DEBO MOVING AND STORAGE, INC. hereby agrees to assume and pay any General Assessments that may be made, pursuant to Section _____ of the Public Utility Law, against Robert F. Gruber as a

18. (continued)

common carrier for and all operating periods up to the actual date of approval of transfer of the certificate. SEE EXHIBIT "F" HEREON.

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 Public Convenience under the provisions of the Pennsylvania Public Utility Law, extending 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 Walter J. DeBo Sr. Pres
Signed and dated this 23rd day of September 1985
Brian Keith DeBo Vice Pres

Transferor sign here Robert F. Gruber
Signed and dated this 23rd day of September 1985

COMMONWEALTH OF PENNSYLVANIA }
COUNTY OF BEAVER } SS:

Personally appeared before me, a Notary Public in and for said County and Commonwealth Walter J. DeBo Sr., President of DEBO MOVING AND STORAGE, INC. and Brian Keith DeBo, Vice-Pres. & 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 23rd day of September, 1985.

TERRY M. BURLINGAME, NOTARY PUBLIC
CHIPPEWA TOWNSHIP, BEAVER COUNTY
MY COMMISSION EXPIRES JUNE 5, 1989
Member, Pennsylvania Association of Notaries
Terry M. Burlingame
Signature of official authorized to administer oaths

AFFIDAVIT OF TRANSFEROR

COMMONWEALTH OF PENNSYLVANIA }
COUNTY OF BEAVER } SS:

Personally appeared before me, a Notary Public in and for said County and Commonwealth _____

ROBERT F. GRUBER 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 DEBO MOVING AND STORAGE, 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 23rd day of September, 1985.

TERRY M. BURLINGAME, NOTARY PUBLIC
CHIPPEWA TOWNSHIP, BEAVER COUNTY
MY COMMISSION EXPIRES JUNE 5, 1989
Member, Pennsylvania Association of Notaries
Terry M. Burlingame
Signature of official authorized to administer oaths

INSTRUCTIONS TO BE FOLLOWED IN PREPARING APPLICATION
No Application Will Be Accepted From a Minor

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	Year of Manufacture	Description					Date Purchased	Condition When Purchased (New or Used)	Original Cost	Cost of Additions, Betterments, and Improvements	Total Cost	Depreciation	Total Cost Less Depreciation	Estimated Present Value	Encumbrance
		Type of Body (3)	Engine Number (4)	Capacity (5)	Manufacturer's Number (6)	Miles Operated (7)									
(1)	(2)														
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	Date of Purchase, Installation or Construction	Original Cost	Depreciation	Original Cost Less Depreciation	Estimated Present Value	Encumbrance
(A)	(B)	(C)	(D)	(E)	(F)	(G)
Total columns C to G inclusive						

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

... of the ...
... of the ...
... of the ...
... of the ...
... of the ...

and subject to the following conditions, it is agreed that the service, accommodation or convenience of the ...

... that the certificate holder is limited and restricted to the operation of the motor vehicles as herein provided in the equal certificate, to the same extent as ...

... that the aforesaid ...
... in the ...
... in any proceeding ...
... to be ...
... certificate holder equal to the consideration ...
... and therefor, or equal to any value ...
... license ...
... to a ...

... that the aforesaid ...
... accounts ...
... to ...
... of ...

... that the aforesaid ...
... \$3,000 ...
... payable ...
... value ...
... recorded ...
... further adjustment ...
... to the date of ...

... that the certificate holder shall comply with all the provisions ...
... now existing, or as may hereafter be ...
... revised general order ...
... effective July 1, 1940, ...
... hereafter be revised, ...
... relations of ...
... shall ...
... as to ...
... of ...

... there will be ...
... the ...
... just ...
... the ...

William P. Kern

Donald ...

POOR ORIGINAL

Application of ROBERT F. CRUBER

SUPPLEMENTAL REPORT AND ORDER
MODIFYING CERTIFICATE OF PUBLIC CONVENIENCE

BY THE COMMISSION:

It appearing that part of the rights contained in the report and order issued under date of May 23, 1955 and certificate of public convenience issued thereunder to ROBERT F. CRUBER, are now contained in the supplemental report and order issued under date of June 22, 1964 to JOHN HILMER TRAMER, Inc., a corporation of the Commonwealth of Pennsylvania, at A. 38957, Folder 3, Am-D, and the matters and things involved having been duly considered by the Commission; THEREFORE,

NOV, to wit, June 22, 1964, IT IS ORDERED: That the report and order issued under date of May 23, 1955 and the certificate of public convenience issued thereunder to ROBERT F. CRUBER, be and is hereby modified and amended so as to ELIMINATE the following rights:

To transport, as a Class B carrier, property between points in the Borough of New Brighton, Beaver County, and within five (5) miles by the usually traveled highways of the limits of the said borough.

To transport, as a Class C carrier, property from points in the Borough of New Brighton, Beaver County, and within five (5) miles by the usually traveled highways of the limits of the said borough to points in Pennsylvania within twenty (20) miles by the usually traveled highways of the limits of the said borough.

To transport, as a Class C carrier, emergency shipments from points in the Borough of New Brighton, Beaver County, and within five (5) miles by the usually traveled highways of the limits of the said borough to points in Pennsylvania within seventy-five (75) miles by the usually traveled highways of the limits of the said borough for the American Telephone and Telegraph Company and The Bell Telephone Company of Pennsylvania.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

J. W. Reardon

Secretary

J. W. Reardon

Chairman

POWER ORIGINAL

EXHIBIT C-1

ASSIGNMENT of Public Utility Rights as granted by Agreement of Sale dated March 14, 1985 between ROBERT F. GRUBER, Transferror and BRIAN K. DEBO and WALTER J. DEBO, Transferees.

KNOW ALL MEN BY THESE PRESENTS that we, Brian K. DeBo a/k/a Brian Keith DeBo and Walter J. DeBo a/k/a Walter J. DeBo, Sr., (individuals), the undersigned, in consideration of the sum of ONE DOLLAR AND NO/100---- (\$1.00), the receipt of which is hereby acknowledged, have sold, assigned, transferred and set over and by these presents do sell, assign, transfer and set over all of our rights, title, interest, power and authority granted by Agreement of Sale dated March 14, 1985 between Robert F. Gruber, transferror and Brian K. DeBo and Walter J. DeBo, transferees, which Agreement is attached hereto, made a part hereof and incorporated by reference, to DeBo Moving and Storage, Inc. a/k/a DeBo Moving and Storage, Incorporated.

[Signature] (Witness)
AS TO ALL

Brian K. Debo
Brian K. DeBo, Transferee

Brian Keith Debo
Brian Keith DeBo, Transferee

Walter J. Debo
Walter J. DeBo, Transferee

Walter J. Debo Sr.
Walter J. DeBo, Sr., Transferee

DEBO MOVING AND STORAGE, INC.

By: *Walter J. Debo Sr. Pres.*
Walter J. DeBo, Sr., President

DEBO MOVING AND STORAGE, INC.

By: *Brian Keith Debo*
Brian Keith DeBo, Vice-Pres./Treas.

Dated: September 20, 1985

EXHIBIT "D"

AFFIDAVIT

I, ROBERT F. GRUBER, Transferor, do hereby swear and affirm that I shall pay and/or have paid, and agree to hold DEBO MOVING AND STORAGE, INC., Transferee, harmless from any and all unpaid business debts arising from my status as the holder of Public Utility Commission Class "D" Carrier Rights at Number A.82095 for all periods of time that I, ROBERT F. GRUBER, Transferor, shall hold such rights.

Robert F. Gruber

Robert F. Gruber

Sworn to and subscribed before me,
a Notary Public, this 23rd day
of September, 1985.

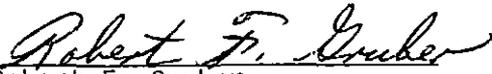
Terry M. Burlingame
NOTARY PUBLIC

My Commission Expires: **TERRY M. BURLINGAME, NOTARY PUBLIC
CHIPPEWA TOWNSHIP, BEAVER COUNTY
MY COMMISSION EXPIRES JUNE 5, 1989
Member, Pennsylvania Association of Notaries**

EXHIBIT "E"

I, ROBERT F. GRUBER, transferor of Public Utility Commission Courier Rights, as described at docket no. A-82095 swear and affirm that the following represents a statement of my gross common carrier intrastate operating revenue for each of the past three (3) years:

- (a) 1982 - \$4,221.00
- (b) 1983 - \$5,529.00
- (c) 1984 - \$4,762.00


Robert F. Gruber

Sworn to and subscribed before me
a Notary Public, this 17th day of
September, 1985.


NOTARY PUBLIC

My Commission Expires:

**TERRY M. BURLINGAME, NOTARY PUBLIC
CHIPPEWA TOWNSHIP, BEAVER COUNTY
MY COMMISSION EXPIRES JUNE 5, 1989
Member, Pennsylvania Association of Notaries**

EXHIBIT "F"

AFFIDAVIT

I, ROBERT F. GRUBER, Transferor, do hereby swear and affirm that I shall pay and/or reimburse and/or hold harmless DEBO MOVING AND STORAGE, INC. for any and all General Assessments that may be made pursuant to Section 1201 of the Public Utility Law, against ROBERT F. GRUBER, as a common carrier for any and all periods up to the actual date of the approval of the transfer of the certificate of Public Convenience from Robert F. Gruber (Transferor) to DEBO MOVING AND STORAGE, INC. (Transferee).

Robert F. Gruber

Robert F. Gruber

Sworn to and subscribed before me,
a Notary Public, this 17th day
of September, 1985.

Terry M. Burlingame
NOTARY PUBLIC

My Commission Expires:

**TERRY M. BURLINGAME, NOTARY PUBLIC
CHIPPEWA TOWNSHIP, BEAVER COUNTY
MY COMMISSION EXPIRES JUNE 5, 1989
Member, Pennsylvania Association of Notaries**

EXHIBIT 1

CHARTER PURPOSE

Notice is hereby given that Articles of Incorporation were filed with and approved by the Department of State of the Commonwealth of Pennsylvania, at Harrisburg, Pa., on the 19th day of August, 1985 for the purpose of obtaining a *Certificate of Incorporation of a business corporation* which was organized under the Business Corporation Law of the Commonwealth of Pennsylvania, approved May 5, 1933. P.L. 364, as amended. The name of the corporation is DEBO MOVING AND STORAGE, INC. The purpose or purposes for which it was organized: To transport, as a PUC Class D Carrier, by motor vehicle, household goods and office furnishings. In addition, the corporation shall have unlimited power to engage in and do any lawful act concerning any or all lawful business for which a corporation may be incorporated under the Business Corporation Law of Pennsylvania as amended.

Paul W. Burlingame, Jr.
Attorney at Law
109 Dillon Street
Beaver Falls, PA 15010

DSCR204 (Rev. 81)

ARTICLES OF INCORPORATION
(PREPARE IN TRIPLICATE)

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE - CORPORATION BUREAU
308 NORTH OFFICE BUILDING, HARRISBURG, PA 17120

PLEASE INDICATE (CHECK ONE) TYPE CORPORATION:

- DOMESTIC BUSINESS CORPORATION
- DOMESTIC BUSINESS CORPORATION
A CLOSE CORPORATION - COMPLETE BACK
- DOMESTIC PROFESSIONAL CORPORATION
ENTER BOARD LICENSE NO.

FEE
\$75.00

010 NAME OF CORPORATION (MUST CONTAIN A CORPORATE INDICATOR UNLESS EXEMPT UNDER 15 P.S. 2908 B)

DEBO MOVING AND STORAGE, INC.

011 ADDRESS OF REGISTERED OFFICE IN PENNSYLVANIA (P.O. BOX NUMBER NOT ACCEPTABLE)

1301 Allegheny Street

012 CITY

New Brighton

033 COUNTY

Beaver (04)

013 STATE

PA

064 ZIP CODE

15066

050 EXPLAIN THE PURPOSE OR PURPOSES OF THE CORPORATION

To transport, as a PUC Class D Carrier, by motor vehicle, household goods and office furnishings. In addition, the corporation shall have unlimited power to engage in and do any lawful act concerning any or all lawful business for which a corporation may be incorporated under the Business Corporation Law of Pennsylvania as amended.

(ATTACH 8 1/2 x 11 SHEET IF NECESSARY)

The Aggregate Number Shares, Classes of Shares and Par Value of Shares Which the Corporation Shall have Authority to Issue:

040 Number and Class of Shares	100 common	041 Stated Par Value Per Share If Any	\$1.00	042 Total Authorized Capital	\$100.00	031 Term of Existence	perpetual
--------------------------------	------------	---------------------------------------	--------	------------------------------	----------	-----------------------	-----------

The Name and Address of Each Incorporator, and the Number and Class of Shares Subscribed to by each Incorporator

060 Name	061, 062 063, 064 Address (Street, City, State, Zip Code)	Number & Class of Shares
Walter J. DeBo, Sr.	821 Grove Avenue, New Brighton, PA 15066	50 common
Brian Keith DeBo	821 Grove Avenue, New Brighton, PA 15066	50 common
(ATTACH 8 1/2 x 11 SHEET IF NECESSARY)		

IN TESTIMONY WHEREOF, THE INCORPORATOR (S) HAS (HAVE) SIGNED AND SEALED THE ARTICLES OF INCORPORATION THIS 15th DAY OF August 19 85.

Walter J. DeBo, Sr.
Walter J. DeBo, Sr. - President

Brian Keith DeBo
Brian Keith DeBo - Vice-President/Treasurer

- FOR OFFICE USE ONLY -

030 FILED AUG 19 1985	002 CODE	003 REV BOX	SEQUENTIAL NO.	100 MICROFILM NUMBER 85581269	
	REVIEWED BY	004 SICC	AMOUNT	001 CORPORATION NUMBER 882858	
DATE APPROVED	\$		INPUT BY <i>[Signature]</i>	LOG IN	LOG IN (REFILE)
DATE REJECTED	CERTIFY TO	VERIFIED BY <i>[Signature]</i>		LOG OUT	
MAILED BY	DATE	<input type="checkbox"/> REV.			
		<input type="checkbox"/> L & I			
		<input type="checkbox"/> OTHER			

William R. Davis
Secretary of the Commonwealth
Department of State
Commonwealth of Pennsylvania

1. The following provisions shall regulate the status of the corporation as a close corporation:

(a) (Strike out(i) or (ii) below, whichever is not applicable.)

(i) All of the issued shares of the corporation of all classes, exclusive of treasury shares, shall be held of record by not more than 10 persons.
(NUMBER NOT TO EXCEED 30)

~~(ii)~~ All of the issued shares of the corporation of all classes, exclusive of treasury shares, shall be held of record by not more than the smaller of [ten] fifteen "shareholders" within the meaning of Subchapter S of the Internal Revenue Code of 1954, as amended, or 30 persons.

(b) All of the issued shares of all classes of the corporation shall be subject to one or more of the restrictions on transfer permitted by section 613.1 of the Business Corporation Law (15 P.S. § 1613.1).

(c) The corporation shall make no offering of any of its shares of any class which would constitute a "public offering" within the meaning of the Securities Act of 1933, as amended.

2. (Optional: BCL § 372B) A person (other than an estate) who is not an "individual" or who is a "non-resident alien," in either case within the meaning of the Internal Revenue Code of 1954, as amended ("Code"), shall not be entitled to be a holder of record of shares of the corporation. Only a person whose consent is currently in effect to the election of the corporation to be treated as an electing small business corporation under Subchapter S of the Code and a shareholder who has not affirmatively refused to consent to the election within sixty days after he acquires his stock, shall be entitled to be a holder of record of shares of the corporation.

3. (Optional: BCL § 382) The business and affairs of the corporation shall be managed by the shareholders of the corporation rather than by a board of directors.

4. (Optional: § 376B) The status of the corporation as a "close corporation" within the meaning of the Business Corporation Law shall not be terminated without the affirmative vote or written consent of (all holders of) (shareholders holding _____ of the) shares of all classes of the corporation.
(FRACTION AT LEAST TWO-THIRDS)

5. (Optional: BCL § 384B) (Any shareholder) (shareholders holding _____ of the shares) of the corporation may apply for the appointment of a provisional director of the corporation in the manner and upon the circumstances provided by statute.
(FRACTION)

6. (Optional: BCL § 386) (Any shareholder) (shareholders holding _____ of the shares) of the corporation shall have the right at will to cause the corporation to be dissolved by proceeding in the manner provided by statute.
(FRACTION)

RECEIVED
1985 JUN 19 AM 9 33
DEPT. OF STATE

AGREEMENT OF SALE

THIS AGREEMENT, made this 14th day of March, 1985, by and between ROBERT F. GRUBER, of Beaver Falls, Pennsylvania, hereinafter referred to as "Transferor", and BRIAN K. DEBO and WALTER J. DEBO, individuals who plan to incorporate and who will be t/a/d/b/a DEBO'S MOVING AND STORAGE, INCORPORATED, hereinafter referred to as "Transferees";

WITNESSETH:

1. For and in consideration of the sum of TWO THOUSAND FIVE HUNDRED (\$2,500.00) DOLLARS, to be paid in the manner more fully hereinafter described, Transferor hereby sells, assigns and transfers to Transferees the portion of the certificate of public convenience held by Transferor at Docket No. A. '82095 reading as follows:

To transport, as a Class D Carrier, by motor vehicle, household goods and office furnishings in use between points in the Borough of New Brighton, Beaver County, and within ten (10) miles by the usually traveled highways of the limits of the said borough;

To transport, as a Class D carrier, by motor vehicle, household goods and office furnishings in use from points in the Borough of New Brighton, Beaver County, and within ten (10) miles by the usually traveled highways of the limits of the

said borough to points in Pennsylvania within forty (40) miles by the usually traveled highways of the point of origin, and visa versa.

2. It is agreed and understood that only the above-mentioned two paragraphs are included in this transaction and that the rights, privileges and restrictions as stated in said two paragraphs are subject to restrictions, conditions and regulations heretofore and hereafter established by the Pennsylvania Public Utility Commission.

3. Paragraphs of the certificate of public convenience at Docket No. A. 82095 as granted to Transferor and as apply to a class "B" and class "C" carrier were sold by Transferor by Agreement of Sale dated February 20, 1964 and are not part of this transaction and the rights, privileges and restrictions granted by said three (3) paragraphs are not part of this transaction. Therefore, the parties hereto agree and understand that only the rights, privileges and restrictions granted by the Pennsylvania Public Utility Commission as stated in the above-mentioned two (2) paragraphs and as apply to a class "D" carrier apply to this transaction and that said commission customarily requires such a restriction where portions of authority are being transferred.

4. No other property of any kind or nature is involved in this transaction.

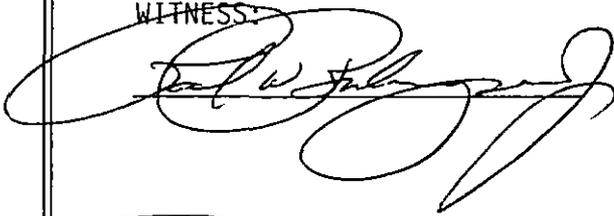
5. Transferor agrees, promises and covenants that all business debts arising out of the conduct of Transferor's business under the authority herein involved are paid or shall be paid prior to the consummation of this transaction; and further, that Transferor shall hold Transferees harmless from any debts, demands, judgments or obligations of any kind arising out of the said conduct of business by Transferor.

6. Transferor agrees, promises and covenants that all general assessments to which have been made against Transferor as a common carrier pursuant to Section 1201 of the Public Utility Law, have been paid or shall be paid by Transferor; and further, that any such general assessments that may be paid by Transferees herein on behalf of Transferor shall be reimbursed by Transferor to Transferees.

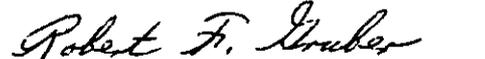
7. The said consideration price shall be paid as follows: Transferor acknowledges receipt of the sum of FIVE HUNDRED (\$500.00) DOLLARS paid as down-payment on the transaction. The balance of TWO THOUSAND (\$2,000.00) DOLLARS shall be paid to Transferor by Transferees in cash or certified check upon consummation of the transaction following approval of the transfer by the Pennsylvania Public Utility Commission. In the event the transfer is refused for any reason by the Pennsylvania Public Utility Commission, the FIVE HUNDRED (\$500.00) DOLLARS down-payment shall be returned to Transferees forthwith and this agreement shall be null and void thereafter.

IN WITNESS WHEREOF, the parties have hereunto placed their hands and seals this 14th day of March, 1985.

WITNESS:



TRANSFEROR:


Robert F. Gruber

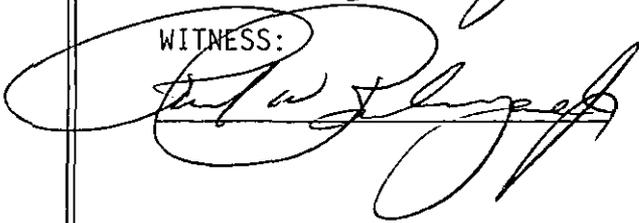
WITNESS:



TRANSFeree:


Brian K. Debo

WITNESS:



TRANSFeree:


Walter J. Debo