

IRA G. BARROWS

Attorney at Law

2750 TRENTON ROAD
LEVITTOWN, PA 19056

PHONE: 215-547-5493



RECEIVED

JAN 11 1988

SECRETARYS OFFICE
Public Utility Commission

January 7, 1988

Pennsylvania Public Utility Commission
P.O:Box 3265
Harrisburg, PA 17120

A-107916

RE: Ace World-Wide Moving & Storage Co.

Dear Sir/Madam:

With respect to the above-captioned, please find enclosed the following documentation:

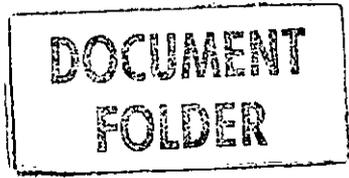
1. Original and two copies of Application for Approval of Transfer and Exercise of Common or Contract Carrier Rights;
 2. Original and two copies of Affidavit of Transferor/Seller;
 3. Original and two copies of Agreement;
 4. Original and two copies of Equipment;
 5. Original and two copies of list of Shareholders and Officers;
 6. Original and two copies of combined Balance Sheet;
 7. Original and two copies of Certificate of Incorporation;
 8. Original and two copies of Articles of Incorporation;
- and
9. My check, in the amount of \$125.00.

Thank you for your attention herein.

Very truly yours,

IRA G. BARROWS

jc



Enclosures

1/20 called atty - need statement of unpaid business debts and Exhibit A.

3/15 Called atty need Financial Statement and mailed 3/4 you will send a copy

2/1 reminder call - will red.

3/4 already sent 2/14 - never got to my desk - will send again

RECEIVED

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

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

JAN 11 1988

SECRETARY'S OFFICE
Public Utility Commission

JAN 12 1988
P. U. C.
Bureau Transportation

Application of ACE WORLD-WIDE MOVING & STORAGE CO.
(Applicant/Transferee)

for approval of the transfer and to exercise the right

as a common carrier, described at Docket
common-contract

No. 82822, Folder No. _____, issued to
Thomas F. Welsh, Jr.
Transferor

PUC-Use Only
Docket No. 107916
Folder No. _____

for transportation of property
persons-property

APPL
COMPL
MVIO
CHECKED BY [Signature]

SEE INSTRUCTIONS BEFORE COMPLETING APPLICATION

- ACE WORLD-WIDE MOVING & STORAGE CO.
(Full and correct name of applicant/transferee)
- N/A
(Trade name, if any)

The trade name _____ has been registered with the Secretary of the
(has or has not)

Commonwealth on _____ (attach copy of stamped registration form).
(date)

- 290 Canal Road
(Business Street Address) 215 736 9200
Fairless Hills PA 19030 (P.O. Box, if any)
City State Zip Telephone

- Applicant's attorney (for this application) is:
Ira G. Barrows, Esquire, 2750 Trenton Rd., Levittown, PA 547-5493
(Name) (Address) (Telephone)

- Any notice, process or order of the PUC should be served upon:
James H. Johannes, 1750 Oakwood Terrace, 16-H, Penn Valley, PA 19078
(Name) (Address)

- Applicant does not hold Pa. PUC authority under Docket
(does or does not)

Number _____ and operates as a _____ carrier.
(common or contract)

- Applicant does not hold Interstate Commerce Commission authority.
(does or does not)

DOCUMENT
FOLDER

BEGINNING

DOCKETED
APPLICATION DOCKET
JAN 20 1988
ENTRY No. law

8. Applicant is (check one):

Individual.

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

(Name)

(Address)

Corporation. Organized under the laws of the State of Pennsylvania and qualified to do business in Pennsylvania by registering with the Secretary of the Commonwealth on Feb. 27, 1970 (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.

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.

None

10. Applicant proposes to acquire all ~~part~~ 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.

11. The reason for the transfer is Transferor is not presently using the subject authority to full advantage. Transferee has need of such operating rights.

12. The total amount of consideration to be paid is \$ 5,000 and was determined as follows: negotiated value.

and will be paid as follows: cash upon approval by Pennsylvania Public Utility Commission

13. Applicant is financially able to furnish adequate service to the public and submits Schedule "C" as a statement of financial condition.
14. Attach the following, as appropriate (check those attached):
- Sales Agreement. (Required)
 - Partnership Agreement.
 - Trade Name registration certificate.
 - Certificate of Incorporation or Authority.
 - Statement of corporate charter purpose.
 - List of corporate officers and stockholders.
 - 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.
 - Statement of unpaid business debts of transferor and how they will be satisfied.
 - Copy of short form certificate showing date of death of transferor and name of executor/trix.
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.

ACE WORLD-WIDE MOVING & STORAGE CO.

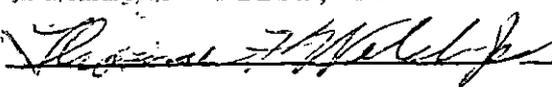
Transferee sign here:
(Corporate Seal)


(each partner must sign)

11/16/87
(Date)

THOMAS F. WELSH, JR.

Transferor sign here:
(Corporate Seal)


11/16/87

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

1. A separate application must be filed for each type of service, such as common carrier of persons on schedule; contract carrier of persons; transportation of persons on call or demand; transportation of persons in group and party service; common carrier of property; contract carrier of property.
2. It is not required that applicant be represented by an attorney, unless applicant is a corporation.
3. The original application signed at the place designated, duly verified by affidavit and two copies of same must be filed at the office of the Pennsylvania Public Utility Commission P.O. Box 3265, North Office Building, Harrisburg, PA 17120. A filing fee of One Hundred Twenty Five Dollars (\$125.00) is required and shall be paid by certified check or money order, made payable to the Commonwealth of Pennsylvania..
4. Carriers with Pa. PUC authority need not complete Paragraph 14 - Statement of Financial Condition if its latest Annual Report is on file at the Commission. You need only to reference same.
5. Copies of trade name registration form and certificate of incorporation of authority are not required from currently certificated/permitted carriers.
6. If space provided in form is not sufficient, prepare on separate sheet, attach it to application and give it the same number as question or statement to which it refers.
7. THIS APPLICATION FORM IS ONLY TO BE USED IN APPLYING FOR A TRANSFER OF RIGHTS UNDER EXISTING CERTIFICATES, PERMITS OR LICENSES. No application will be entertained for a transfer of rights which have been canceled or which for other reasons are obsolete.



THIS MUST BE COMPLETED BY NOTARY PUBLIC

AFFIDAVIT OF TRANSFEROR/SELLER (Natural Person)

COMMONWEALTH OF PENNSYLVANIA :
Bucks County : ss:

Thomas F Welsh Jr, 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.

Thomas F Welsh Jr
Signature of Affiant

Sworn and subscribed before me this 16th day of November 1987
My Commission Expires _____

JOAN CICCONETTI, NOTARY PUBLIC
MIDDLETOWN TOWNSHIP, BUCKS COUNTY
MY COMMISSION EXPIRES MARCH 18, 1991
Member, Pennsylvania Association of Notaries

Joan Cicconetti
Signature of Official Administering Oath

AFFIDAVIT OF TRANSFEROR/SELLER (Corporation)

COMMONWEALTH OF PENNSYLVANIA :
_____ County : ss:

_____, being duly sworn (affirmed) according to law, deposes and says that he is _____ of _____ (Office of Affiant)

_____; 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 _____ (Name of Corporation)

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

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)

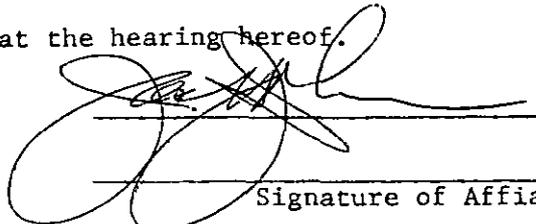
COMMONWEALTH OF PENNSYLVANIA :
: ss:
_____ County :

James H. Johannes, being duly sworn (affirmed) according to law, deposes and says that he is President of Ace World-Wide
(Office of Affiant)

Mowing & Storage Co; 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 Ace World-Wide Mowing & Storage Co
(Name of Corporation)

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



Signature of Affiant

Sworn and subscribed before me this 16th
day of November 1987
My Commission Expires _____

Joan Cicconetti
Signature of Official Administering Oath

THIS AGREEMENT made this 16th day of November, 1987, by and between THOMAS F. WELSH, JR., hereinafter referred to as "TRANSFEROR"; and ACE WORLD-WIDE MOVING & STORAGE CO., a Pennsylvania Corporation, hereinafter referred to as "TRANSFEREE".

1. TRANSFEROR agrees to sell and transfer unto the TRANSFEREE certain rights granted to it by the Pennsylvania Public Utility Commission under Docket No. A.82822. A copy of said authority is attached hereto, marked Exhibit "A" and made an integral part hereof.

2. TRANSFEROR agrees to sell and TRANSFEREE agrees to purchase all of the rights as set forth in Exhibit "A".

3. The purchase price to be paid by TRANSFEREE to TRANSFEROR for the certificate of public convenience being transferred shall be Five Thousand (\$5000.00) Dollars.

At the time of the execution of this agreement, the sum of Five Thousand (\$5000.00) Dollars in cash or check shall be deposited with Herbert E. Squires, Esquire, as escrowee. The said funds to be held in escrow until the transfer is approved by the Pennsylvania Public Utility Commission, at which time the funds shall be given to the TRANSFEROR.

4. This sale is conditioned upon the approval thereof of the Commission and upon the issuance to Buyer of appropriate Certificate of Public Convenience. The Buyer shall make application to the Pennsylvania Public Utility Commission concurrently with the execution of this Agreement and will diligently prosecute such application by furnishing and filing all information and all documents required by the Commission.

5. Approval of the transfer by the Commission by entry of a final order shall mean the issuance of an Order granting a

certificate to the TRANSFEREE with substantially the same rights and privileges as are set forth in the Certificates previously issued to the TRANSFEROR.

6. TRANSFEROR and TRANSFEREE agree that the Certificate, which is the subject of this Agreement, is unique and not otherwise obtainable. TRANSFEROR and TRANSFEREE will each, as applicable, exercise diligent efforts and cooperate to the end that the application to the Commission be approved; such efforts are to include the filing of the necessary application, appearance at hearings, and the preparation of any adoption supplement or any other notices, actions or documents required under the circumstances. TRANSFEROR will furnish a witness or witnesses at any hearing which may be held thereon if requested to do so by the TRANSFEREE.

7. TRANSFEREE agrees that it will assume all the expenses pertaining to the filing and processing of the application for transfer, other than the payment of TRANSFEROR'S counsel fees.

8. TRANSFEROR will comply with the rules and regulations of the Commission and agrees to hold TRANSFEREE free and harmless from all and any liability of any nature whatsoever against the TRANSFEROR and agrees to file such reports as may be required by the Pennsylvania Public Utility Commission with reference to operations conducted by the TRANSFEROR to the date of settlement.

9. TRANSFEROR'S assets herein sold will be free and clear of all encumbrances, judgments, liens, liabilities, security interests, taxes and claims on the date of closing hereunder.

10. TRANSFEROR'S execution, delivery and performance of this Agreement and all documents and instruments relating hereto do not breach any agreement or instrument to which TRANSFEROR is a party, and this Agreement constitutes a valid and

binding obligation of TRANSFEROR.

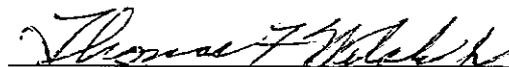
11. TRANSFEROR has no knowledge of any judgment, order, decree, injunction or suit, existing, pending or threatened involving the assets or any violation by TRANSFEROR of any law, administrative ruling or regulation which might in any way affect the assets or the title to be received by TRANSFEREE.

12. To the knowledge of TRANSFEROR, no representation or warranty contains any untrue statement of a material fact or omits any material fact which would otherwise make the statements herein misleading.

13. TRANSFEROR and TRANSFEREE agree that TRANSFEROR shall have the right to lease-back said authority, for a period of fifty (50) years. This right shall not affect TRANSFEREE'S right to resell the property. If TRANSFEREE resells the authority, it is expressly understood that it will not be subject to any such lease-back rights.

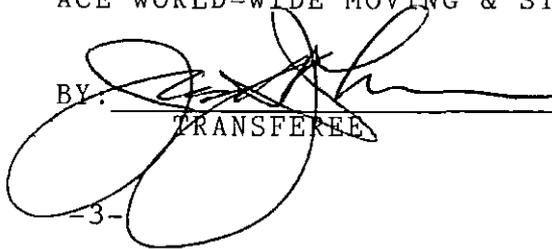
14. Settlement shall be held at the offices of Herbert E. Squires, Esquire, 1411 Walnut Street, 8th Floor, Philadelphia, Pennsylvania, on a date and at a time convenient to both parties, but not later than ten days after final approval of the said transfer by the Pennsylvania Public Utility Commission.

IN WITNESS WHEREOF, the parties hereto, intending to be legally bound, have executed this Agreement on the date first above mentioned.



THOMAS F. WELSH, JR.
TRANSFEROR

ACE WORLD-WIDE MOVING & STORAGE CO.

BY: 

TRANSFEREE

ACE WORLD WIDE MOVING & STORAGE COMPANIES
COMBINED INCOME STATEMENT
MILWAUKEE-PHILADELPHIA
YEAR ENDED DECEMBER 31, 1986

MOVING AND STORAGE INCOME	\$ 9,284,316
RENTAL INCOME	1,320,870
TOTAL	<u>\$ 10,605,186</u>
OPERATING EXPENSES	<u>9,670,171</u>
OPERATING INCOME	<u>\$ 935,015</u>
OTHER INCOME (EXPENSES)	
INTEREST INCOME	\$ 101,908
INTEREST EXPENSE	(455,570)
OTHER	46,039
	<u>\$ 627,392</u>
FEDERAL AND STATE INCOME TAXES	<u>367,000</u>
NET INCOME	<u>\$ 260,392</u>

EQUIPMENT OWNED BY ACE WORLD WIDE MOVING & STORAGE

<u>YEAR</u>	<u>MAKE</u>	<u>SERIAL NO.</u>	<u>FUEL</u>
73	INTL	106720H345719	G
87	MERCEDES	1MBZB83AHN721279	D
85	GMC	2GDHG31M9F4514955	G
77	GMC	TGR3374526852	G
71	DORSEY	90307	
72	DORSEY	98111	
73	MATLOCK	T0638	
73	MATLOCK	T0644	
73	MATLOCK	T0649	
73	MATLOCK	T0670	
73	MATLOCK	T0673	
73	MATLOCK	T0677	
74	MATLOCK	T1166	
75	MATLOCK	1106741907	
81	MATLOCK	2138	
83	KY	1KKVE4521DL000494	
83	KY	1KKVE452XDL000493	
84	KY	1KKVE4826EL070179	
81	FREIGHTLINER	1FUEYDYB5BM200050	D
73	FREIGHTLINER	CA212HP074364	D
75	FORD	Z90VVV46617	D
73	WHITE	74349	D
77	FREIGHTLINER	CA213HP132495	D
73	FREIGHTLINER	71334	D

10
14

SHAREHOLDERS AND OFFICERS OF ACE WORLD-WIDE MOVING & STORAGE CO.

James H. Johannes	One thousand twenty-nine (1,029) shares
John U. Steiner	Twenty-one (21) shares
John W. Steiner	Two Hundred (200) shares
Judy Edwards	Fifty (50) shares

President:	James H. Johannes, 1750 Oakwood Terrace, 16-H, Penn Valley, PA 19078
Vice President:	John U. Steiner, 1900 East College, Cudahy, WI
Secretary:	James H. Johannes

ACE WORLD WIDE MOVING & STORAGE COMPANIES
 COMBINED BALANCE SHEET
 MILWAUKEE-PHILADELPHIA
 DECEMBER 31, 1986

ASSETS

CURRENT ASSETS

CASH	\$ 196,298
ACCOUNTS RECEIVABLE, LESS ALLOWANCE FOR DOUBTFUL ACCOUNTS OF \$50,000	847,860
CURRENT MATURITIES OF NOTES RECEIVABLE	279,476
CURRENT PORTION OF NET INVESTMENT IN SALES-TYPE AND DIRECT FINANCING LEASES	56,290
OTHER RECEIVABLES	33,667
PREPAID EXPENSES AND OTHER ASSETS	80,925

\$ 1,494,516

INVESTMENTS AND LONG-TERM RECEIVABLES

NOTES RECEIVABLE	\$ 337,418
NET INVESTMENT IN SALES-TYPE AND DIRECT FINANCING LEASES	264,829
PROPERTY UNDER OPERATING LEASES AND HELD FOR LEASES, NET OF ACCUMULATED DEPRECIATION	5,127,297

\$ 5,729,544

PROPERTY, PLANT AND EQUIPMENT, AT COST

LAND AND IMPROVEMENTS	\$ 915,495
BUILDINGS	1,074,300
REVENUE AND WAREHOUSE EQUIPMENT	2,614,154
SALES EQUIPMENT	132,543
OFFICE EQUIPMENT	254,756
OTHER ASSETS	30,380

\$ 5,021,628

LESS ACCUMULATED DEPRECIATION

2,273,924

\$ 2,747,704

9,971,764

ACE WORLD WIDE MOVING & STORAGE COMPANIES
COMBINED BALANCE SHEET
MILWAUKEE-PHILADELPHIA
DECEMBER 31, 1986

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES

OUTSTANDING CHECKS IN EXCESS OF BANK BALANCE	\$	41,458
CURRENT MATURITIES OF LONG-TERM DEBT		516,588
ACCOUNTS PAYABLE		673,000
DUE TO AFFILIATED COMPANIES		4,928
CONSTRUCTION CONTRACTS PAYABLE		436,962
ACCRUED LIABILITIES		
DRIVERS' COMMISSIONS AND DEPOSITS		143,001
WAGES AND SALARIES		47,172
REAL ESTATE TAXES		189,643
INTEREST		34,797
OTHER		39,335
SECURITY DEPOSITS		45,870
INCOME TAXES PAYABLE		291,000

TOTAL CURRENT LIABILITIES \$ 2,463,754

LONG-TERM DEBT \$ 5,590,332

DEFERRED INCOME TAXES \$ 169,000

STOCKHOLDERS EQUITY

CAPITAL STOCK: CLASS A COMMON	\$	15,100
ADDITIONAL PAID IN CAPITAL		15,032
RETAINED EARNINGS		1,718,546

1,748,678

\$ 9,971,764



Department of State
Office of the
Secretary of the Commonwealth

To all to whom these Presents shall come, Greeting:

WHEREAS, Under the provisions of the Business Corporation Law, approved the 5th day of May, Anno Domini one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of a business corporation organized under the terms of that law.

AND WHEREAS, The stipulations and conditions of that law have been fully complied with by the persons desiring to incorporate as

ACE WORLD-WIDE MOVING & STORAGE CO.

THEREFORE, KNOW YE, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, create, erect, and incorporate the incorporators of and the subscribers to the shares of the proposed corporation named above, their associates and successors, and also those who may thereafter become subscribers or holders of the shares of such corporation, into a body politic and corporate in deed and in law by the name chosen and hereinbefore specified, which shall exist perpetually and shall be invested with and have and enjoy all the powers, privileges, and franchises incident to a business corporation and be subject to all the duties, requirements, and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

GIVEN under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 27th day of February in the year of our Lord one thousand nine hundred and seventy and of the Commonwealth the one hundred and ninety-fourth

Leah J. Kelly

Secretary of the Commonwealth gf

Commonwealth of Pennsylvania
Department of State
Corporation Bureau

ARTICLES OF INCORPORATION

In compliance with the requirements of the Business Corporation Law, approved the 5th day of May, A. D. 1933, PL 364, as amended, the undersigned, who is of full age desiring that he may be incorporated as a business corporation, does hereby certify:

1. The name of the corporation is Ace World-Wide Moving & Storage Co.

2. The location and post office address of its initial registered office in this Commonwealth is 2070 Hartel Street, Edgely Industrial Park, Levittown, Bucks County.

3. The purpose or purposes of the corporation which shall be organized under this Act are as follows: to engage in the general business of transferring, hauling, crating, moving, trucking, freighting, warehousing, storing and packing for hire of goods, wares, merchandise and other articles of freight and personal property, ^{by motor vehicle} to purchase, lease, take in exchange, hire or otherwise acquire any real or personal property, rights, franchises or privileges which the corporation named may think necessary or convenient for any of the purposes of its business; to furnish, supply and sell all services of all kinds and character, and to buy, manufacture, process, fabricate, sell and deal in all kinds of metal, wood, plastic, or other kind or articles, merchandise, or personal property, to build, erect, construct, purchase, hire or otherwise acquire, own, provide, establish, maintain, hold, lease and

operate factories, mills, warehouses, agencies, buildings, offices, garages, plants, and all other structures of whatsoever kind or nature within or without the State of Pennsylvania; to loan, lend, and to invest in all forms of money, to deal in mortgages, pledges, scrip, bonds, or other securities, notes, acceptances, and drafts; to furnish funds or capital to any person or corporation; to furnish, sell, broker, underwrite and write all forms of insurance, and to furnish counsel in relation thereto; to purchase, hold, sell, exchange or transfer or otherwise deal in shares of its own capital stock, bonds, or other obligations from time to time, to such an extent, in such a manner, and upon such terms as its Board of Directors shall determine; to hold, purchase, or otherwise acquire, or be interested in, and to sell, assign, pledge or otherwise dispose of, shares of the capital stock, bonds, or other evidences of debt issued or created by any other corporation, whether foreign or domestic, and whether now or hereafter organized; and while the holder of any such shares of stock, to exercise all the rights, and privileges of ownership, including the right to vote thereon to the same extent as a natural person might or could do; to furnish, supply and sell services of all kinds and character, and to do each and every other act necessary and incidental to any of said purposes and the carrying on of said business, said business to be carried on within the State of Pennsylvania and elsewhere, and particularly within the County of Bucks, in said State.

4. The term of its existence is perpetual.

5. The aggregate number of shares which the corporation shall have authority to issue is fifty (50) shares of common capital stock without par value for a stated capital of Five Thousand Dollars (\$5,000.00) applicable thereto.

6. The names and addresses of each of the first directors, who shall

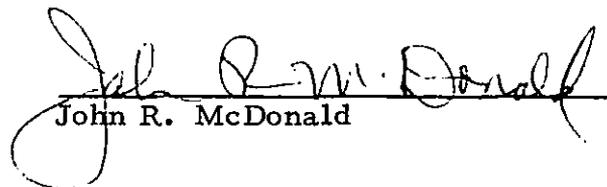
serve until the first annual meeting, are:

<u>Name</u>	<u>Address</u>
James Johannes	Hwy. 52 South, Rochester, Minnesota
John W. Steiner	Hwy. 52 South, Rochester, Minnesota
John U. Steiner	Hwy. 52 South, Rochester, Minnesota
Fred W. Steiner	Hwy. 52 South, Rochester, Minnesota
George C. Garrison	Hwy. 52 South, Rochester, Minnesota

7. The name and address of the incorporator and the number and class of shares subscribed is:

<u>Name</u>	<u>Address</u>	<u>Number and class of Shares</u>
John R. McDonald	527 S. 5th St., LaCrescent, Minn.	1 share of common capital stock without par value

In testimony whereof, the incorporator has signed and sealed these Articles of Incorporation this 23rd day of February, 1970.

 (SEAL)
 John R. McDonald

Approved and filed in the Department of State on the 27th day of February A. D. 1970.



Secretary of Commonwealth

llm

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 82822

Application of THOMAS F. WELSH, JR., trading
and doing business as DON'S MOVING AND STORAGE

ENDORSEMENT

It appearing that the holder of the certificate of public convenience issued in this proceeding request that said certificate be amended to stand in the name of THOMAS F. WELSH, JR., trading and doing business as DON'S MOVING AND STORAGE in lieu of THOMAS WELSH, JR., and it further appearing that said certificate holder has complied with the provisions of the Fictitious Names Act.

NOW, to wit, August 3, 1964, IT IS ORDERED: That the certificate of public convenience issued in this proceeding, be and is hereby modified and amended to stand in the name of THOMAS F. WELSH, JR., trading and doing business as DON'S MOVING AND STORAGE.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

Secretary

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 82322

Thomas F. Welsh
Application of XXXXXXXXXXXXXXX, Jr. t/d/b/a
Don's Moving and Storage

WEIGHT AND ORDER
APPROVED TRUCKING SERVICE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of THOMAS WELSH, Jr., dated November 24, 1949, to operate motor vehicles as a common carrier, and having been duly presented in accordance with the rules of the Commission and full investigation of the matters and things involved having been had, and it appearing that the right herein is in effect a transfer of the right which has been held by LEROY J. McCUEN, under certificate of public convenience issued at A. 73325, dated May 9, 1949, which certificate will be subsequently cancelled as of the date of this order upon compliance with the tariff and insurance requirements of the Commission by THOMAS WELSH, Jr., the Commission finds and determines that approval of the application, limited to the following right:

To transport, as a Class B carrier, used household furniture and household furniture in use, between points in the City of Philadelphia, Philadelphia County, and from points in the said city to points in the Borough of Upper Merion, Delaware County, and vice versa;

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

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

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

THIRD: That the applicant shall not record in his utility accounts any amount representing the rights herein granted, in excess of the actual cost of such rights to the original holder thereof.

FOURTH: That the applicant credit his proprietorship account with \$1,500 being the amount the net depreciated value of the equipment exceeds the consideration payable; plus any amount recorded under condition "3" above.

FIFTH: That the certificate holder shall comply with all the provisions of the Public Utility law as now existing or as may hereafter be amended, and Revised General Order No. 25, effective July 1, 1939, or as may hereafter be revised, and any other rules and regulations as may hereafter be prescribed by the Commission. Failure to comply shall be sufficient cause to suspend, revoke or rescind the rights and privileges conferred by the Certificate.

NOW, to wit, February 6, 1956, IT IS ORDERED: That upon compliance with the requirements of the Public Utility law relating to increase and the filing and acceptance of a tariff establishing just and reasonable rates, a certificate of public convenience issue evidencing the Commission's approval of the right to operate as above determined.

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

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTN:

Chairman

Secretary

*C. of P.C.
issued
2-27-56*

April 1, 1988

IN REPLY PLEASE
REFER TO OUR FILE

Ira J. Barrows
Attorney at Law
2750 Trenton Road
Levittown, PA 19056

In re: A-00107916 - Application of Ace World-Wide Moving & Storage Co.

Dear Sir:

Acknowledgement is made of an application filed by you on behalf of Ace World-Wide Moving & Storage Co. for the rights of Thomas Welsh, Jr., t/d/b/a Don's Moving and Storage.

The application has been captioned as attached and will be submitted for review, provided no protests are filed on or before April 25, 1988. If protests are filed, you will be advised as to further procedure.

This application is accepted with the understanding that Thomas Welsh, Jr., t/d/b/a Don's Moving and Storage will continue to render the service covered by his 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.

You are further advised that the above application will be published in the Pennsylvania Bulletin of April 2, 1988.

Very truly yours,

David Ehrhart
Supervisor - Application Section
Bureau of Transportation

DE:RP:11

cc: Applicant
290 Canal Road
Fairless Hills, PA 19030

**DOCUMENT
FOLDER**

DOCKETED
APPLICATION DOCKET
APR 4 1988
ENTRY No. <u> </u>

A-00107916 ACE WORLD-WIDE MOVING & STORAGE CO. (290 Canal Road, Fairless Hills, Bucks County, PA 19030), a corporation of the Commonwealth of Pennsylvania - used household furniture and household furniture in use, between points in the city of Philadelphia, Philadelphia County, and from points in the said city to points in the borough of Upper Darby, Delaware County, and vice versa; which is to be a transfer of the rights authorized under the certificate issued at A-00082822 to Thomas Welsh, Jr., t/d/b/a Don's Moving and Storage, subject to the same limitations and conditions. Attorney: Ira J. Barrows, 2750 Trenton Road, Levittown, PA 19056.

IRA G. BARROWS

Attorney at Law

2750 TRENTON ROAD
LEVITTOWN, PA 19056

PHONE: 215-547-5493

February 11, 1988

Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17120

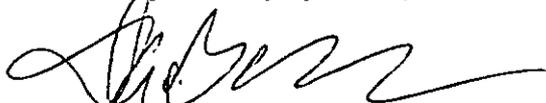
RE: Ace World-Wide Moving & Storage Co.

Dear Sir/Madam:

Enclosed please find Rates and Rules Governing the Right to Transport, as well as an Affidavit, with respect to the above-captioned.

If there are any questions or problems in this regard, please do not hesitate to contact my office. Otherwise, thank you for your attention and anticipated cooperation.

Very truly yours,



IRA G. BARROWS

jc

Enclosures

Thomas F. Welsh, Jr.

Trading and doing Business as

DON'S MOVING AND STORAGE

RATES AND RULES
GOVERNING THE
RIGHT TO TRANSPORT

As a Class D carrier, used household furniture and household furniture in use, between points in the City of Philadelphia, Philadelphia County, and from points in said city to points in the borough of Upper Darby, Delaware County and vice versa.

For the transportation of household goods and related articles in use, transported distances of forty (40) miles and less, this tariff is governed except as otherwise provided herein by tariff Freight Pa. P.U.C. No. 74, Pennsylvania Motor Truck Association, Inc., agent, supplements thereto and reissued thereof.

ISSUED: MAY 27, 1978

EFFECTIVE: JUNE 26, 1978

Issued by:

Thomas F. Welsh, Jr., Owner

215 W. 2nd Avenue

Conshohocken, Pennsylvania
19428

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE _____

SERVICE _____

APR - 2 1988

BUREAU OF TRANSPORTATION
COMMON CARRIER
JANUARY 1988

A-00107916

Application of Ace World-Wide Moving & Storage Co., a corporation of the Commonwealth of Pennsylvania, for the right to begin to transport, as a common carrier, by motor vehicle, used household furniture and household furniture in use, between points in the city of Philadelphia, Philadelphia County, and from points in the said city to points in the borough of Upper Darby, Delaware County, and vice versa; which is to be a transfer of the rights authorized under the certificate issued at A-00082822 to Thomas Welsh, Jr., t/d/b/a Don's Moving and Storage, subject to the same limitations and conditions.

FW:np
1/22/88

Application received: 1/11/88
Application docketed: 1/20/88

NH

**DOCUMENT
FOLDER**

DOCKETED
APPLIC DOCKET
APR 4 1988
ENTRY No.

Protests due on No Hearings _____ APR 25 1988
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.

Ira G. Burrows
2750 Trenton Road
Levittown, PA 19056

Date April 5, 1988

**DOCUMENT
FOLDER**

CR 128302 A

In re application of Ace World-Wide Moving & Storage Co.
A-00107916.....\$125.00

DOCKETED
APR 07 1988

Revenue account 001780-017601-102 (ck)
ck 1075 Checks \$125.00 Currency _____
Utility account 50:26

C. Joseph Meisinger
For Department of Revenue

CLERK
RECEIVED

APR 11 1988