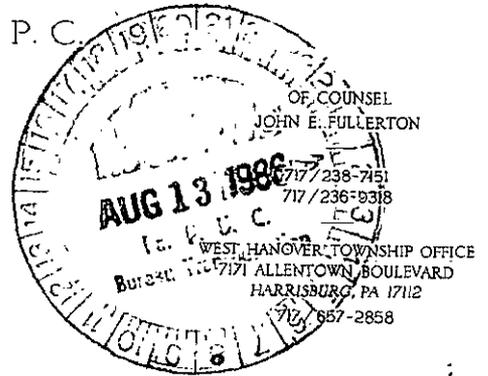


LAW OFFICES OF  
GRAF. KNUPP & ANDREWS, P. C.

CAMERON MANSION  
407 NORTH FRONT STREET  
P. O. BOX 11848  
HARRISBURG, PA 17108-1848

ROBERT EWING KNUPP (1932-1976)  
CHRISTIAN V. GRAF  
ROBERT L. KNUPP  
FREDERICK W. ANDREWS  
ROBERT D. KODAK  
DAVID H. RADCLIFF  
WILLIAM J. FULTON  
KEVIN R. DERR

August 12, 1986



The Secretary  
PaPUC  
Harrisburg, PA 17120

RE: A. A-107087  
INDEPENDENT FREIGHTWAY INC.  
(Transfer part-Noerr Mtr Frt)

**RECEIVED**

**AUG 13 1986**

**SECRETARY'S OFFICE  
Public Utility Commission**

Dear Sir:

Filed herewith are the following applications (original and one copy) of Independent Freightway Inc.:

1. Permanent for approval of the transfer to it of all the Class D operating rights held by Noerr Motor Freight Inc. at A. 75088, including all folders, together with its check #62861 in amount of \$125 for filing fee.
2. ETA to operate said rights and check #62813 in amount of \$50 for filing fee.
3. TA to operate said rights and check #62862 in amount of \$75 for filing fee.

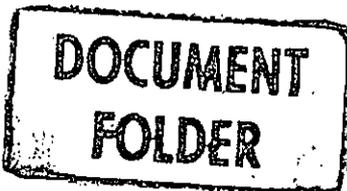
The other copy of each application with attachments has been filed directly with the Bureau of Transportation.

Yours truly,

*John Fullerton*  
JOHN FULLERTON

F/r  
encls.

cc: Transferor - Noerr  
Transferee - Independent Freightway



A-107087

RECEIVED

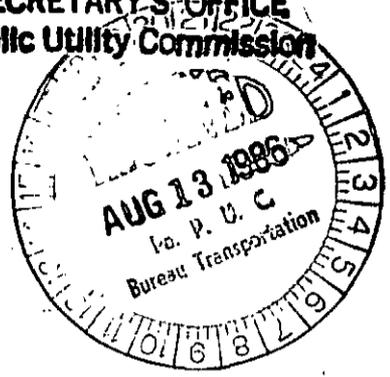
PUC-190  
(Rev 11/85)

AUG 13 1986

APPLICATION FOR APPROVAL OF TRANSFER  
AND EXERCISE OF COMMON OR CONTRACT CARRIER RIGHTS

SECRETARY'S OFFICE  
Public Utility Commission

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION



Application of Independent Freightway Inc.  
(Applicant/Transferee)

for approval of the transfer and to exercise the right

as a common carrier, described at Docket  
common-contract

No. A.75088 all Folder ~~NOT~~ Class "D" Issued to

Noerr Motor Freight Inc.

Transferor

for transportation of property  
persons-property

PUC Use Only  
Docket No. A-107087  
Folder No. 1

DOCKETED  
APPLICATION DOCKET  
SEP 3 1986  
ENTRY No. [Signature]

SEE INSTRUCTIONS BEFORE COMPLETING APPLICATION

- Independent Freightway Inc.  
(Full and correct name of applicant/transferee)
- N/A  
(Trade name, if any)

The trade name N/A been registered with the Secretary of the  
(has or has not)

Commonwealth on N/A (attach copy of stamped registration form).  
(date)

- 3842 Pyramid Drive 7013  
(Business Street Address) (P.O. Box, if any)  
Rockford IL 61125 (815)874-5812  
City State Zip Telephone

- Applicant's attorney (for this application) is:  
John Fullerton 407 N.Front St Harrisburg, PA 17101 (717)236-9318  
(Name) (Address) (Telephone)

- Any notice, process or order of the PUC should be served upon:  
John Fullerton same as above  
(Name) (Address)

- Applicant does not hold Pa. PUC authority under Docket  
(does or does not)  
Number N/A and operates as a N/A carrier.  
(common or contract)

- Applicant does hold Interstate Commerce Commission authority  
does or does not  
Docket No. MC-161864

DOCUMENT  
FOLDER

BEGINNING

APPL.   
COMPL.   
MVIC.   
CHECKED BY [Signature]

A-107087

8. Applicant is (check one):

Individual. N/A

Partnership. Attach copy of partnership agreement and list names and addresses of partners below (use additional sheet if necessary).

N/A

(Name)

(Address)

Corporation. Organized under the laws of the State of Delaware and qualified to do business in Pennsylvania by registering with the Secretary of the Commonwealth on July 14 '86 (Attach copy of Certificate of Incorporation or Authority and statement of charter purpose). Include as an attachment a list of corporate officers and their titles and the names, addresses and number of shares held by each stockholder. Attached

9. If applicant, its stockholders or partnership members are in control of or affiliated with any other carrier, state name of carrier(s), Docket Number(s) and nature of control or affiliation.

N/A

10. Applicant proposes to acquire <sup>all</sup> part (Class D) of the operating rights (all or part)

now held by transferor. Attach sheet describing rights to be transferred to applicant and rights to be retained by transferor, if any. If any rights are to be omitted, give reasons. \*see below

11. The reason for the transfer is transferor's inability to operate profitably and resulting financial insolvency. It has filed its petition for relief under Chapter 11 of the US Bkcty Code with the US Bkcty Ct for the MD of PA at Case No. 1-86-00731. Transferor has filed a motion with the Court for approval of this sale. See attached notice of proposed sale.

12. The total amount of consideration to be paid is \$ 17,500 and was determined as follows: arms length negotiation - see attached Agreement of Sale.

and will be paid as follows: at consummation of transaction.

\* Transferee cannot operate the Class "A" rights since it is not geared to handle ltl shipments and break bulk.

13. Applicant is financially able to furnish adequate service to the public and submits Schedule "C" as a statement of financial condition. Attached

14. Attach the following, as appropriate (check those attached):

Sales Agreement. (Required)

Partnership Agreement. N/A

Trade Name registration certificate. N/A

Certificate of Incorporation or Authority.

Statement of corporate charter purpose.

List of corporate officers and stockholders.

see below \*  List of equipment to be used to render service. (summarize by type)

Operating authority to be transferred/retained.

Equipment and other property to be transferred. (Schedules "A" & "B")

Statement of Financial Condition (Schedule "C")

Bilateral contract(s), if transferring contract carrier rights. N/A

Statement of unpaid business debts of transferor and how they will be satisfied. to be decided by Bankruptcy Court

Copy of short form certificate showing date of death of transferor and name of executor/trix. N/A

15. Transferor attests that all general assessments and fines are paid, that no annual reports are due and agrees to continue to render the service which is to be transferred until this application is approved, whereupon transferor will surrender said certificate or permit for cancellation.

16. Transferee agrees to assume and pay any General Assessments that may be made against transferor as a common carrier for any and all operating periods up to the actual date of approval of the transfer.

WHEREFOR, Transferee and Transferor pray that the Commission grant the Transfer as herein requested.

Transferee sign here: INDEPENDENT FREIGHTWAY, INC. \_\_\_\_\_  
(Corporate Seal) (each partner must sign) (Date)

BY: Brian C. Kinsey Vice President 7-2-86  
Brian C. Kinsey, VP

Transferor sign here: NOERR MOTOR FREIGHT INC. \_\_\_\_\_  
(Corporate Seal)

BY: Richard C. Noerr Sr. President 7-15-86  
Richard C. Noerr Sr., Pres.

\* Vehicle equipment to be used:

15 tractors; 25 semitrailers

THIS MUST BE COMPLETED BY NOTARY PUBLIC

AFFIDAVIT OF TRANSFEROR/SELLER (Natural Person)

COMMONWEALTH OF PENNSYLVANIA :  
: ss:  
\_\_\_\_\_ County :

\_\_\_\_\_, being duly sworn (affirmed) according to law, deposes and says that the facts above set forth are true and correct; or are true and correct to the best of his knowledge, information and belief and he expects to be able to prove the same at the hearing hereof.

\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this \_\_\_\_\_  
day of \_\_\_\_\_ 19 \_\_\_\_\_  
My Commission Expires \_\_\_\_\_

\_\_\_\_\_  
Signature of Official Administering Oath

AFFIDAVIT OF TRANSFEROR/SELLER (Corporation)

COMMONWEALTH OF PENNSYLVANIA :  
: ss:  
Dauphin County :

Richard C. Noerr, Sr., being duly sworn (affirmed) according to law, deposes and says that he is President of Noerr Motor (Office of Affiant)

Freight, Inc., D.I.P.; that he is authorized to and does make (Name of Corporation)

this affidavit for it; and that the facts above set forth are true and correct; or are true and correct to the best of his knowledge, information and belief and that he expects the said Noerr Motor Freight, Inc., D.I.P. (Name of Corporation)

to be able to prove the same at the hearing hereof.

\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this 15<sup>th</sup>  
day of July 19 86  
My Commission Expires \_\_\_\_\_

SHANNON ROSE ROSKOPF, NOTARY PUBLIC  
HARRISBURG, DAUPHIN COUNTY  
MY COMMISSION EXPIRES NOV. 21, 1988  
Member, Pennsylvania Association of Notaries

\_\_\_\_\_  
Signature of Official Administering Oath

THIS MUST BE COMPLETED BY NOTARY PUBLIC

AFFIDAVIT OF TRANSFEREE/APPLICANT (Natural Person)

COMMONWEALTH OF PENNSYLVANIA :  
 : ss:  
 \_\_\_\_\_ County :

\_\_\_\_\_, being duly sworn (affirmed) according to law, deposes and says that the facts above set forth are true and correct; or are true and correct to the best of his knowledge, information and belief and he expects to be able to prove the same at the hearing hereof.

\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this \_\_\_\_\_

day of \_\_\_\_\_ 19 \_\_\_\_\_

My Commission Expires \_\_\_\_\_

\_\_\_\_\_  
Signature of Official Administering Oath

AFFIDAVIT OF TRANSFEREE/APPLICANT (Corporation)

COMMONWEALTH OF PENNSYLVANIA :  
 : ss:  
Dauphin County :

BRIAN C. KINSEY, being duly sworn (affirmed) according to law, deposes and says that he is VP & Asst/Sec. of Independent  
(Office of Affiant)

Freightway, Inc.; that he is authorized to and does make  
(Name of Corporation)

this affidavit for it; and that the facts above set forth are true and correct; or are true and correct to the best of his knowledge, information and belief and that he expects the said INDEPENDENT FREIGHTWAY, INC.  
(Name of Corporation)

to be able to prove the same at the hearing hereof.

Brian C. Kinsey  
Brian C. Kinsey

Sworn and subscribed before me this 15<sup>th</sup>

day of July, 1986.

My Commission expires:

Shannon Rose Roskopf  
Notary Public

SHANNON ROSE ROSSKOPF, NOTARY PUBLIC  
HARRISBURG, DAUPHIN COUNTY  
MY COMMISSION EXPIRES NOV. 21, 1988  
Member, Pennsylvania Association of Notaries

**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 (1)	Year of Manufacture (2)	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 _____						

AGREEMENT

THIS AGREEMENT executed this 15<sup>th</sup> day of July, 1986 and entered into as of the 10th day of June, 1986 by and between NOERR MOTOR FREIGHT, INC., a Pennsylvania corporation and Debtor-in-Possession under Chapter 11 of the Bankruptcy Code, which maintains its principal place of business at 205 Washington Avenue, Lewistown, Pennsylvania 17044 (hereinafter "Seller") and INDEPENDENT FREIGHTWAY, INC., a Delaware corporation maintaining its principal place of business at 3482 Pyramid Drive, Rockford, Illinois 61125-7013 (hereinafter "Buyer").

WHEREAS, Seller as part of its attempt to reorganize its operations seeks to sell its operating authority as certificated by the Pennsylvania Public Utility Commission and the Public Service Commission of Indiana as more particularly described on Exhibits "A" and "B", respectively, which are attached hereto and made a part hereof (hereinafter individually the "Pennsylvania operating authority" and the "Indiana operating authority" and collectively the "operating authority") and the goodwill related to its interstate common carrier operations (hereinafter the "goodwill");

EXHIBIT "A"

WHEREAS, Buyer desires to purchase the operating authority and the goodwill under and subject to the terms and conditions hereinafter contained.

NOW, THEREFORE, WITNESSETH that, in consideration of the mutual covenants and agreements hereinafter contained and intending to be legally bound hereby, Seller and Buyer covenant and agree as follows:

1. At closing, Seller by bill of sale prepared by its attorneys agrees to release and to quitclaim the operating authority and the goodwill unto Buyer for a purchase price in the aggregate amount of SEVENTY THOUSAND DOLLARS (\$70,000.00). The purchase price shall be paid by Buyer to Seller in installments: FIFTY THOUSAND DOLLARS (\$50,000.00) on June 11, 1986, receipt of which Seller hereby acknowledges, and TWENTY THOUSAND DOLLARS (\$20,000.00) at closing by certified check payable to Seller or by wire transfer into an account designated by Seller. The purchase price is allocated SEVENTEEN THOUSAND FIVE HUNDRED DOLLARS (\$17,500.00) to the Pennsylvania operating authority, and TWO THOUSAND FIVE HUNDRED DOLLARS (\$2,500.00) to the Indiana operating authority and FIFTY THOUSAND DOLLARS (\$50,000.00) to the goodwill.

2. Closing shall occur at the offices of Seller's attorneys within fifteen (15) days after receipt of all final regulatory approval and the final approval of the United States Bankruptcy Court for the Middle District of Pennsylvania (hereinafter the "Bankruptcy Court"). As used herein, the term "all final regulatory approval" means final approval by the Pennsylvania Public Utility Commission (PUC) and the Public Service Commission of Indiana (PSC) of the sale and purchase of the operating authority hereunder to the extent required by law. Simultaneously herewith or promptly hereafter, Buyer, at its expense, shall prepare, file and prosecute before the PUC and the PSC such applications as are necessary to attempt to secure all final regulatory approval. Seller, at Buyer's expense, shall execute such documents as may be necessary to attempt to secure all final regulatory approval. Buyer and its attorneys shall pursue such applications diligently and in good faith. Buyer shall pay all attorneys' fees, expenses and filing fees incurred in attempting to secure all final regulatory approval.

3. Buyer acknowledges that Seller filed a Petition for Relief under Chapter 11 of the Bankruptcy Code on July 3, 1986 in the Bankruptcy Court; that relief was ordered; and that Seller for periods thereafter will operate its business

including its business under the operating authority as a Debtor-in-Possession in accordance with bankruptcy law under and subject to the jurisdiction of the Bankruptcy Court.

Seller, at its expense, shall attempt to secure the Bankruptcy Court's final approval of the sale and purchase of the operating authority and the goodwill as herein described.

Seller shall attempt to secure such final approval diligently and in good faith. Seller, at its expense, shall execute such documents and make such appearances before the Bankruptcy Court as may be necessary to attempt to secure its final approval of the sale and purchase of the operating authority and the goodwill as herein described.

4. If permitted by the Bankruptcy Court before all final regulatory approval and the final approval of the Bankruptcy Court are secured, Buyer, at its expense, may prepare, file and prosecute applications with the PUC and the PSC seeking emergency temporary authority or temporary authority to provide common carrier service under the Pennsylvania operating authority or the Indiana operating authority. Seller, at Buyer's expense, shall execute such documents as may be necessary to prepare, file and prosecute such applications, if permitted by the Bankruptcy Court.

5. If all final regulatory approval and the final approval of the Bankruptcy Court are not secured by August 1, 1987, then, at Buyer's option, this Agreement shall terminate and in that event neither Buyer nor Seller shall have any duty, liability or obligation hereunder. Until closing or until otherwise ordered by the Bankruptcy Court or a regulatory agency with competent jurisdiction, Seller, at its expense, shall continue to conduct its business under the operating authority as Debtor-in-Possession in accordance with bankruptcy law under and subject to the jurisdiction of the Bankruptcy Court, the PUC and the PSC.

6. Seller represents and warrants that Seller has obtained the agreement of its President, Richard C. Noerr, Sr., to execute a covenant not to compete substantially in form and in substance as attached hereto as Exhibit "C" and made a part hereof (hereinafter the "covenant"). Seller, at its expense, shall obtain and deliver to Buyer at closing the covenant executed by Richard C. Noerr, Sr.

7. If the sale and purchase of the operating authority and the goodwill as herein described are consummated, Buyer, subject to its right of reimbursement from Noerr, Inc. as hereinafter provided, covenants and agrees to fund any

refund, which is payable by reason of the escrow fund heretofore established by Seller, to any owner operator who paid an escrow deposit to Seller to secure his duties and obligations to Seller; provided, however, that Buyer's said refund obligation shall not exceed EIGHTY THOUSAND DOLLARS (\$80,000.00) and also that Buyer shall have the right to setoff against any such refund the amount of any claim which Seller may have against any such owner operator. This covenant and agreement shall survive closing. At closing by assignment prepared by Seller's attorney, Seller shall quitclaim unto Buyer Seller's claims against the owner operators which form a basis for such right to setoff. By its joinder attached hereto and made a part of this paragraph seven, Noerr, Inc. hereby agrees to reimburse Buyer for any escrow deposit refunded by Buyer to an owner operator at the rate of 1% of the commissions payable from time to time by Buyer to Noerr, Inc. under their Agency Agreement dated June 10, 1986.

8. At or before closing, Buyer shall reimburse Seller not more than FIFTY THOUSAND DOLLARS (\$50,000.00) for license and registration fees paid by Seller to the Commonwealth of Virginia and the Commonwealth of Pennsylvania in 1986 for the registration of Seller's Virginia and Pennsylvania tractor fleet (leased or owned) during 1986.

Seller hereby acknowledges receipt of FORTY ONE THOUSAND DOLLARS (\$41,000.00) of such reimbursement on July 2, 1986. Such reimbursement shall be at the rate of ONE THOUSAND DOLLARS (\$1,000.00) per tractor leased by Seller to Buyer under Buyer's mileage pay hauling program.

9. This Agreement shall be binding upon and inure to the benefit of the parties, their respective successors and assigns. Except to the extent governed or controlled by bankruptcy law or Indiana public utility law, this Agreement shall be interpreted, construed and governed by the laws of the Commonwealth of Pennsylvania.

10. This Agreement constitutes the entire agreement between Buyer and Seller and supersedes all prior agreements or understandings, whether oral or in writing, on the sale and purchase of the operating authority and the goodwill as herein described. This agreement or any term or provision hereof may be changed, waived, discharged or terminated only by an instrument in writing signed by the party against whom the enforcement of any such change, waiver, discharge or termination is sought. Neither this Agreement nor any term or provision hereof may be changed, waived, discharged or terminated orally.

11. All notices, requests, demands and other communications hereunder shall be in writing, and shall be deemed to have been duly given if delivered or mailed by certified mail, postage prepaid, if to Buyer to John E. Fullerton, Esquire, P.O. Box 11848, Harrisburg, Pennsylvania 17108-1848 and if to Seller to Lloyd R. Persun, Esquire, P.O. Box 729, Harrisburg, Pennsylvania 17108-0729.

12. This Agreement is being executed simultaneously in one or more counterparts, each of which shall be deemed an original, but all of such together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed the day and year above first written.

SELLER:

NOERR MOTOR FREIGHT, INC.

By: *Lloyd R. Persun*  
President

[CORPORATE SEAL]

BUYER:

INDEPENDENT FREIGHTWAY, INC.

By: *Diana C. Jensen*  
Vice President

[CORPORATE SEAL]

GROUP Land Transportation

FULL CORPORATE NAME: INDEPENDENT FREIGHTWAY, INC.\*

PRINCIPAL OFFICE: Suite ABC - Pyramid Bldg., 3482 Pyramid Drive, Rockford, Ill 61109

DATE AND JURISDICTION OF INCORPORATION: July 13, 1981 -- Delaware

OTHER JURISDICTIONS IN WHICH QUALIFIED: California - 4/10/84; Illinois - 2/3/83; Idaho - 1/16/84; Wisconsin - 5/3/84

NAME AND ADDRESS OF STATUTORY AGENT: The Corporation Trust Company,  
Corporation Trust Center,  
1209 Orange Street, Wilmington, Delaware 19801

DATE OF ACQUISITION: N/A

IMMEDIATE PARENT: Transportation System, Inc. OWNERSHIP OF STOCK BY PARENT: 100%

STOCK STRUCTURE: Authorized: 20,000 shs. Outstanding: 10 shs. P.V. \$100.00

DATE OF ANNUAL MEETING: Second Monday in June

BOARD OF DIRECTORS

No.: 3 - 7  
Quorum: Majority

Jeffrey C. Crowe  
Katherine E. Knox  
Robert Wheaton

OFFICERS

President	Jeffrey C. Crowe
Vice President	Brian Kinsey
Secretary	Katherine E. Knox
Treasurer	Robert E. Hoyt
Assistant Secretaries:	Roger Davey Brian Kinsey Dennis Owen

\*Incorporated as Nationwide Express System, Inc.  
Name changed April 21, 1982 to Nationwide Express  
Service, Inc. Changed on June 29, 1982 to  
Independent Freightway, Inc.

Commonwealth of Pennsylvania  
Department of State

86431343



CERTIFICATE OF AUTHORITY

To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Corporation Law, a Foreign Corporation is required to obtain a "Certificate of Authority" before it may do business in the Commonwealth and

Whereas, INDEPENDENT FREIGHTWAY, INC.

has presented to the Department of State an Application for the same, and in accordance with the requirements of the law, has designated as its registered office in this Commonwealth

C/O C T CORPORATION SYSTEM 123 SOUTH BROAD STREET  
PHILADELPHIA, PA 19109

Therefore, Know Ye, I Do By These Presents, issue unto such corporation, this Certificate of Authority to transact in the Commonwealth of Pennsylvania the business of

TRANSPORTATION SERVICES

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 14th day of July in the year of our Lord one thousand nine hundred and eighty-six and of the Commonwealth the two hundred eleventh



*Robert C. ...*  
Secretary of the Commonwealth

0930460

# State of Delaware

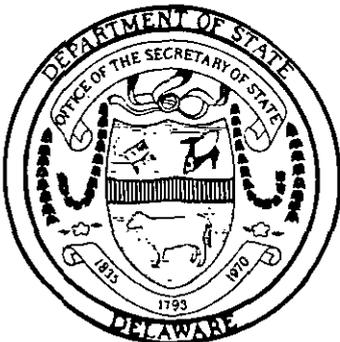


86431344

## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY INDEPENDENT FREIGHTWAY, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

! ! ! ! ! ! ! ! ! !



726191108

*Michael Harkins*  
Michael Harkins, Secretary of State

AUTHENTICATION: 10680578  
DATE: 07/10/1986

INDEPENDENT FREIGHTWAY, INC.

BALANCE SHEET

MAY, 24, 1986  
(Unaudited)  
(000)

ASSETS

Accounts Receivable (Net)	\$ 7,171
Deposits and Other Receivables	2,124
Prepaid Expenses and Other Current Assets	772
Total Current Assets	<u>10,067</u>
Plant, Property and Equipment (Net)	3,313
Other Assets	928
TOTAL ASSETS	<u>\$ 14,308</u>

LIABILITIES AND STOCKHOLDER'S EQUITY

LIABILITIES

Bank Overdraft	\$ 1,126
Trade Payables and Other Current Liabilities	3,367
Other Liabilities	573
Total Liabilities	<u>5,066</u>

STOCKHOLDER'S EQUITY

Common Stock	1
Paid In Capital	8,664
Retained Earnings	577
Total Stockholder's Equity	<u>9,242</u>
Total Liabilities and Stockholder's Equity	<u>\$ 14,308</u>

INDEPENDENT FREIGHTWAY, INC.

INCOME STATEMENT

FIVE MONTHS ENDED MAY 24, 1986  
(Unaudited)  
(000)

Transportation Revenues	\$ 40,272
Cost of Revenue	-
Hauling Expenses	33,129
Selling and Marketing Expenses	<u>\$ 3,001</u>
Economic Profit	4,142
General and Administrative Expenses	3,119
Other Expenses	<u>124</u>
Income Before Taxes	899
Income Taxes	<u>\$ 367</u>
Net Income	<u><u>\$ 532</u></u>

Box 786

Lewistown, Pa 17044

(717) 234-9643

PENNA. PUBLIC UTILITY COMMISSION  
HARRISBURG, PENNA.

OPERATING AUTHORITY OF

WERNER MOTOR FREIGHT, INC.  
LEWISTOWN, PENNA.

A-75088

FOLIO NO. 2

\* Only class D authority

to be transferred to

Independent Freightways

Not certain what

disposition of Class A

at this time.

✓ No. 1 To transport, as a Class D carrier, property between Great Atlantic and Pacific Tea Company from the Borough of Lewistown, Mifflin County, to its stores in the Counties of Mifflin, Juniata, and Perry;

✓ No. 2 To transport, as a Class D carrier, property between points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said borough;

✓ No. 3 To transport, as a Class D carrier, household goods in use from points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of limits of the said borough to other points in Pennsylvania and vice versa;

✓ No. 4 To transport, as a Class D carrier, rayon and rayon products from points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said borough, to points in Pennsylvania, east of a north and south line from the center of the City of Harrisburg, Dauphin County, and the return of accessories;

✓ No. 5 To transport, as a Class D carrier, milk from points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said borough, to the City of Lancaster, Lancaster County, and the City and County of Philadelphia;

✓ No. 6 To transport, as a Class D carrier, groceries and return milk cans from the City and County of Philadelphia, to points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said Borough;

No. 8 To transport, as a Class A carrier, property on a route beginning in the Borough of Lewistown, Mifflin County, and points within ten (10) miles by the usually travelled highways of the limits of the said borough via U.S. Highways Route 22, including points within two (2) miles of the said highways, the City of Harrisburg, Dauphin County, Highway Route 230, the City of Lancaster, Lancaster County, and U.S. Highway Route 30 to the City and County of Philadelphia and points in Pennsylvania within an airline distance of thirty-five (35) miles of the city hall in said city;

And that the rights in paragraph (8) above be subject to the following conditions:

- (A) That no right, power or privilege is granted to render local service between Lewistown and Harrisburg and/or between Harrisburg and Philadelphia;

FOLDER NO. 2 (Continued)

- (B) That no right, power or privilege is granted to pick up or deliver in the City of Harrisburg, or the City of Lancaster or points on the highway between said cities;
- (C) That no right, power or privilege is granted to render competitive service between Lancaster and Lewistown, inclusive, and/or intermediate points served by motor Freight Express, provided, however, that the certificate holder may pick up between Lewistown, and points within ten (10) miles by the usually travelled highways of the limits of the said borough of Harrisburg, and deliver to any points on the route east of Lancaster, and in Philadelphia and within an airline distance of thirty-five (35) miles of the Philadelphia City Hall and vice versa;

No. 9 To transport, as a Class A carrier, property over the following extension of the above described Class A route between Lewistown and Philadelphia:

Beginning in the Borough of Lewistown, Mifflin County, thence via Highway Route 22 to the Borough of Huntingdon, Huntingdon County, with the right to serve off-route points within two (2) miles of the Highway Route 22 between Lewistown and Huntingdon, led highways, of the limits of the Borough of Lewistown, and points within five (5) miles by the usually travelled highways of the limits of the Borough of Huntingdon;

No. 10 To transport, as a Class A carrier, property over the following extension of the above-described Class A route between Lewistown and Philadelphia:

Beginning in the Borough of Lewistown, Mifflin County, thence via Highway Route 322 to the Borough of State College, Centre County, with the right to serve off-route points within a distance of two (2) miles of Highway Route 322, between Lewistown and State College and points within ten (10) miles of The Borough of State College;

✓ No. 11 To transport, as a Class D carrier, artificial silk and artificial silk products and accessories from the American Viscose Corporation, in the Borough of Marcus Hook, Delaware County, and from points in the Township of Granville, Mifflin County to points in Pennsylvania, east of the line running north and south through the Borough of Huntingdon, Huntingdon County, and vice versa, excluding transportation from the Borough of Marcus Hook, Delaware County, to the City of Lancaster, Lancaster County;

✓ No. 12 To transport, as a Class D carrier, builders' equipment, steel, brick and lumber for F.M. Rhodes of Lewistown, Mifflin County, from points in the County of Mifflin, to points in Pennsylvania and vice versa, provided such transportation shall either originate or terminate at points of construction;

✓ No. 13 To transport, as a Class D carrier, rayon, rayon products, cotton and cotton products, wool or wool products or intermixtures of said materials for Cluett, Peabody and Company, Inc., from its plant in the Borough of Lewistown, Mifflin County, to points in the Borough of Shamokin, Northumberland County, and the return of damaged or refused merchandise;

FOLDER NO. 2 (Continued)

✓ No. 14 To transport, as a Class D carrier, farm machinery, and parts thereof, for the Hertzler and Zook Company from its plant in the Village of Belleville, Mifflin County, to points in Pennsylvania;

✓ No. 15 To transport, as a Class D carrier, supplies and materials from the Hertzler and Zook Company, from points in Pennsylvania to its plant in the Village of Belleville, Mifflin County;

✓ No. 16 To transport, as a Class D carrier, finished and unfinished products, materials and supplies, armaments and munitions from the Standard Steel Works Division of Baldwin Locomotive Works in the Borough of Burnham, Mifflin County, to points in Pennsylvania and vice versa;

✓ No. 17 To transport, as a Class D carrier, oil, grease, and other petroleum product from points in the City of Philadelphia, and within thirty-five (35) miles of the Philadelphia City Hall to mines of Rochester and Pittsburgh Coal Company in the Villages of Ernest, McIntyre and Lucerne, Indiana County, Helvetia, Clearfield County, and Yatesboro, Armstrong County, and the return of empty containers and accessories;

✓ No. 18 To transport, as a Class D carrier, fibrous glass textiles, containers and accessories for the Owens-Corning Fiberglas Corporation from points in the Borough of Huntingdon, Huntingdon County, to points in the Cities of Allentown, Lehigh County, Easton, Northampton County, Hazleton and Wilkes-Barre, Luzerne County, and Sunbury, Northumberland County, and the Borough of Kingston, Luzerne County, and the return of shipping containers and accessories from said cities and boroughs to points in the Borough of Huntingdon;

✓ No. 19 To transport, as a Class D carrier, doors and other products of Overhead Door Company and Modern Doors, Inc. from The Borough of Lewistown, Mifflin County, to points in Pennsylvania and merchandise, material, hardware and supplies from points in Pennsylvania to Overhead Door Company and Modern Doors, Inc. in the Borough of Lewistown;

FOLDER NO. 2 AM-A

✓ To transport, as a Class D carrier, farm machinery and parts thereof for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from their plant in the Village of Belleville, Mifflin County, to points in Pennsylvania.

✓ To transport, as a Class D carrier, supplies and materials for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from points in Pennsylvania to the plant of the said companies in the Village of Belleville, Mifflin County.

FOLDER NO. 2 AM-B

To transport, as a Class A carrier, property over a connecting route beginning at the Village of Reedsville, Mifflin County, thence via Highway Route 76 to the Borough of Mill Creek, Huntingdon County.

FOLDER NO. 2 AM-D

To transport, as a Class A carrier, property, excluding household goods in use and commodities in bulk in tank vehicles over the following extension of the applicant's Class A routes as authorized at A.75088. Folder 2:

FOLDER NO. 2 Am-D (Continued)

Beginning in the Borough of State College, Centre County, thence via Highway Route 545 to Bellefonte, thence via Highway Route 53 to Milesburg, thence via Highway Route 220 to Wingate, thence via Highway Route 52 to its junction with Highway Route 879, thence via Highway Route 879 to the Village of Karthaus, Clearfield County, with the right to serve points within two (2) miles of said highways and including the right to render service to and from the research site of the Curtiss-Wright Corporation known as Quehenna;

Subject to the following conditions:

That no right, power or privilege is granted to transport property between points certificated to Brennan's Express Company as of October 18, 1954.

FOLDER NO. 2 Am-E

To transport, as a Class A Carrier, property excluding household goods in use and commodities in bulk in tank vehicles or in hopper-type vehicles, over the following extension to applicant's ~~Class A~~ route authorized at A.75088, Folder 2:

Beginning in the Borough of Huntingdon, Huntingdon County, thence via Highway Route 22, to its junction with Highway Route 305, thence via Highway Route 305 to the Borough of Petersburg, Huntingdon County.

FOLDER NO. 2 Am-F

To transport, as a Class D carrier, ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman and Son, Inc., from points in the county of Mifflin to points in Pennsylvania.

FOLDER NO. 2 Am-G

To transport, as a Class D carrier, ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman & Son, Inc., from points in Pennsylvania to points in the county of Mifflin.

and subject to the following conditions:

That no right, power or privilege is granted to transport scrap metal from points in the city of Williamsport, Lycoming County.

FOLDER NO. 2 Am-H

To transport, as a Class D carrier, property from the facilities of C. H. Masland and Sons in the borough of Carlisle, Cumberland County, to its facilities in the Township of Granville, Mifflin County, and vice versa.

To transport, as a Class D carrier, property from the facilities of C. H. Masland and Sons in the borough of Carlisle, Cumberland County, to the facilities of Volkswagen Manufacturing Corp. of America in the Township of East Huntingdon, Westmoreland County, and vice versa.

To transport, as a Class D carrier, property from the facilities of C. H. Masland and Sons in the township of Granville, Mifflin County, to the facilities of Volkswagen Manufacturing Corp. of America in the Township of East Huntingdon, Westmoreland County, and vice versa.

Subject to the following restriction: That no right, power, or privilege is granted to transport commodities in bulk.

FOLDER NO. 2 Am-I (New)

To transport, as a Class D carrier, property for Corning Glass Works, from its facilities located in the Township of College, Centre County, to the facilities of RCA, located in the borough of Dumore, Lackawanna County, and vice versa.

FOLDER NO. 3

To transport, as a Class D carrier, fire brick and other clay products from brick plants in the Boroughs of Mt. Union and Alexandria, Huntingdon County, the Villages of Claysburg and Sproul, Blair County, and the Village of Van Dyke, Juniata County, to the plant of the Bethlehem Steel Company in the City of Bethlehem, Lehigh and Northampton Counties and the return of empty shipping facilities;

FOLDER NO. 3 Am-A

To transport, as a Class D carrier, fire brick and other clay products on flat-bed trailers for Haws Refractories Company from its plant in the Village of Hawstone, Mifflin County, to points in Pennsylvania.

To transport, as a Class D carrier, empty shipping facilities, materials and supplies used or useful in the manufacture of fire brick and other clay products on flat trailers from points in Pennsylvania to the Haws Refractories Company plant in the Village of Hawstone, Mifflin County.

FOLDER NO. 3 Am-B

To transport, as a Class D carrier, fire brick and clay brick on flat-bed trailers from the General Refractories Company plants in the Borough of Mt. Union, Huntingdon County and the Villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments.

To transport, as a Class D carrier, fire brick and clay brick on flat-bed trailers from the Harbison-Walker Company plant in the Borough of Mt. Union, Huntingdon County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 3 Am-D

To transport, as a Class D carrier, fire clay for the General Refractories Company from its plants located in the Villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 4

To transport, as a Class D carrier, fire brick and clay products for the United States Steel Company from the Villages of Sproul and Claysburg, Greenfield Township, Blair County, to its plant in the Township of Falls, Bucks County, and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 6

To transport, as a Class D carrier, fibrous glass products and materials used in the manufacture, processing and shipment of such products and supplies for Owens-Corning Fiberglas Corporation from its plant located in the Borough of Huntingdon, Huntingdon County, and from its warehouse located within five (5) miles of the limits of said Borough to points in Pennsylvania and vice versa.

FOLDER NO. 6 Am-A

To transport, as a Class D carrier, Fiberglass reinforced plastic products and materials and supplies used in the manufacture, processing and shipment of said products from the facilities of Owens-Corning Fiberglas Corporation located in the township of Shirley, Huntingdon County, and within an airline distance of ten (10) statute miles of the limits thereof to points in Pennsylvania, and vice versa.

FOLDER NO. 7

To transport, as a Class D carrier, fire brick and other refractory articles on flat-bed trailers for E. J. Lavino & Company from its plant in the Township of Plymouth, Montgomery County, to the City of Harrisburg and the Borough of Steelton, Dauphin County, and the City of Johnstown, Cambria County and the return of empty shipping facilities and refused or rejected shipments.

FOLDER NO. 8

To transport, as a Class D carrier, fire brick and other silica and clay products on flat-bed trailers from the McFeely Brick Company Plant in the Borough of Port Matilda and Worth Township, Centre County, to the City of Harrisburg, Dauphin County, and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 8 Am-A

To transport, as a Class D carrier, fire brick and other silica and clay products, on flat-bed trailers, from the plants of General Refractories Company in Worth Township and the Borough of Port Matilda, Centre County, to points east of the eastern boundary of the Counties of McKean, Cameron, Clearfield, Cambria and Somerset, and the return of refused or rejected articles and shipping containers.

Folder 2 Am-J

Class D: property from the facilities of Cerro Metal Products located in the borough of Bellefonte and the township of Spring, Centre County, to points in Pennsylvania and vice versa.

Folder 6 Am-B

Class D: glass and glass products from the facilities of Chromalloy American Corporation located in the township of Granville, Mifflin County to points in Pennsylvania.

glass and property used in the manufacture, processing and production of glass and glass products from points in Pennsylvania to the facilities of Chromalloy American Corporation located in the township of Granville, Mifflin County.

Folder 2 Am-K

Class D: carpet, carpeting and metal racks from the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County to the facilities of Volkswagen fg Corp of America in the township of E. Huntingdon, Westmoreland County and vice versa with the right to use shipper trailers.

Folder 2 Am-L

Class D - property from the facilities of Carlisle Tire & Rubber Co. and Carlisle Syntec Systems in the county of Cumberland to points in PA and vice versa.

Folder 2 Am-M

Class D: property from the facilities of C H Masland & Sons in the borough of Carlisle, Cumberland County and the township of Granville, Mifflin County to the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County and vice versa.

Folder 6, Am-C

Class D property from the facilities of Owens Corning Fiberglas Corp. in the counties of Dauphin and Cumberland to points in PA and vice versa.

Folder 2, Am-N

Class D - scrap metal for Thalheimer Bros. Inc. from its facilities in the city and county of Philadelphia to points in the counties of Allegheny, Armstrong, Beaver, Butler, Cambria, Clarion, Fayette, Greene, Indiana, Lawrence, Mercer, Somerset, Venango, Washington and Westmoreland and vice versa.

Folder 6, Am-D

Class D - property for Georgia Pacific Corp. from its facilities in Richland Twp, Bucks County to points in PA/<sup>and vice versa</sup>excluding property in bulk.

Folder 6, Am-E

Class D - property for Avrex Fibers Inc. from its facilities in PA to points in PA and vice versa excluding bulk and property to or from the facilities of New Enterprise Stone & Lime, Narehood Limestone, Detwiler Industries, Martin Limestone, Anthracite Industries, National Gypsum, Asbury Graphite Mills, McKesson Chemical Co, Mid-State Chemicals and Lumax Industries.

Folder 2, Am-O (Pending & approved)

Class D - property for Jones & Hunt Inc. from its facilities in W. Brunswick Twp, Schuylkill County to points in PA and vice versa.

Folder 6, Am-F (Pending & unopposed)

Class D - property for Owens Corning Fiberglas Co. between points in PA excluding petroleum products in tank type vehicles.

RECEIVED 02

AUG 13 1986

PENNSYLVANIA PUBLIC UTILITY COMMISSION  
BUREAU OF NON-RAIL TRANSPORTATION

SECRETARY'S OFFICE  
Public Utility Commission

APPLICATION FOR \_\_\_\_\_ EMERGENCY TEMPORARY AUTHORITY; X TEMPORARY AUTHORITY; OR \_\_\_\_\_ EXTENSION THEREOF.

(File original and 2 copies of application with Secretary of the Pennsylvania Public Utility Commission, P.O. Box 3265, Harrisburg, PA 17120)

A-107087

1. INDEPENDENT FREIGHTWAY, INC.

N/A

(Name of applicant)

(Trade name, if any)

3482 Pyramid Drive

Rockford, Illinois

61125

(Street address)

(City)

(State & Zip Code)

AUG 13 1986

2. Applicant is an \_\_\_\_\_ individual \_\_\_\_\_ partnership X corporation. (If individual or partnership and using a trade name, applicant must submit evidence of compliance with the provisions of the Fictitious Names Act of June 28, 1917, as amended. Applicant corporations must submit articles of incorporation and charter purpose; and a foreign corporation must submit evidence that it is qualified to do business in Pennsylvania due to its registration with the Secretary of the Commonwealth.)

3. Applicant requests authority for <sup>nite</sup>indefinite days to provide service as a X common or \_\_\_\_\_ contact carrier by motor vehicle, \_\_\_\_\_ broker or \_\_\_\_\_ freight forwarder in intrastate commerce. (Give description of type of service and area to be served.)

Class D - see attached copy of rights to be transferred.

In support of this request, applicant states:

4. It  has  has not heretofore held emergency temporary authority or temporary authority for the service here proposed. If it has, specify docket number, total time granted, and expiration date.

N/A

5. It  is  is not now operating as a motor carrier under a certificate or permit. If so operating, give docket number.

N/A

6. If this application is for temporary authority, applicant  does  does not have pending an application for permanent authority to perform the same service as proposed herein. If it has, give docket number, filing date and status. If applicant does not have pending permanent application currently on file, application for permanent authority should be attached.

No docket number assigned as yet. filed 8/12/86. Pending

7. If this application is for emergency temporary authority, and not accompanied by an application for corresponding permanent authority, state when you intend to file the application for permanent authority.

N/A

8. It  has  has not previously made application on which final action has been taken, for authority to perform the same service, in whole or in part, as that here proposed. If it has, state whether for emergency temporary authority, temporary or permanent authority, give docket number, and date and basis of final action.

N/A

9. It previously  has  has not opposed any other carrier's application for authority to perform the service here proposed; and/or  does  does not have knowledge of any such application. If answer is affirmative, give other applicant's name, address, docket number, or other information identifying that application.

N/A

10. It  does  does not intend to interline the authority here applied for with other carriers. If so intended, specify the point or points at which it is proposed to interline with another carrier and such other carrier's docket number.

N/A

11. It attaches to each copy of this application a map showing: The route or routes and points to be served or a description of the territory or territories in or between which service is proposed. N/A

DOCUMENT FOLDER

DOCKETED  
APPLICATION DOCKET  
SEP 3 1986  
ENTRY No. *[Signature]*

A-107087

12. It attaches a letter or letters of shipper support, each statement of support will contain detailed information as provided by 52 Pa. Code § 3.382(c)(3) as follows:

Description of the specific commodity or commodities to be transported, points or areas to, from or between which the transportation will be provided; volume of traffic involved, frequency of movement, and how transported; how soon the service must be provided; how long the need for service likely will continue, and whether the persons supporting the ETA or TA will support a permanent authority application; specific explanation of consequences if service is not made available; circumstances which created an immediate need for the requested service; whether existing carriers have been contacted, dates of contacts and result of efforts; names and addresses of existing carriers, a list of those who have failed or refused to provide service, and reasons given for any failure or refusal; and whether the person supporting the application has supported any recent application for permanent authority, TA or ETA covering all or any part of the desired service within the year preceding the date of its statement; if yes, give the carrier's name, address, and docket number, if known, and state whether the application was granted or denied and the date of the action. See attached \*

(Attach plain white sheet for description and/or statements)

Applicant further states that:

13. It is aware that a grant of the authority here requested will create no presumption that corresponding permanent authority will hereafter be granted.

14. If the authority here requested is granted, applicant will comply with the tariff and insurance requirements of the Public Utility Law before beginning operation.

15. It  does  does not desire telephoned notice, collect, of the action taken on this application.

WHEREFORE, The Applicant herein prays that the Commission grant to Applicant Temporary Authority as herein requested. Dated this 15th day of July, 1986

INDEPENDENT FREIGHTWAY INC.

Applicant sign here

Brian C. Kinsey

SS: Brian C. Kinsey, VP

COMMONWEALTH OF PENNSYLVANIA.

COUNTY OF Dauphin

Personally appeared before me, a Notary Public in and for said County and Commonwealth Brian C. Kinsey who being duly sworn according to law doth depose and say that the facts as contained in the foregoing application are true and correct to the best of applicant's knowledge and belief.

Sworn and subscribed before me this

Fifteenth day of July, 1986.

Shannon Rose Roskopf  
(Signature of official authorized to administer oaths)

SHANNON ROSE ROSEKOPF, NOTARY PUBLIC  
HARRISBURG, DAUPHIN COUNTY  
MY COMMISSION EXPIRES NOV. 21, 1988  
Member, Pennsylvania Association of Notaries

\*Transferor, Noerr Motor Freight Inc, is no longer financially able to continue its operation and has filed a Chapter 11 bankruptcy petition. Transferee requests TA so service to the public can be continued without interruption.

# Commonwealth of Pennsylvania

Department of State

86431343



## CERTIFICATE OF AUTHORITY

To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Corporation Law, a Foreign Corporation is required to obtain a "Certificate of Authority" before it may do business in the Commonwealth and

Whereas,

INDEPENDENT FREIGHTWAY, INC.

has presented to the Department of State an Application for the same, and in accordance with the requirements of the law, has designated as its registered office in this Commonwealth

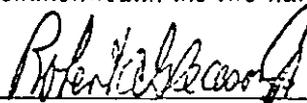
C/O C T CORPORATION SYSTEM 123 SOUTH BROAD STREET  
PHILADELPHIA, PA 19109

Therefore, Know Ye, I Do By These Presents, issue unto such corporation, this Certificate of Authority to transact in the Commonwealth of Pennsylvania the business of

TRANSPORTATION SERVICES

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 14th day of July in the year of our Lord one thousand nine hundred and eighty-six and of the Commonwealth the two hundred eleventh



  
Secretary of the Commonwealth

0930460

Box 786

Lewistown, Pa 17044

(717) 234-9643

PENNA. PUBLIC UTILITY COMMISSION  
HARRISBURG, PENNA.

OPERATING AUTHORITY OF

NORRIS MOTOR FREIGHT, INC.  
LEWISTOWN, PENNA.

A-75088

ORDER NO. 2

\* Only class D authority

to be transferred to  
independent freightway.

Not certain what  
implication of Class A  
at this time.

No. 1 To transport, as a Class D carrier, property between Great Atlantic and Pacific Tea Company from the Borough of Lewistown, Mifflin County, to its stores in the Counties of Mifflin, Juniata, and Perry;

No. 2 To transport, as a Class D carrier, property between points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said borough;

No. 3 To transport, as a Class D carrier, household goods in use from points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of limits of the said borough to other points in Pennsylvania and vice versa;

No. 4 To transport, as a Class D carrier, rayon and rayon products from points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said borough, to points in Pennsylvania, east of a north and south line from the center of the City of Harrisburg, Dauphin County, and the return of accessories;

No. 5 To transport, as a Class D carrier, milk from points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said borough, to the City of Lancaster, Lancaster County, and the City and County of Philadelphia;

No. 6 To transport, as a Class D carrier, groceries and return milk cans from the City and County of Philadelphia, to points in the Borough of Lewistown, Mifflin County, and within ten (10) miles by the usually travelled highways of the limits of the said Borough;

No. 8 To transport, as a Class A carrier, property on a route beginning in the Borough of Lewistown, Mifflin County, and points within ten (10) miles by the usually travelled highways of the limits of the said borough via U.S. Highways Route 22, including points within two (2) miles of the said highways, the City of Harrisburg, Dauphin County, Highway Route 230, the City of Lancaster, Lancaster County, and U.S. Highway Route 30 to the City and County of Philadelphia and points in Pennsylvania within an airline distance of thirty-five (35) miles of the city hall in said city;

And that the rights in paragraph (8) above be subject to the following conditions:

- (A) That no right, power or privilege is granted to render local service between Lewistown and Harrisburg and/or between Harrisburg and Philadelphia;

FOILER NO. 2 (Continued)

- (B) That no right, power or privilege is granted to pick up or deliver in the City of Harrisburg, or the City of Lancaster or points on the highway between said cities;
- (C) That no right, power or privilege is granted to render competitive service between Lancaster and Lewistown, inclusive, and/or intermediate points served by Motor Freight Express, provided, however, that the certificate holder may pick up between Lewistown, and points within ten (10) miles by the usually travelled highways of the limits of the said borough of Harrisburg, and deliver to any points on the route east of Lancaster, and in Philadelphia and within an airline distance of thirty-five (35) miles of the Philadelphia City Hall and vice versa;

No. 9 To transport, as a Class A carrier, property over the following extension of the above described Class A route between Lewistown and Philadelphia:

Beginning in the Borough of Lewistown, Mifflin County, thence via Highway Route 22 to the Borough of Huntingdon, Huntingdon County, with the right to serve off-route points within two (2) miles of the Highway Route 22 between Lewistown and Huntingdon, led highways, of the limits of the Borough of Lewistown, and points within five (5) miles by the usually travelled highways of the limits of the Borough of Huntingdon;

No. 10 To transport, as a Class A carrier, property over the following extension of the above-described Class A route between Lewistown and Philadelphia:

Beginning in the Borough of Lewistown, Mifflin County, thence via Highway Route 322 to the Borough of State College, Centre County, with the right to serve off-route points within a distance of two (2) miles of Highway Route 322, between Lewistown and State College and points within ten (10) miles of The Borough of State College;

No. 11 To transport, as a Class D carrier, artificial silk and artificial silk products and accessories from the American Viscose Corporation, in the Borough of Marcus Hook, Delaware County, and from points in the Township of Granville, Mifflin County to points in Pennsylvania, east of the line running north and south through the Borough of Huntingdon, Huntingdon County, and vice versa, excluding transportation from the Borough of Marcus Hook, Delaware County, to the City of Lancaster, Lancaster County;

No. 12 To transport, as a Class D carrier, builders' equipment, steel, brick and lumber for F. H. Rhodes of Lewistown, Mifflin County, from points in the County of Mifflin, to points in Pennsylvania and vice versa, provided such transportation shall either originate or terminate at points of construction;

No. 13 To transport, as a Class D carrier, rayon, rayon products, cotton and cotton products, wool or wool products or intermixtures of said materials for Cluett, Peabody and Company, Inc., from its plant in the Borough of Lewistown, Mifflin County, to points in the Borough of Shamokin, Northumberland County, and the return of damaged or refused merchandise;

FOLDER NO. 2 (Continued)

✓ No. 14 To transport, as a Class D carrier, farm machinery, and parts thereof, for the Hertzler and Zook Company from its plant in the Village of Belleville, Mifflin County, to points in Pennsylvania;

✓ No. 15 To transport, as a Class D carrier, supplies and materials for the Hertzler and Zook Company, from points in Pennsylvania to its plant in the Village of Belleville, Mifflin County;

✓ No. 16 To transport, as a Class D carrier, finished and unfinished products, materials and supplies, armaments and munitions from the Standard Steel Works Division of Baldwin Locomotive Works in the Borough of Burnham, Mifflin County, to points in Pennsylvania and vice versa;

✓ No. 17 To transport, as a Class D carrier, oil, grease, and other petroleum product from points in the City of Philadelphia, and within thirty-five (35) miles of the Philadelphia City Hall to mines of Rochester and Pittsburgh Coal Company in the Villages of Ernest, McIntyre and Lucerne, Indiana County, Helvetia, Clearfield County, and Yatesboro, Armstrong County, and the return of empty containers and accessories;

✓ No. 18 To transport, as a Class D carrier, fibrous glass textiles, containers and accessories for the Owens-Corning Fiberglas Corporation from points in the Borough of Huntingdon, Huntingdon County, to points in the Cities of Allentown, Lehigh County, Easton, Northampton County, Hazleton and Milkes-Barre, Luzerne County, and Sunbury, Northumberland County, and the Borough of Kingston, Luzerne County, and the return of shipping containers and accessories from said cities and boroughs to points in the Borough of Huntingdon;

✓ No. 19 To transport, as a Class D carrier, doors and other products of Overhead Door Company and Modern Doors, Inc. from The Borough of Lewistown, Mifflin County, to points in Pennsylvania and merchandise, material, hardware and supplies from points in Pennsylvania to Overhead Door Company and Modern Doors, Inc. in the Borough of Lewistown;

FOLDER NO. 2 Am-A

✓ To transport, as a Class D carrier, farm machinery and parts thereof for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from their plant in the Village of Belleville, Mifflin County, to points in Pennsylvania.

✓ To transport, as a Class D carrier, supplies and materials for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from points in Pennsylvania to the plant of the said companies in the Village of Belleville, Mifflin County.

FOLDER NO. 2 Am-B

To transport, as a Class A carrier, property over a connecting route beginning at the Village of Reedsville, Mifflin County, thence via Highway Route 76 to the Borough of Mill Creek, Huntingdon County.

FOLDER NO. 2 Am-D

To transport, as a Class A carrier, property, excluding household goods in use and commodities in bulk in tank vehicles over the following extension of the applicant's Class A routes as authorized at A.75288. Folder 2:

FOLDER NO. 2 Am-D (Continued)

Beginning in the Borough of State College, Centre County, thence via Highway Route 545 to Bellefonte, thence via Highway route 53 to Milesburg, thence via Highway Route 220 to Wingate, thence via Highway Route 52 to its junction with Highway Route 879, thence via Highway Route 879 to the Village of Karthaus, Clearfield County, with the right to serve points within two (2) miles of said highways and including the right to render service to and from the research site of the Curtiss-Wright Corporation known as Quehenna;

Subject to the following conditions:

That no right, power or privilege is granted to transport property between points certificated to Brennan's Express Company as of October 18, 1954.

FOLDER NO. 2 Am-E

To transport, as a Class A Carrier, property excluding household goods in use and commodities in bulk in tank vehicles or in hopper-type vehicles, over the following extension to applicant's Class A route authorized at A.75088, Folder 2:

Beginning in the Borough of Huntingdon, Huntingdon County, thence via Highway route 22, to its junction with Highway Route 305, thence via Highway Route 305 to the Borough of Petersburg, Huntingdon County.

FOLDER NO. 2 Am-F

To transport, as a Class D carrier, ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman and Son, Inc., from points in the county of Mifflin to points in Pennsylvania.

FOLDER NO. 2 Am-G

To transport, as a Class D carrier, ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman & Son, Inc., from points in Pennsylvania to points in the county of Mifflin.

and subject to the following conditions:

That no right, power or privilege is granted to transport scrap metal from points in the city of Williamsport, Lycoming County.

FOLDER NO. 2 Am-H

To transport, as a Class D carrier, property from the facilities of C. H. Masland and Sons in the borough of Carlisle, Cumberland County, to its facilities in the Township of Granville, Mifflin County, and vice versa.

To transport, as a Class D carrier, property from the facilities of C. H. Masland and Sons in the borough of Carlisle, Cumberland County, to the facilities of Volkswagen Manufacturing Corp. of America in the Township of East Huntingdon, Westmoreland County, and vice versa.

To transport, as a Class D carrier, property from the facilities of C. H. Masland and Sons in the township of Granville, Mifflin County, to the facilities of Volkswagen Manufacturing Corp. of America in the Township of East Huntingdon, Westmoreland County, and vice versa.

Subject to the following restriction: That no right, power, or privilege is granted to transport commodities in bulk.

FOLDER NO. 2 Am-I (New)

To transport, as a Class D carrier, property for Corning Glass Works, from its facilities located in the Township of College, Centre County, to the facilities of RCA, located in the borough of Dunmore, Lackawanna County, and vice versa.

FOLDER NO. 3

To transport, as a Class D carrier, fire brick and other clay products from brick plants in the Boroughs of Mt. Union and Alexandria, Huntingdon County, the Villages of Claysburg and Sproul, Blair County, and the Village of Van Dyke, Juniata County, to the plant of the Bethlehem Steel Company in the City of Bethlehem, Lehigh and Northampton Counties and the return of empty shipping facilities;

FOLDER NO. 3 Am-A

To transport, as a Class D carrier, fire brick and other clay products on flat-bed trailers for Haws Refractories Company from its plant in the Village of Hawstone, Mifflin County, to points in Pennsylvania.

To transport, as a Class D carrier, empty shipping facilities, materials and supplies used or useful in the manufacture of fire brick and other clay products on flat trailers from points in Pennsylvania to the Haws Refractories Company plant in the Village of Hawstone, Mifflin County.

FOLDER NO. 3 Am-B

To transport, as a Class D carrier, fire brick and clay brick on flat-bed trailers from the General Refractories Company plants in the Borough of Mt. Union, Huntingdon County and the Villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments.

To transport, as a Class D carrier, fire brick and clay brick on flat-bed trailers from the Harbison-Walker Company plant in the Borough of Mt. Union, Huntingdon County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 3 Am-D

To transport, as a Class D carrier, fire clay for the General Refractories Company from its plants located in the Villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 4

To transport, as a Class D carrier, fire brick and clay products for the United States Steel Company from the Villages of Sproul and Claysburg, Greenfield Township, Blair County, to its plant in the Township of Falls, Bucks County, and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 6

To transport, as a Class D carrier, fibrous glass products and materials used in the manufacture, processing and shipment of such products and supplies for Owens-Corning Fiberglas Corporation from its plant located in the Borough of Huntingdon, Huntingdon County, and from its warehouse located within five (5) miles of the limits of said Borough to points in Pennsylvania and vice versa.

FOLDER NO. 6 Am-A

To transport, as a Class D carrier, Fiberglass reinforced plastic products and materials and supplies used in the manufacture, processing and shipment of said products from the facilities of Owens-Corning Fiberglas Corporation located in the township of Shirley, Huntingdon County, and within an airline distance of ten (10) statute miles of the limits thereof to points in Pennsylvania, and vice versa.

FOLDER NO. 7

To transport, as a Class D carrier, fire brick and other refractory articles on flat-bed trailers for E. J. Lavino & Company from its plant in the Township of Plymouth, Montgomery County, to the City of Harrisburg and the Borough of Steelton, Dauphin County, and the City of Johnstown, Cambria County and the return of empty shipping facilities and refused or rejected shipments.

FOLDER NO. 8

To transport, as a Class D carrier, fire brick and other silica and clay products on flat-bed trailers from the McFeely Brick Company Plant in the Borough of Port Matilda and Worth Township, Centre County, to the City of Harrisburg, Dauphin County, and the return of shipping facilities and damaged or refused shipments.

FOLDER NO. 8 Am-A

To transport, as a Class D carrier, fire brick and other silica and clay products, on flat-bed trailers, from the plants of General Refractories Company in Worth Township and the Borough of Port Matilda, Centre County, to points east of the eastern boundary of the Counties of McKean, Cameron, Clearfield, Cambria and Somerset, and the return of refused or rejected articles and shipping containers.

Folder 2 Am-J

Class D: property from the facilities of Cerro Metal Products located in the borough of Bellefonte and the township of Spring, Centre County, to points in Pennsylvania and vice versa.

Folder 6 Am-B

Class D: glass and glass products from the facilities of Chromalloy American Corporation located in the township of Granville, Mifflin County to points in Pennsylvania.

glass and property used in the manufacture, processing and production of glass and glass products from points in Pennsylvania to the facilities of Chromalloy American Corporation located in the township of Granville, Mifflin County.

Folder 2 Am-K

Class D: carpet, carpeting and metal racks from the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County to the facilities of Volkswagen fg Corp of America in the township of E. Huntingdon, Westmoreland County and vice versa with the right to use shipper trailers.

Folder 2 Am-L

Class D - property from the facilities of Carlisle Tire & Rubber Co. and Carlisle Syntec Systems in the county of Cumberland to points in PA and vice versa.

Folder 2, Am-M

Class D: property from the facilities of C H Masland Sons in the borough of Carlisle, Cumberland County and the township of Granville, Mifflin County to the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County and vice versa.

Folder 6, Am-C

Class D property from the facilities of Owens Corning Fiberglas Corp. in the counties of Dauphin and Cumberland to points in PA and vice versa.

Folder 2, Am-N

Class D - scrap metal for Thalheimer Bros. Inc. from its facilities in the city and county of Philadelphia to points in the counties of Allegheny, Armstrong, Beaver, Butler, Cambria, Clarion, Fayette, Greene, Indiana, Lawrence, Mercer, Somerset, Venango, Washington and Westmoreland and vice versa.

Folder 6, Am-D

Class D - property for Georgia Pacific Corp. from its facilities in Richland Twp, Bucks County to points in PA/<sup>and vice versa</sup>excluding property in bulk.

Folder 6, Am-E

Class D - property for Avtex Fibers Inc. from its facilities in PA to points in PA and vice versa excluding bulk and property to or from the facilities of New Enterprise Stone & Lime, Narehood Limestone, Detwiler Industries, Martin Limestone, Anthracite Industries, National Gypsum, Asbury Graphite Mills, McKesson Chemical Co, Mid-State Chemicals and Lumax Industries.

Folder 2, Am-O (Pending & approved)

Class D - property for Jones & Hunt Inc. from its facilities in W. Brunswick Twp, Schuylkill County to points in PA and vice versa.

Folder 6, Am-F (Pending & unopposed)

Class D - property for Owens Corning Fiberglas Co. between points in PA excluding petroleum products in tank type vehicles.

BEFORE THE  
UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

FILED  
Harrisburg, Pa.

JUL 23 1986

Margaret A. ...  
Clerk of ...  
By: [Signature]

In Re:  
NOERR MOTOR FREIGHT, INC., :  
S. L. WRIGHT, INC., :  
CHAL, INC., : Case No. 1-86-00731  
METAL TRANSPORT, INC.. : Chapter 11  
Debtors :

MOTION FOR APPROVAL OF THE SALE OF  
OPERATING AUTHORITY AND GOODWILL

AND NOW, this 23rd day of July, Debtor, by its attorneys, pursuant to Section 363(b) of the Bankruptcy Code and Rules 2002(c) and 6004 of the Bankruptcy Rules, files the following Motion for approval of the sale of operating authority and goodwill and in support thereof aver as follows:

1. The Debtor filed its Petition for Relief under Chapter 11 of Title 11 of the United States Bankruptcy Code on July 3, 1986. Relief was ordered.

2. The Debtor is operating its business as Debtor-in-Possession. The Debtor is not a publicly held corporation, having just a single shareholder.

3. Debtor is not able to conduct its motor carrier operations profitably. The Debtor incurred net operating losses in the amounts of (\$431,545) and (\$1,179,069) for the years ended December 31, 1984 and 1985 respectively. Its gross income from interstate and intrastate operations in 1984 was \$13,122,139 and in 1985 was \$10,069,347. Income continued to deteriorate during the six months ended June 30, 1986.

4. On July 15, 1986, the Debtor as seller executed an Agreement with Independent Freightway, Inc. (Inway) as buyer. A true and correct copy of the said Agreement is attached hereto as Exhibit "A" and made a part hereof (hereinafter the "Agreement").

5. Under the Agreement, the Debtor proposes to sell the Pennsylvania operating authority and the Indiana operating authority for its intrastate motor common carrier operations in those states (herein individually the "Pennsylvania operating authority" and the "Indiana operating authority" and collectively the "operating authority") and the goodwill related to its interstate motor common carrier operations (herein the "goodwill"). These assets are deteriorating in value because the Debtor is not able to conduct its motor common carrier operations profitably and also because of the continuing deregulation of the motor common carrier industry.

interstate and intrastate. These conditions are continuing. The prospects for the Debtor's reorganization are not good, especially in the increasingly deregulated trucking industry.

6. The deregulation of the motor carrier industry also has reduced the market for and the marketability of motor carrier operating authority and any goodwill related thereto. Hence, purchasers like Inway which are willing to pay valuable consideration for such assets are not widespread. Inway's interest in purchasing the operating authority and the goodwill is a good business opportunity which is presently available.

7. The \$70,000.00 consideration which Inway has agreed to pay for the operating authority and the goodwill is not proportionately significant when compared to the assets of the debtor's estate as a whole (\$2,091,038.00 excluding receivables from affiliates). Compare Agreement ¶1 with the Debtor's Petition, Ex. "A".

8. As a matter of Indiana and Pennsylvania public utility law, the Debtor must continue to conduct its business under the operating authority until the proposed sale and purchase are closed, thereby sustaining additional losses which deteriorate the estate. Continuing such losses is not in the interests of the creditors or the Debtor.

9. The Indiana Public Service Commission is expected to approve the proposed sale of the Indiana operating authority at its session on July 23 or July 30, 1986, subject to your Honorable Court's jurisdiction and approval as required by law. The Pennsylvania Public Utility Commission is expected to approve the proposed sale and purchase of the Pennsylvania operating authority in the near future, subject to your Honorable Court's jurisdiction and approval as required by law. Approval from the Interstate Commerce Commission is not required.

10. To Debtor's knowledge, the only person purporting to claim a security interest, lien or encumbrance in the operating authority or the goodwill is The Russell National Bank, Lewistown, Pennsylvania.

WHEREFORE, the Debtor prays that your Honorable Court enter an Order, granting its Motion and approving the sale of operating authority and the goodwill free and clear of all liens, encumbrances and security interests.

Respectfully submitted,



---

Lloyd R. Persun, Esquire  
Shearer, Mette, Evans & Woodside  
1801 North Front Street  
P.O. Box 729  
Harrisburg, PA 17108-0729

BEFORE THE  
UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

FILED  
Harrisburg, Pa.

JUL 23 1986

Margaret A. ...  
Clerk of ...  
Fe. ...  
*[Signature]*

In Re:  
NOERR MOTOR FREIGHT, INC., :  
S. L. WRIGHT, INC., :  
CHAL, INC., : Case No. 1-86-00731  
METAL TRANSPORT, INC., : Chapter 11  
Debtors :

MOTION FOR APPROVAL OF THE SALE OF  
OPERATING AUTHORITY AND GOODWILL

AND NOW, this 23rd day of July, Debtor, by its attorneys, pursuant to Section 363(b) of the Bankruptcy Code and Rules 2002(c) and 6004 of the Bankruptcy Rules, files the following Motion for approval of the sale of operating authority and goodwill and in support thereof aver as follows:

1. The Debtor filed its Petition for Relief under Chapter 11 of Title 11 of the United States Bankruptcy Code on July 3, 1986. Relief was ordered.

2. The Debtor is operating its business as Debtor-in-Possession. The Debtor is not a publicly held corporation, having just a single shareholder.

3. Debtor is not able to conduct its motor carrier operations profitably. The Debtor incurred net operating losses in the amounts of (\$431,545) and (\$1,179,069) for the years ended December 31, 1984 and 1985 respectively. Its gross income from interstate and intrastate operations in 1984 was \$13,122,139 and in 1985 was \$10,069,347. Income continued to deteriorate during the six months ended June 30, 1986.

4. On July 15, 1986, the Debtor as seller executed an Agreement with Independent Freightway, Inc. (Inway) as buyer. A true and correct copy of the said Agreement is attached hereto as Exhibit "A" and made a part hereof (hereinafter the "Agreement").

5. Under the Agreement, the Debtor proposes to sell the Pennsylvania operating authority and the Indiana operating authority for its intrastate motor common carrier operations in those states (herein individually the "Pennsylvania operating authority" and the "Indiana operating authority" and collectively the "operating authority") and the goodwill related to its interstate motor common carrier operations (herein the "goodwill"). These assets are deteriorating in value because the Debtor is not able to conduct its motor common carrier operations profitably and also because of the continuing deregulation of the motor common carrier industry.

interstate and intrastate. These conditions are continuing. The prospects for the Debtor's reorganization are not good, especially in the increasingly deregulated trucking industry.

6. The deregulation of the motor carrier industry also has reduced the market for and the marketability of motor carrier operating authority and any goodwill related thereto. Hence, purchasers like Inway which are willing to pay valuable consideration for such assets are not widespread. Inway's interest in purchasing the operating authority and the goodwill is a good business opportunity which is presently available.

7. The \$70,000.00 consideration which Inway has agreed to pay for the operating authority and the goodwill is not proportionately significant when compared to the assets of the debtor's estate as a whole (\$2,091,038.00 excluding receivables from affiliates). Compare Agreement ¶1 with the Debtor's Petition, Ex. "A".

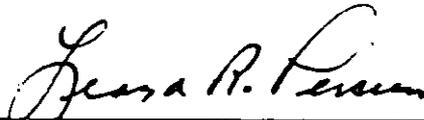
8. As a matter of Indiana and Pennsylvania public utility law, the Debtor must continue to conduct its business under the operating authority until the proposed sale and purchase are closed, thereby sustaining additional losses which deteriorate the estate. Continuing such losses is not in the interests of the creditors or the Debtor.

9. The Indiana Public Service Commission is expected to approve the proposed sale of the Indiana operating authority at its session on July 23 or July 30, 1986, subject to your Honorable Court's jurisdiction and approval as required by law. The Pennsylvania Public Utility Commission is expected to approve the proposed sale and purchase of the Pennsylvania operating authority in the near future, subject to your Honorable Court's jurisdiction and approval as required by law. Approval from the Interstate Commerce Commission is not required.

10. To Debtor's knowledge, the only person purporting to claim a security interest, lien or encumbrance in the operating authority or the goodwill is The Russell National Bank, Lewistown, Pennsylvania.

WHEREFORE, the Debtor prays that your Honorable Court enter an Order, granting its Motion and approving the sale of operating authority and the goodwill free and clear of all liens, encumbrances and security interests.

Respectfully submitted,



---

Lloyd R. Persun, Esquire  
Shearer, Mette, Evans & Woodside  
1801 North Front Street  
P.O. Box 729  
Harrisburg, PA 17108-0729

INDEPENDENT FREIGHTWAY, INC.

BALANCE SHEET

MAY, 24, 1986  
(Unaudited)  
(000)

ASSETS

Accounts Receivable (Net)	\$ 7,171
Deposits and Other Receivables	2,124
Prepaid Expenses and Other Current Assets	<u>772</u>
Total Current Assets	10,067
Plant, Property and Equipment (Net)	3,313
Other Assets	<u>928</u>
TOTAL ASSETS	<u>\$ 14,308</u>

LIABILITIES AND STOCKHOLDER'S EQUITY

LIABILITIES

Bank Overdraft	\$ 1,126
Trade Payables and Other Current Liabilities	3,367
Other Liabilities	<u>573</u>
Total Liabilities	<u>5,066</u>

STOCKHOLDER'S EQUITY

Common Stock	1
Paid In Capital	8,664
Retained Earnings	<u>577</u>
Total Stockholder's Equity	<u>9,242</u>
Total Liabilities and Stockholder's Equity	<u>\$ 14,308</u>

INDEPENDENT FREIGHTWAY, INC.

INCOME STATEMENT

FIVE MONTHS ENDED MAY 24, 1986

(Unaudited)

(000)

Transportation Revenues	\$ 40,272
Cost of Revenue	
Hauling Expenses	33,129
Selling and Marketing Expenses	<u>\$ 3,001</u>
Economic Profit	4,142
General and Administrative Expenses	3,119
Other Expenses	<u>124</u>
Income Before Taxes	899
Income Taxes	<u>\$ 367</u>
Net Income	<u><u>\$ 532</u></u>

DOCKET NUMBER	NAME	DATE FILED	STATUS	DATE CLOSED
C-823349	IMPERIAL POINT WATER SERVICE COMPANY	11/19/82	A	00/00/00
R-80041175	IMPERIAL POINT WATER SERVICE COMPANY	04/29/80	P	07/16/80
A-00105386	IMPERIAL TRANSPORTATION INC. PA	02/21/84	A	00/00/00
M-860043	IMPLEMENTATION OF SECTION 1511	02/13/86	A	00/00/00
L-78060024	IMPLEMENTATN OF INCREMENTAL PRICING	06/08/78	P	01/21/80
A-00107050	I. & M. TRANSPORTATION, INC.	07/23/86	A	00/00/00
A-00104003	INDEPENDENCE CAB CO.	03/05/82	I	12/06/84
A-00103424	INDEPENDENCE CAB, INC.	07/14/81	P	04/27/82
A-00107087	INDEPENDENT FREIGHTWAY, INC.	08/13/86	A	00/00/00
A-00107087F600	INDEPENDENT FREIGHTWAY, INC.	08/13/86	A	00/00/00
A-00103566	INDEPENDENT STAR'S INTERNATIONAL TAXI	08/14/81	A	00/00/00
C-00021408	INDEPENDENT TAXI	11/20/75	P	12/07/79
C-78060374	INDEPENDENT TAXI COMPANY	06/08/78	P	01/10/79
A-00103783	INDEPENDENT TAXI OF NAZARETH, INC.	10/06/81	I	12/12/85
A-00103783C851	INDEPENDENT TAXI OF NAZARETH	08/08/85	I	12/12/85
A-00009099F006AMB	INDEPENDENT TAXI SERVICE	04/14/81	P	07/13/81
A-00009099F008AMA	INDEPENDENT TAXI SERVICE	04/14/81	P	07/09/81
A-00105870	INDEPENDENT TAXI SERVICE, INC.	10/25/84	I	03/07/85
A-00105870F002	INDEPENDENT TAXI SERVICE, INC.	10/26/84	I	03/07/85
C-78040286	INDEPENDENT TAXI SERVICE	04/04/78	P	08/24/78
CUAR	IMPERIAL LAND CORPORAT	A-00102040		
INDEPENDENT TAXI SERVI	C-78110630	SCROLL UP	SCROLL DOWN	T

NDERR MOTOR FREIGHT, INC.

CASE NUMBER	COMPLAINANT	DATE FILED	STATUS	BUR
A-00075088		02/11/86	I	SEC
A-00075088C000	PUC	01/07/83	P	SEC
A-00075088C801	PUC	08/21/80	P	SAC
A-00075088C802	PUC	11/26/80	P	SAC
A-00075088C811	PUC	02/20/81	P	SAC
A-00075088C851	PUC	08/08/85	I	TNR
A-00075088F002		03/12/86	I	SEC
A-00075088F002AMJ		07/16/80	P	SEC
A-00075088F002AMN		08/24/83	P	SEC
A-00075088F002AMD		01/09/86	I	SEC
A-00075088F003		03/12/86	I	SEC
A-00075088F004		03/12/86	I	SEC
A-00075088F006		03/12/86	I	SEC
A-00075088F006AMB		05/19/80	P	SEC
A-00075088F006AMC		05/16/83	P	SEC
A-00075088F006AMD		08/03/84	I	SEC
A-00075088F006AME		10/23/84	I	SEC
A-00075088F006AMF		04/04/86	A	TNR
A-00075088F007		03/12/86	I	SEC
A-00075088F008		03/12/86	I	SEC
CU27	814420	A-00075088F600	PRINT-	
		NDERR MOTOR FREIGHT, INC.		

CASE NUMBER	COMPLAINANT	DATE FILED	STATUS	BUR
A-00075088F600		08/08/84	I	TNR
C-00022084	PUC	11/19/76	P	LAW
C-78090464	PUC	08/30/78	P	SAC
C-79010700	PUC	01/25/79	P	SAC

CHECKED 9-3-86 BY LM

LAW OFFICES OF  
GRAF, KNUPP & ANDREWS, P. C.

ROBERT EWING KNUPP (1932-1976)  
CHRISTIAN V. GRAF  
ROBERT L. KNUPP  
FREDERICK W. ANDREWS  
ROBERT D. KODAK  
DAVID H. RADCLIFF  
WILLIAM J. FULTON  
KEVIN R. DERR

CAMERON MANSION  
407 NORTH FRONT STREET  
P. O. BOX 11848  
HARRISBURG, PA 17108-1848

OF COUNSEL  
JOHN E. FULLERTON

717/238-7151  
717/236-9318

WEST HANOVER TOWNSHIP OFFICE  
7171 ALLENTOWN BOULEVARD  
HARRISBURG, PA 17112  
717/657-2858

August 21, 1986

The Secretary  
PaPUC  
Harrisburg, PA 17120

RE: A. 107087 E  
INDEPENDENT FREIGHTWAY INC.  
(Transfer part - Noerr Motor)

**RECEIVED**

**AUG 22 1986**

**SECRETARY'S OFFICE  
Public Utility Commission**

Dear Sir:

Enclosed herewith is a copy of the order of the US Bankruptcy Court for the MD of PA granting Noerr's motion to sell its PA intrastate operating rights to Independent Freightway Inc.

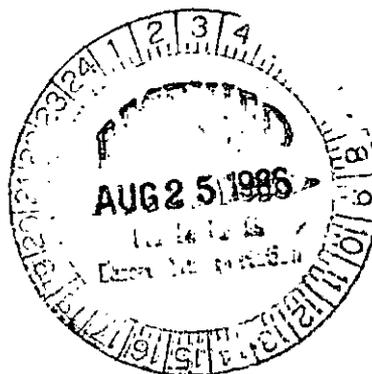
Please make this part of the pending application already on file including the ETA and TA.

Yours truly,

*John Fullerton*  
JOHN FULLERTON

F/r  
encl.

cc: Independent Freightway



**DOCUMENT  
FOLDER**

BEFORE THE  
UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

In Re:  
NOERR MOTOR FREIGHT, INC., :  
S. L. WRIGHT, INC., :  
CHAL, INC., :  
METAL TRANSPORT, INC., :  
Debtors :

Case No. 1-86-067  
Chapter 11

**FILED**

Harrisburg, Pa.

*JA*  
AUG 20 1986

Margaret A. Smith  
Clerk of the Bankruptcy Court  
Per *JA*  
Deputy Clerk

ORDER

AND NOW, this *20<sup>th</sup>* day of August, 1986, upon consideration of the Debtor's Motion for approval of the sale of operating authority and goodwill and after notice and an opportunity to be heard, no timely objection having been filed, IT IS HEREBY ADJUDGED, ORDERED AND DECREED:

1. That the said Motion be and it is hereby granted;
2. That the Agreement executed July 15, 1986 and entered into as of the 10th day of June 1986 by and between Noerr Motor Freight, Inc., Debtor, as Seller, and Independent Freightway, Inc., as Buyer (hereinafter the "Agreement"), and the sale and purchase of the operating authority and goodwill as contemplated in the Agreement be and they are hereby approved;

DOCUMENT  
FOLDER

<b>DOCKETED</b>
APPLICATION DOCKET
SEP 5 1986
ENTRY No. <i>10</i>

3. That Noerr Motor Freight, Inc., Debtor, be and it is hereby authorized to sell, release and quitclaim the operating authority and the goodwill (as defined in the Agreement) unto Independent Freightway, Inc. free and clear of all liens, encumbrances and security interests, any such liens, encumbrances and security interests to attach to the TWENTY THOUSAND DOLLARS (\$20,000.00) remaining to be paid to Noerr Motor Freight, Inc., Debtor, by Independent Freightway, Inc. at closing as defined in the Agreement; and

4. That before closing Independent Freightway, Inc., at its expense, may prepare, file and prosecute applications with the Pennsylvania Public Utility Commission and the Indiana Public Service Commission seeking emergency temporary authority or temporary authority to provide common carrier service under the Pennsylvania operating authority or the Indiana operating authority as those terms are defined in the Agreement.

CERTIFIED FROM THE RECORD this 20<sup>th</sup>  
day of August, 1986.  
Margaret A. Smith, Clerk, Bankruptcy Court  
Per Lina Helman  
Deputy Clerk

/s/ Robert J. Woodside  
Bankruptcy Judge

September 19, 1986

IN REPLY PLEASE  
REFER TO OUR FILE

John Fullerton  
Attorney at Law  
407 North Front Street  
Harrisburg, PA 17101

A-00107087 - Application of Independent Freightways, Inc.

Dear Sir:

Acknowledgement is made of an application filed by you for permanent and temporary authority on behalf of Independent Freightways, Inc. for the rights of Noerr Motor Freight, Inc.

The application has been captioned as attached and will be submitted for review, provided no protests are filed on or before October 14, 1986. If protests are filed, you will be advised as to further procedure.

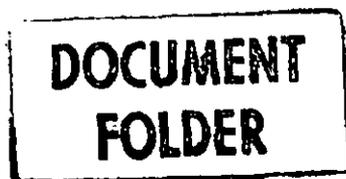
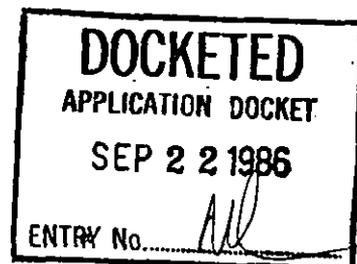
This application is accepted with the understanding that Noerr Motor Freight, Inc. will continue to render the service covered by its certificate and comply with all the rules of the Commission, including the carrying of continuous insurance, until final disposition is made of the application by the Commission. We wish to emphasize the above as failure to comply with these requirements, will result in the dismissal of the application.

You are further advised that the above application will be published in the Pennsylvania Bulletin of September 20, 1986.

Very truly yours,

David Ehrhart  
Supervisor - Application Section  
Bureau of Transportation

DE:RP:rs  
cc: Applicant  
3842 Pyramid Drive  
P.O. Box 7013  
Rockford, IL 61125



A-00107087 INDEPENDENT FREIGHTWAYS, INC. (3842 Pyramid Drive, P.O. Box 7013, Rockford, IL 61125), a corporation of the State of Delaware - (1) property for the Great Atlantic and Pacific Tea Company from the borough of Lewistown, Mifflin County, to its stores in the counties of Mifflin, Juniata, and Perry; (2) property between points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough; (3) household goods in use from points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of limits of the said borough to other points in Pennsylvania and vice versa; (4) rayon and rayon products from points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough, to points in Pennsylvania, east of a north and south line from the center of the city of Harrisburg, Dauphin County, and the return of accessories; (5) milk from points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough, to the city of Lancaster, Lancaster County, and the city and county of Philadelphia; (6) groceries and returned milk cans from the city and county of Philadelphia, to points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough; (7) castings and machinery parts from the Standard Steel Works Division of Baldwin Locomotive Works in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough to other points in Pennsylvania in emergencies only, provided that emergency trips shall be reported to the Commission immediately after they are made; (8) artificial silk and artificial silk products and accessories from the American Viscose Corporation, in the borough of Marcus Hook, Delaware County, and from points in the township of Granville, Mifflin County to points in Pennsylvania, east of the line running north and south through the borough of Huntingdon, Huntingdon County, and vice versa, excluding transportation from the borough of Marcus Hook, Delaware County, to the city of Lancaster, Lancaster County; (9) builders' equipment, steel, brick and lumber for F.M. Rhodes of Lewistown, Mifflin County, from points in the county of Mifflin to points in Pennsylvania and vice versa, provided such transportation shall either originate or terminate at points of construction (10) rayon, rayon products, cotton and cotton products, wool or wool products or intermixtures of said materials for Cluett, Peabody and Company, Inc., from its plant in the borough of Lewistown, Mifflin County, to points in the borough of Shamokin, Northumberland County, and the return of damaged or refused merchandise; (11) finished and unfinished products, materials and supplies, armaments and munitions from the Standard Steel Works Division of Baldwin Locomotive Works in the borough of Burnham, Mifflin County, to points in Pennsylvania, and vice versa; (12) oil, grease, and other petroleum products from points in the city of Philadelphia, and within thirty-five (35) miles of the Philadelphia City Hall to mines of Rochester and Pittsburgh Coal Company in the villages of Ernest, McIntyre and Lucerne, Indiana County, Helvetia, Clearfield County, and Yatesboro, Armstrong County, and the return of empty containers and accessories; (13) fibrous glass textiles, containers and accessories for the Owens-Corning Fiberglass Corporation from points in the borough of

Huntingdon, Huntingdon County, to points in the cities of Allentown, Lehigh County, Easton, Northampton County, Hazleton and Wilkes-Barre, Luzerne County, and Sunbury, Northumberland County, and the borough of Kingston, Luzerne County, and the return of shipping containers and accessories from said cities and boroughs to points in the borough of Huntingdon; (14) doors and other products of Overhead Door Company and Modern Doors Inc. from the borough of Lewistown, Mifflin County, to points in Pennsylvania and merchandise, material, hardware, and supplies from points in Pennsylvania to Overhead Door Company and Modern Doors Inc. in the borough of Lewistown; (15) farm machinery and parts thereof for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from their plant in the village of Belleville, Mifflin County, to points in Pennsylvania; (16) supplies and materials for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from points in Pennsylvania to the plant of the said companies in the village of Belleville, Mifflin County; (17) ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman & Son, Inc., from points in the county of Mifflin to points in Pennsylvania; (18) ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman & Son, Inc., from points in Pennsylvania to points in the county of Mifflin; with Right No. 18 subject to the following conditions: That no right, power or privilege is granted to transport scrap metal from points in the city of Williamsport, Lycoming County; (19) property, from the facilities of C.H. Masland & Sons in the borough of Carlisle, Cumberland County, to its facilities in the township of Granville, Mifflin County, and vice versa; (20) property, from the facilities of C.H. Masland & Sons in the borough of Carlisle, Cumberland County, to the facilities of Volkswagen Manufacturing Corp., of America in the township of East Huntingdon, Westmoreland County, and vice versa; (21) property, from the facilities of C.H. Masland & Sons in the township of Granville, Mifflin County, to the facilities of Volkswagen Manufacturing Corp., of America in the township of East Huntingdon, Westmoreland County, and vice versa; with rights No. 20 and 21 subject to the following restriction: That no right, power or privilege is granted to transport commodities in bulk; (22) property, for Corning Glass Works, from its facilities located in the township of College, Centre County, to the facilities of RCA, located in the borough of Dunmore, Lackawanna County, and vice versa; (23) property from the facilities of Cerro Metal Products located in the borough of Bellefonte and the township of Spring, Centre County, to points in Pennsylvania and vice versa; (24) carpet, carpeting and metal racks from the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County to the facilities of Volkswagen fg Corp. of America in the township of East Huntingdon, Westmoreland County and vice versa with the right to use shipper trailers; (25) property from the facilities of Carlisle Tire & Rubber Co. and Carlisle Snytec Systems in the county of Cumberland to points in Pennsylvania and vice versa; (26) property from the facilities of C.H. Masland & Sons in the borough of Carlisle, Cumberland County and the township of Granville, Mifflin County to the

facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County and vice versa; (27) scrap metal for Thalheimer Bros. Inc. from its facilities in the city and county of Philadelphia to points in the counties of Allegheny, Armstrong, Beaver, Butler, Cambria, Clarion, Fayette, Greene, Indiana, Lawrence, Mercer, Somerset, Venango, Washington and Westmoreland and vice versa; and (28) property, for Jones and Hunt, Inc., from its facilities located in the township of West Brunswick, Schuylkill County, to points in Pennsylvania, and vice versa; with right No. 28 subject to the following condition: That no right, power or privilege is granted to transport petroleum products in bulk, in tank vehicles; (Rights No. 1 thru 28 Part of Authority at Folder 2); (29) fire brick and other clay products from brick plants in the boroughs of Mount Union and Alexandria, Huntingdon County, the villages of Claysburg and Sproul, Blair County, and the village of Vandyke, Juniata County, to the plant of the Bethlehem Steel Company in the city of Bethlehem, Lehigh and Northampton Counties, and the return of empty shipping facilities; (30) fire brick and other clay products on flat-bed trailers for Haws Refractories Company from its plant in the village of Hawstone, Mifflin County, to points in Pennsylvania; (31) empty shipping facilities, materials and supplies used or useful in the manufacture of fire brick and other clay products on flat trailers from points in Pennsylvania to the Haws Refractories Company plant in the village of Hawstone, Mifflin County; (32) fire brick and clay brick on flat-bed trailers from the General Refractories Company plants in the borough of Mt. Union, Huntingdon County, and the villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments; (33) fire brick and clay brick on flat-bed trailers from the Harbison-Walker Company plant in the borough of Mt. Union, Huntingdon County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments; and (34) fire clay for the General Refractories Company from its plants located in the villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania, and the return of shipping facilities and damaged or refused shipments; (Rights No. 29 thru 34 All of the Authority at Folder 3); (35) fire brick and clay products for the United States Steel Company from the villages of Sproul and Claysburg, Greenfield Township, Blair County, to its plant in the township of Falls, Bucks County, and the return of shipping facilities and damaged or refused shipments; (Right No. 35 All of the Authority at Folder 4); (36) fibrous glass products and materials used in the manufacture, processing and shipment of such products and supplies for Owens-Corning Fiberglas Corporation from its plant located in the borough of Huntingdon, Huntingdon County, and from its warehouse located within five (5) miles of the limits of said borough to points in Pennsylvania; and vice versa; (37) fiberglass reinforced plastic products and materials and supplies used in the manufacture, processing and shipment of said products from the facilities of Owens-Corning Fiberglas Corporation located in the township of Shirley, Huntingdon County, and within an airline distance of ten (10) statute miles of the limits thereof to points in Pennsylvania, and vice versa; (38) glass and glass products, from the facilities of

Chromalloy American Corporation, located in the township of Granville, Mifflin County, to points in Pennsylvania; (39) glass and property used in the manufacture, processing and production of glass and glass products, from points in Pennsylvania, to the facilities of Chromalloy American Corporation, located in the township of Granville, Mifflin County; with right No. 38 and 39 subject to the following condition: That no right, power or privilege is granted to transport commodities in bulk; (40) property, from the facilities of Owens-Corning Fiberglass Corporation, in the counties of Dauphin and Cumberland, to points in Pennsylvania, and vice versa; (41) property, for Georgia Pacific Corporation, from its facilities in Richland Township, Bucks County, to points in Pennsylvania, and vice versa; with right No. 41 subject to the following condition: That no right, power or privilege is granted to transport property in bulk; (42) property for Avtex Fibers, Inc., from its facilities located in Pennsylvania, to points in Pennsylvania, and vice versa; subject to the following conditions: That no right, power or privilege is granted to transport commodities in bulk; and That no right, power or privilege is granted to transport property, to or from the facilities of New Enterprise Stone & Lime Co., Narehood Limestone, Inc., Detwiler Industries, Inc., Martin Limestone, Inc., Anthracite Industries, Inc., National Gypsum Company, Asbury Graphite Mills, Inc., McKeelson Chemical Co, Mid-State Chemicals and Lumax Industries, Inc.; (43) property for Owens Corning Fiberglas Co. between points in Pennsylvania excluding petroleum products in tank type vehicles; Rights No. 36 thru 42 All of the Authority at Folder 6 including pending right No. 43; (44) fire brick and other refractory articles on flat-bed trailers for E.J. Lavino & Company from its plant in the township of Plymouth, Montgomery County, to the city of Harrisburg and the borough of Steelton, Dauphin County, and the city of Johnstown, Cambria County and the return of empty shipping facilities and refused or rejected shipments; (Right No. 44 all of the authority at Folder 7); (45) fire brick and other silica and clay products on flat-bed trailers from the McFeely Brick Company Plant in the borough of Port Matilda and Worth Township, Centre County, to the city of Harrisburg, Dauphin County, and the return of shipping facilities and damaged or refused shipments; and (46) fire brick and other silica and clay products, on flat-bed trailers, from the plants of General Refractories Company in Worth Township and the borough of Port Matilda, Centre County, to points east of the eastern boundary of the counties of McKean, Cameron, Clearfield, Cambria and Somerset, and the return of refused or rejected articles and shipping containers; (Rights 45 and 46 All of the Authority at Folder 8); which is to be a transfer of part of the rights at F. 2, and all of the rights at F. 3, 4, 6, 7 and 8, authorized under the certificate issued at A-00075088, Noerr Motor Freight Inc., a corporation of the Commonwealth of Pennsylvania, subject to the same limitations and conditions. APPLICATION FOR TEMPORARY AUTHORITY HAS BEEN FILED AT A-00107087 SEEKING THE RIGHTS CITED ABOVE. Attorney: John Fullerton, 407 North Front Street, Harrisburg, PA 17101.

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE \_\_\_\_\_

SERVICE \_\_\_\_\_

SEP 20 1986

BUREAU OF TRANSPORTATION  
COMMON CARRIER  
SEPTEMBER 1986

A-00107087

Application of Independent Freightways, Inc., a corporation of the State of Delaware, for the right to begin to transport, as a common carrier, by motor vehicle, (1) property for the Great Atlantic and Pacific Tea Company from the borough of Lewistown, Mifflin County, to its stores in the counties of Mifflin, Juniata, and Perry; (2) property between points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough; (3) household goods in use from points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of limits of the said borough to other points in Pennsylvania and vice versa; (4) rayon and rayon products from points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough, to points in Pennsylvania, east of a north and south line from the center of the city of Harrisburg, Dauphin County, and the return of accessories; (5) milk from points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough, to the city of Lancaster, Lancaster County, and the city and county of Philadelphia; (6) groceries and returned milk cans from the city and county of Philadelphia, to points in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough; (7) castings and machinery parts from the Standard Steel Works Division of Baldwin Locomotive Works in the borough of Lewistown, Mifflin County, and within ten (10) miles by the usually traveled highways of the limits of the said borough to other points in Pennsylvania in emergencies only, provided that emergency trips shall be reported to the Commission immediately after they are made; (8) artificial silk and artificial silk products and accessories from the American Viscose Corporation, in the borough of Marcus Hook, Delaware County, and from points in the township of Granville, Mifflin County to points in Pennsylvania, east of the line running north and south through the borough of Huntingdon, Huntingdon County, and vice versa, excluding transportation from the borough of Marcus Hook, Delaware County, to the city of Lancaster, Lancaster County; (9) builders' equipment, steel, brick and lumber for F. M. Rhoads of Lewistown, Mifflin County, from points in the county of Mifflin to points in Pennsylvania and vice versa, provided such transportation shall either originate or terminate at points of construction (10) rayon, rayon products, cotton and cotton

OCT 14 1986

Protests due on No Hearings

Protests due on Hearings - (5 days prior to date of hearing)

Notice of the above application was mailed to all certificate holders and railroad companies in the service area as noted above.

DOCUMENT  
FOLDER

DOCKETED  
APPLICATION DOCKET  
SEP 22 1986

ENTRY No. *W*

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE \_\_\_\_\_

SERVICE \_\_\_\_\_

- 2 -

products, wool or wool products or intermixtures of said materials for Cluett, Peabody and Company, Inc., from its plant in the borough of Lewistown, Mifflin County, to points in the borough of Shamokin, Northumberland County, and the return of damaged or refused merchandise; (11) finished and unfinished products, materials and supplies, armaments and munitions from the Standard Steel Works Division of Baldwin Locomotive Works in the borough of Burnham, Mifflin County, to points in Pennsylvania, and vice versa; (12) oil, grease, and other petroleum products from points in the city of Philadelphia, and within thirty-five (35) miles of the Philadelphia City Hall to mines of Rochester and Pittsburgh Coal Company in the villages of Ernest, McIntyre and Lucerne, Indiana County, Helvetia, Clearfield County, and Yatesboro, Armstrong County, and the return of empty containers and accessories; (13) fibrous glass textiles, containers and accessories for the Owens-Corning Fiberglass Corporation from points in the borough of Huntingdon, Huntingdon County, to points in the cities of Allentown, Lehigh County, Easton, Northampton County, Hazleton and Wilkes-Barre, Luzerne County, and Sunbury, Northumberland County, and the borough of Kingston, Luzerne County, and the return of shipping containers and accessories from said cities and boroughs to points in the borough of Huntingdon; (14) doors and other products of Overhead Door Company and Modern Doors, Inc. from the borough of Lewistown, Mifflin County, to points in Pennsylvania and merchandise, material, hardware, and supplies from points in Pennsylvania to Overhead Door Company and Modern Doors, Inc. in the borough of Lewistown; (15) farm machinery and parts thereof for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from their plant in the village of Belleville, Mifflin County, to points in Pennsylvania; (16) supplies and materials for the Hertzler and Zook Company, the New Holland Machine Company and the New Holland Machine Division of the Sperry-Rand Corporation from points in Pennsylvania to the plant of the said companies in the village of Belleville, Mifflin County; (17) ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman & Son, Inc. from points in the county of Mifflin to points in Pennsylvania; (18) ferrous scrap, non-ferrous scrap, non-metallic scrap and salvage materials for Joe Krentzman & Son, Inc., from points in Pennsylvania to points in the county of Mifflin; with Right No. 18 subject to the following conditions: That no right, power or privilege is granted to transport scrap metal from points in the city of Williamsport, Lycoming County; (19) property, from the facilities of C.H. Masland & Sons in the borough of Carlisle, Cumberland County, to its facilities in the township of Granville, Mifflin County, and vice versa; (20) property, from the facilities of C.H. Masland & Sons in the borough of Carlisle, Cumberland County, to

Protests due on No Hearings \_\_\_\_\_

Protests due on Hearings - (5 days prior to date of hearing)

Notice of the above application was mailed to all certificate holders and railroad companies in the service area as noted above.

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE \_\_\_\_\_ SERVICE \_\_\_\_\_

- 3 -

the facilities of Volkswagen Manufacturing Corp., of America in the township of East Huntingdon, Westmoreland County, and vice versa; (21) property, from the facilities of C.H. Masland & Sons in the township of Granville, Mifflin County, to the facilities of Volkswagen Manufacturing Corp., of America in the township of East Huntingdon, Westmoreland County, and vice versa; with rights No. 20 and 21 subject to the following restriction: That no right, power or privilege is granted to transport commodities in bulk; (22) property, for Corning Glass Works, from its facilities located in the township of College, Centre County, to the facilities of RCA, located in the borough of Dunmore, Lackawanna County, and vice versa; (23) property from the facilities of Cerro Metal Products located in the borough of Bellefonte and the township of Spring, Centre County, to points in Pennsylvania and vice versa; (24) carpet, carpeting and metal racks from the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County to the facilities of Volkswagen fg. Corp. of America in the township of East Huntingdon, Westmoreland County and vice versa with the right to use shipper trailers; (25) property from the facilities of Carlisle Tire & Rubber Co. and Carlisle Snytec Systems in the county of Cumberland to points in Pennsylvania and vice versa; (26) property from the facilities of C.H. Masland & Sons in the borough of Carlisle, Cumberland County and the township of Granville, Mifflin County to the facilities of Magee Carpet Co. in the town of Bloomsburg, Columbia County and vice versa; (27) scrap metal for Thalheimer Bros. Inc. from its facilities in the city and county of Philadelphia to points in the counties of Allegheny, Armstrong, Beaver, Butler, Cambria, Clarion, Fayette, Greene, Indiana, Lawrence, Mercer, Somerset, Venango, Washington and Westmoreland and vice versa; and (28) property, for Jones and Hunt, Inc., from its facilities located in the township of West Brunswick, Schuylkill County, to points in Pennsylvania, and vice versa; with right No. 28 subject to the following condition: That no right, power or privilege is granted to transport petroleum products in bulk, in tank vehicles; (Rights No. 1 thru 28 Part of Authority at Folder 2); (29) fire brick and other clay products from brick plants in the boroughs of Mount Union and Alexandria, Huntingdon County, the villages of Claysburg and Sproul, Blair County, and the village of Vandyke, Juniata County, to the plant of the Bethlehem Steel Company in the city of Bethlehem, Lehigh and Northampton Counties, and the return of empty shipping facilities; (30) fire brick, and other clay products on flat-bed trailers for Haws Refractories Company from its plant in the village of Hawstone, Mifflin County, to points in Pennsylvania; (31) empty shipping facilities, materials and supplies used or useful in the manufacture of fire brick and other clay products on flat trailers from points in Pennsylvania to the Haws Refractories

Protests due on No Hearings \_\_\_\_\_

Protests due on Hearings - (5 days prior to date of hearing)

Notice of the above application was mailed to all certificate holders and railroad companies in the service area as noted above.

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE \_\_\_\_\_

SERVICE \_\_\_\_\_

- 4 -

Company plant in the village of Hawatone, Mifflin County; (32) fire brick and clay brick on flat-bed trailers from the General Refractories Company plants in the borough of Mt. Union, Huntingdon County, and the villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments; (33) fire brick and clay brick on flat-bed trailers from the Harbison-Walker Company plant in the borough of Mt. Union, Huntingdon County, to points in Pennsylvania; and the return of shipping facilities and damaged or refused shipments; and (34) fire clay for the General Refractories Company from its plants located in the villages of Sproul and Claysburg, Greenfield Township, Blair County, to points in Pennsylvania, and the return of shipping facilities and damaged or refused shipments; (Rights No. 29 thru 34 All of the Authority at Folder 3); (35) fire brick and clay products for the United States Steel Company from the villages of Sproul and Claysburg, Greenfield Township, Blair County, to its plant in the township of Falls, Bucks County, and the return of shipping facilities and damaged or refused shipments; (Right No. 35 All of the Authority at Folder 4); (36) fibrous glass products and materials used in the manufacture, processing and shipment of such products and supplies for Owens-Corning Fiberglas Corporation from its plant located in the borough of Huntingdon, Huntingdon County, and from its warehouse located within five (5) miles of the limits of said borough to points in Pennsylvania; and vice versa; (37) fiberglass reinforced plastic products and materials and supplies used in the manufacture, processing and shipment of said products from the facilities of Owens-Corning Fiberglas Corporation located in the township of Shirley, Huntingdon County, and within an airline distance of ten (10) statute miles of the limits thereof to points in Pennsylvania, and vice versa; (38) glass and glass products, from the facilities of Chromalloy American Corporation, located in the township of Granville, Mifflin County, to points in Pennsylvania; (39) glass and property used in the manufacture, processing and production of glass and glass products, from points in Pennsylvania, to the facilities of Chromalloy American Corporation, located in the township of Granville, Mifflin County; with right No. 38 and 39 subject to the following condition: That no right, power or privilege is granted to transport commodities in bulk; (40) property, from the facilities of Owens-Corning Fiberglass Corporation, in the counties of Dauphin and Cumberland, to points in Pennsylvania, and vice versa; (41) property, for Georgia Pacific Corporation, from its facilities in Richland Township, Bucks County, to points in Pennsylvania, and vice versa; with right No. 41 subject to the following condition: That no right, power or privilege is granted to transport property in bulk;

Protests due on No Hearings

Protests due on Hearings - (5 days prior to date of hearing)

Notice of the above application was mailed to all certificate holders and railroad companies in the service area as noted above.

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE \_\_\_\_\_ SERVICE \_\_\_\_\_

- 5 -

(42) property for Avtex Fibers, Inc., from its facilities located in Pennsylvania, to points in Pennsylvania, and vice versa; subject to the following conditions: That no right, power or privilege is granted to transport commodities in bulk; and That no right, power or privilege is granted to transport property, to or from the facilities of New Enterprise Stone & Lime Co., Narehood Limestone, Inc., Detwiler Industries, Inc., Martin Limestone, Inc., Anthracite Industries, Inc., National Gypsum Company, Asbury Graphite Mills, Inc., McKeelson Chemical Co., Mid-State Chemicals and Lumax Industries, Inc.; (43) property for Owens Corning Fiberglas Co. between points in Pennsylvania excluding petroleum products in tank type vehicles; Rights No. 36 thru 42. All of the Authority at Folder 6 including pending right No. 43; (44) fire brick and other refractory articles on flat-bed trailers for E. J. Lavino & Company from its plant in the township of Plymouth, Montgomery County, to the city of Harrisburg and the borough of Steelton, Dauphin County, and the city of Johnstown, Cambria County and the return of empty shipping facilities and refused or rejected shipments; (Right No. 44 all of the authority at Folder 7); (45) fire brick and other silica and clay products on flat-bed trailers from the McFeely Brick Company Plant in the borough of Port Matilda and Worth Township, Centre County, to the city of Harrisburg, Dauphin County, and the return of shipping facilities and damaged or refused shipments; and (46) fire brick and other silica and clay products, on flat-bed trailers, from the plants of General Refractories Company in Worth Township and the borough of Port Matilda, Centre County, to points east of the eastern boundary of the counties of McKean, Cameron, Clearfield, Cambria and Somerset, and the return of refused or rejected articles and shipping containers; (Rights 45 and 46. All of the Authority at Folder 8); which is to be a transfer of part of the rights at F. 2, and all of the rights at F. 3, 4, 6, 7 and 8, authorized under the certificate issued at A-00075088, Noerr Motor Freight, Inc., a corporation of the Commonwealth of Pennsylvania, subject to the same limitations and conditions. APPLICATION FOR TEMPORARY AUTHORITY HAS BEEN FILED AT A-00107087 SEEKING THE RIGHTS CITED ABOVE.

LM:np  
9/5/86

Application received 8/13/86  
Application docketed 9/03/86

TA Application received 8/13/86  
TA Application docketed 9/03/86

Protests due on No Hearings

Protests due on Hearings - (5 days prior to date of hearing)

Notice of the above application was mailed to all certificate holders and railroad companies in the service area as noted above.

# PENNSYLVANIA PUBLIC UTILITY COMMISSION



## RECEIPT

The addressee named hereunder has paid Pennsylvania Public Utility Commission for the following bill, subject to final collection of check or money order tendered for such payment.

Independent Freightway, Inc.  
3842 Pyramid Drive  
P.O. Box 7013  
Rockford, PA 61125

Date October 7, 1986

DOCKETED  
OCT 09 1986

CR 119887 A

DOCUMENT  
FOLDER

In re application of Independent Freightway, Inc.  
A-00107087,.....\$125.00

Revenue account 01780-17601-102 (ck)

ck 062861

Checks \$125.00

Currency \_\_\_\_\_

Utility account \_\_\_\_\_

50:26

C. Joseph Meisinger

For Department of Revenue

# PENNSYLVANIA PUBLIC UTILITY COMMISSION



## RECEIPT

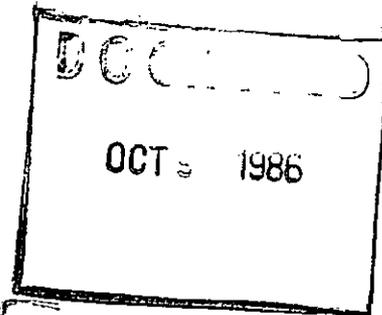
The addressee named hereunder has paid Pennsylvania Public Utility Commission for the following bill, subject to final collection of check or money order tendered for such payment.

Independent Freightways, Inc.  
3842 Pyramid Drive  
Box 7013  
Rockford, IL 61125

Date October 8, 1986

**CR 119938 A**

In re application of Independent Freightways, Inc.  
A-00107087.....\$75.00



Revenue account 01780-17601-102 (ck)  
ck 062862 \$75.00 Checks                      Currency                       
Utility account 50:26

C. Joseph Meisinger  
For Department of Revenue



*File*

November 22, 1986

DOCKETED  
DEC - 2 1986

Public Utilities Commission  
Bureau of Non-Rail Transportation  
P. O. Box 3265  
Harrisburg, Pa. 17120

To whom this may concern:

Please be advised that our Corporate Office will be relocated to 2330 23rd Ave., Rockford, IL 61108 as of December 1, 1986.

Very truly yours,

INDEPENDENT FREIGHTWAY, INC. *A 107087*

Daniel L. Smith  
Director of Safety

DLS/sls

DOCUMENT  
FOLDER