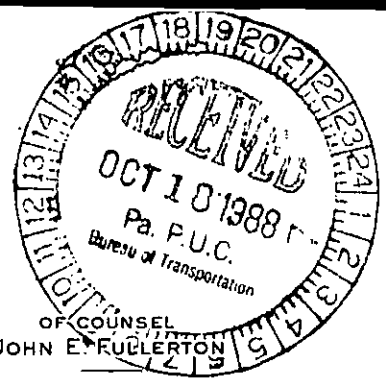


GRAF, ANDREWS & RADCLIFF, P. C.
ATTORNEYS AT LAW
407 NORTH FRONT STREET
HARRISBURG, PENNSYLVANIA 17101



CHRISTIAN V. GRAF
FREDERICK W. ANDREWS
DAVID H. RADCLIFF

TELEPHONE: A. C. 717-236-9318
October 17, 1988
File: 1229.0

RE: C. T. HERTZSCH, INC., A. 108408
(Dry bulk)

RECEIVED
OCT 18 1988
SECRETARY'S OFFICE
Public Utility Commission


Jerry Rich, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, Pennsylvania 17120

Dear Mr. Rich:

On behalf of the above-captioned applicant, we enclose herewith the original and one copy of an application for a Certificate of Public Convenience together with the applicant's check in the amount of \$125 to cover the filing fee.

We are forwarding copies to applicant and to co-counsel for applicant.

Very truly yours,


Christian V. Graf

CVG: tcr
Enclosures

cc: Richard Hohlefelder, President
C. T. Hertzsch, Inc.
282 U.S. Highway 31
Speed, Indiana 47172

James R. Ziperski, Esquire
620 South 29th Street
Milwaukee, Wisconsin 53201-0736

David H. Radcliff, Esquire



11-10-88 Was qualified to do business in Pa by the Corp. Bureau on 10-4-88. JM

A-108408

BEFORE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

APPLICATION FOR MOTOR CARRIER CERTIFICATE OR PERMIT

RECEIVED

OCT 18 1988
SECRETARY'S OFFICE
Public Utility Commission

(SEE INSTRUCTIONS BEFORE PREPARING APPLICATION)

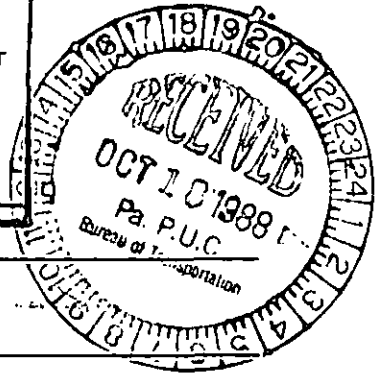
In re: Application of C. T. HERTZSCH, INC.

APPLICATION DOCKET

No. A-108408

for a certificate of public convenience or a permit evidencing the Commission's approval of the right and privilege of operating motor vehicles as a motor carrier for the transportation of **PROPERTY**.

DOCKETED
APPLICATION DOCKET
NOV 8 1988
ENTRY No. - *M*



TO PENNSYLVANIA PUBLIC UTILITY COMMISSION:

1. C. T. HERTZSCH, INC.
(Full and correct name of applicant)

2. Same
(Trade name, if any)

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

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

3. 282 U.S. Highway 31 _____
(Business Street Address) (P.O. Box, if any)

Speed Clark Indiana 47172 A.C. 812, 246-3324
(City) (County) (State) (Zip) (Telephone)

4. Applicant's attorney (for this application) is: See Exhibit 4.

(Name) (Address) (Telephone)

5. Any notice, process or order of the PUC should be served upon:

Christian V. Graf, Esquire, 407 N. Front Street, Harrisburg, PA 17101
(Address)

6. Applicant does not hold Pa. PUC authority under Docket No. A-108408
(does or does not)

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

BEGINNING

COMPL. _____
MVIC. _____
CHECKED BY *M*

A-108408

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

at Docket No. MC-114241 Sub 12 and Sub 13

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 Indiana and qualified to do business in Pennsylvania by registering with the Secretary of the Commonwealth on applied for and will be submitted later. (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. Attach the following, as appropriate (check those attached):

A Partnership Agreement.

B Trade Name registration certificate.

C Certificate of Incorporation or Authority. See Exhibit 9-C.

D Statement of corporate charter purpose. See Exhibit 9-C.

E List of corporate officers and stockholders. See Exhibit 9-E.

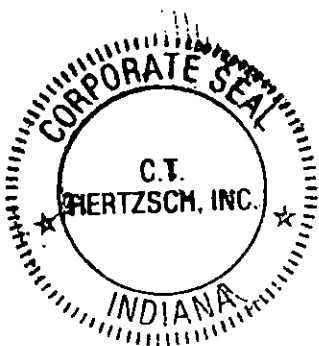
F List of interstate and other intrastate operating authorities. See Exhibit 9-F.

10. That the nature and character of the service to be rendered by applicant is the transportation of property as a Common Contract carrier by means of motor vehicles as follows:

property, in dry bulk,
To transport as a common carrier dry bulk commodities in tank or hopper vehicles between points in Pennsylvania.

11. Applicant is not now engaged in any intrastate transportation of property for compensation in Pennsylvania (except as authorized by the certificates of public convenience or permits specified in Paragraph 6) and will not engage in the transportation for which approval is herein sought unless and until authorization for such transportation shall be received.

CORPORATE SEAL



C. T. HERTZSCH, INC.

(Print Name of Corporation, Partnership, Trade-Name or Individual)*

By:

Richard Hohlefelder

(Signature)

Richard Hohlefelder, President

(Signature)

(Signature)

*If a partnership, each partner must sign; if a corporation, at least one officer must sign, and corporate seal affixed.

THIS MUST BE COMPLETED BY NOTARY PUBLIC

AFFIDAVIT OF APPLICANT (Natural Person)

COMMONWEALTH OF PENNSYLVANIA :
County : ss:

_____, 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 APPLICANT (Corporation)

STATE OF INDIANA :
CLARK County : ss:

Richard Hohlefelder, being duly sworn (affirmed) according to law, deposes and says that he is President of C. T. HERTZSCH, INC.
(Office of Affiant)

_____ ; that he is authorized to and does make this
(Name of Corporation)
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
C. T. HERTZSCH, INC. to be able to prove the same
(Name of Corporation)

at the hearing hereof.

Richard Hohlefelder
Signature of Affiant
Richard Hohlefelder
President

Sworn and subscribed before me this 4th
day of October 19 88
My Commission Expires December 26, 1989

Margaret Ziegler
Signature of Official Administering Oath

(SEAL)

Applicant's attorneys for this application are:

GRAF, ANDREWS & RADCLIFF, P.C.
Christian V. Graf, Esquire
David H. Radcliff, Esquire
407 North Front Street
Harrisburg, Pennsylvania 17101

Telephone: A.C. 717, 236-9318

and

James R. Ziperski, Esquire
620 South 29th Street
Milwaukee, Wisconsin 53201-0736

Telephone: A.C. 414, 671-3039

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CRAWFORD F. PARKER, Secretary of State

To Whom These Presents Come, Greeting:

Whereas, there have been presented to me at this office Articles of Incorporation in triplicate for C. T. HERTZSON, INC.

showing capital stock as follows:

8,000 shares with the par value of \$100.00 per share

Said Articles of Incorporation having been prepared and signed in accordance with "An Act concerning domestic and foreign corporations for profit, providing penalties for the violation hereof, and repealing all laws or parts of laws in conflict herewith," approved March 16, 1929, and Acts supplemental thereto.

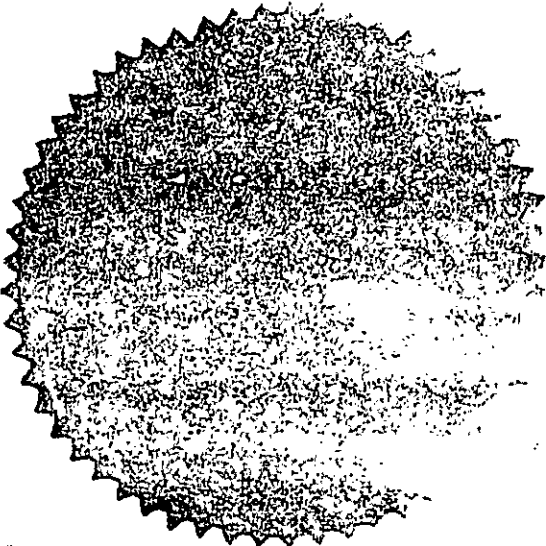
Whereas, upon due examination, I find that they conform to law:

Now, therefore, I hereby certify that I have this day endorsed my approval upon the triplicate copies of Articles so presented, and, having received the fees required by law, in the sum of \$ 31.50 have filed one copy of the Articles in this office and returned two copies bearing the endorsement of my approval to the incorporators, or their representatives.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Fifth day of May, 1953.

CRAWFORD F. PARKER, Secretary of State

By PAUL CYR, Deputy



ARTICLES OF INCORPORATION

Prescribed by the Secretary of State of Indiana
For Use with Special Instructions No. 1
Use White Paper—Size 8x10½ Inches

Filing Requirements—Present 3 Executed Copies
to Secretary of State

Recording Requirements—Record 1 of such 3
Executed Copies, as Approved and Returned by
Secretary of State, with Recorder of County
where Principal Office is Located.

APPROVED
AND
FILED

MAY 5 1953

Crawford J. Parkes
Secretary of State of Indiana

ARTICLES OF INCORPORATION

OF

C. T. HERTZSCH, INC.

The undersigned incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of The Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is C. T. HERTZSCH, INC.

ARTICLE II

Purposes

The purposes for which the Corporation is formed are: To engage in the business of transporting goods and commodities between various points within the continental limits of the United States and such other businesses as may be necessary and required in maintaining and operating such a business, including but not limited to the purchase, lease, or rental of real estate or personal property and transportation equipment, the operation, under appropriate regulations and permits, of various types and forms of transportation equipment and machinery, etc. and other allied or kindred businesses or operations.

ARTICLE III

Term of Existence

The period during which the Corporation shall continue is unlimited.

ARTICLE IV

Principal Office and Resident Agent

The post-office address of the principal office of the Corporation is Speed, Indiana;
and the name and post-office address of its Resident Agent in charge of such office is David E. Willingham, Speed, Indiana

ARTICLE V

Amount of Capital Stock

The total number of shares into which the authorized capital stock of the Corporation is divided is three thousand (3000) shares consisting of 3000 shares with the par value of \$ 100.00 per share, and No shares without par value.

ARTICLE VI

Terms of Capital Stock

ARTICLE VIIVoting Rights of Capital Stock

Every share holder shall have the right to one vote for each share of stock standing in his name on the books of the corporation.

ARTICLE VIIIPaid-in Capital

The amount of paid-in capital, with which the Corporation is beginning business, is \$ 100,000.00. 1000 shares- \$100.00 par value common.

ARTICLE IXData Respecting Directors

Section 1. Number. Not less than three nor more than nine. The exact number of which may from time to time be specified by the by-laws. Number of directors until first annual meeting for election of directors, or until number is changed, six.

Section 2. Qualifications. Directors need not be shareholders of the Corporation. A majority of the Directors at any time shall be citizens of the United States.

ARTICLE XFurther Data Respecting Directors

Section 1. Names and Post-Office Addresses. The names and post-office addresses of the first Board of Directors of the Corporation are as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>
David E. Willingham,		Speed		Indiana
Ray K. Hartscock		Speed		Indiana
Charles T. Hertzsch		Speed		Indiana
Eugene D. Hill,	501 S. Second St.,	Louisville	2,	Kentucky
Boyce M. Martin,	501 S. Second St.,	Louisville	2,	Kentucky
Berry V. Stoll,	Lime Hill Lane	Louisville,		Kentucky

Section 2. Citizenship. all of such Directors are citizens of the United States.

ARTICLE XIData Respecting Incorporators

Section 1. Names and Post-Office Addresses. The names and post-office addresses of the incorporators of the Corporation are as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>
David E. Willingham		Speed		Indiana
Charles T. Hertzsch		Speed		Indiana
Boyce F. Martin,	501 S. Second St.,	Louisville 2,		Kentucky

Section 2. Age and Citizenship. All of such incorporators are of lawful age; and all of such incorporators are citizens of the United States.

Section 3. Compliance with Provisions of Sections 15 and 16 of the Act. The undersigned incorporators hereby certify that the person or persons intending to form the Corporation first caused lists for subscriptions to the shares of the capital stock of the Corporation to be opened at such time and place as he or they determined; when such subscriptions had been obtained in an amount not less than \$1,000, such person or persons, or a majority of them, called a meeting of such subscribers for the purpose of designating the incorporators and of electing the first Board of Directors; the incorporators so designated are those named in Section 1 of this Article; and the Directors so elected are those named in Section 1 of Article X.

ARTICLE XII

Provisions for Regulation of Business and Conduct
of Affairs of Corporation

shall be in conformity with the statutes of the State of Indiana and the by-laws of such corporation. All meetings of stockholders and directors, both regular and special, shall be held at 501 S. Second Street, Louisville, Kentucky, unless otherwise provided by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article XI, executed these Articles of Incorporation and certify to the truth of the facts herein stated, this 4th day of May, 19 53.

David E. Willingham
(Written signature)

David E. Willingham
(Printed Signature)

Charles T. Hertzsch
(Written signature)

Charles T. Hertzsch
(Printed Signature)

Boyce F. Martin
(Written signature)

Boyce F. Martin
(Printed Signature)

STATE OF INDIANA }
COUNTY OF CLARK } SS:

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Indiana, certify that David E. Willingham, Charles T. Hertzsch and Boyce F. Martin, being all of the incorporators referred to in Article XI of the foregoing Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

WITNESS my hand and Notarial Seal this 4 day of May, 19 53.

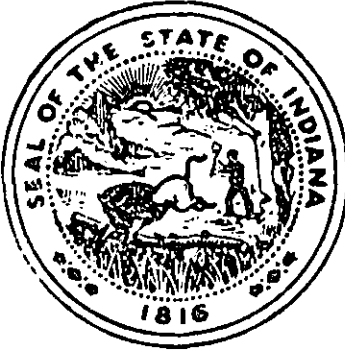
Marshall Smiley
(Written signature)

Marshall Smiley
(Printed Signature)

Notary Public

My commission expires

STATE OF INDIANA
Office of the Secretary of State



I hereby certify that this is a true and complete copy of the
(6) six page document(s)
as filed in this office.

DATED Sept 15, 1988

E. By
Secretary of State

BY Deanne Muffes
This Certification Stamp replaces our previous Certification
System.

Officers & Directors of Applicant

President	Richard H. Hohlefelder	282 U.S. Highway 31 Speed, IN 47172
Vice President	Samuel B. Wasson	620 South 29th Street Post Office Box 736 Milwaukee, WI 53201-0736
Secretary	Samuel B. Wasson	"
Treasurer	Samuel B. Wasson	"

BOTH MEN ARE ALSO DIRECTORS

C. T. HERTZSCH, INC.
INTERSTATE AUTHORITY

MC 114241, Sub 13 - General Commodities (except classes A & B explosives and household goods) between points in the United States (except Alaska and Hawaii)

MC 114241, Sub 12 - General Commodities between points in the United States (except Alaska and Hawaii), under contract with shippers and receivers of cement.

C. T. HERTZSCH, INC.
INTRASTATE AUTHORITY
INDIANA

PERMIT 2452-B, 1

CEMENT, MORTAR CEMENT AND NATURAL CEMENT AND LIME, between Speed, Indiana and points and places in Indiana.

PERMIT 2452-B, 2

PALLETS, between Speed, Indiana, and points and place in Indiana via irregular routes, and to return pallets to the origin point at Speed, Indiana.

PERMIT 2452-B, 3

CEMENT, MORTAR CEMENT, NATURAL CEMENT, LIME AND PALLETS, between points in Cass County, Indiana, on the one hand and points and places in Indiana, on the other hand.

MACHINERY, MACHINERY PARTS, AND MISCELLANEOUS OFFICE AND SHOP SUPPLIES AND MATERIALS USED in or USEFUL in the MANUFACTURE of CEMENT, between the plant site of the Coplay Cement Company located at Speed, Indiana, and in Cass County, Indiana, on the one hand and points and places in Indiana on the other hand, including movements between the two plants, over irregular routes.

C. T. HERTZSCH, INC.
INTRASTATE AUTHORITY
INDIANA

PERMIT 2452-B, 4

CEMENT, in bags and in bulk via irregular routes. Between points and places in Indiana. Restricted to movements the origin and destination of which are both within the State of Indiana, to and from railheads, silos and other similar storage facilities. Also restricted to cement owned by Coplay Cement Company and for the account of Coplay Cement Company.

PERMIT 2452-B, 5

CEMENT, from the facilities of Lone Star Industries, Inc., located at or near Greencastle, Indiana, to all points in Indiana, restricted to services performed under a contract or continuing contracts with Lone Star Industries, Inc.

KENTUCKY

TRUCK CERTIFICATE 658

Irregular route common carrier truck between all points and places in the State of Kentucky.

CEMENT

OHIO

PERMIT 5102

CEMENT and KILN DUST, and EQUIPMENT, MATERIALS and SUPPLIES USED IN THE MANUFACTURE or DISTRIBUTION of CEMENT and KILN DUST, from and to the facilities of Southwestern Portland Cement Co. at or near Fairborn, Ohio (Contract with Southwestern Portland Cement Co.)

WEST VIRGINIA

MC 23184-CC

HYDRAULIC, MASONRY, MORTAR, NATURAL or PORTLAND CEMENT, in bulk and in bags, between the facilities of Coplay Cement Company at or near Nitro, Putnam County, on the one hand and points and places in West Virginia on the other hand, under contract with Coplay Cement Company, Louisville Division.

GRAF, ANDREWS & RADCLIFF, P. C.
ATTORNEYS AT LAW
407 NORTH FRONT STREET
HARRISBURG, PENNSYLVANIA 17101

CHRISTIAN V. GRAF
FREDERICK W. ANDREWS
DAVID H. RADCLIFF

OF COUNSEL
JOHN E. FULLERTON
TELEPHONE: A. C. 717-236-9318
November 21, 1988
File: 1229.0

RE: C. T. HERTZSCH, INC., A. 108408
(Dry Bulk, PUC)

RECEIVED

NOV 22 1988

**SECRETARYS OFFICE
Public Utility Commission**

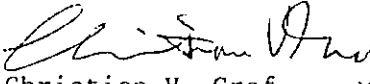
Jerry Rich, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, Pennsylvania 17120

Dear Mr. Rich:

Under date of October 17, 1988, we filed for a Certificate for the above-captioned applicant.

We now enclose for the record 3 copies of a certification from the Department of State that the corporation was issued a Certificate of Authority on October 4, 1988, and that as of October 24, 1988 the corporation is a presently-subsisting corporation.

Very truly yours,

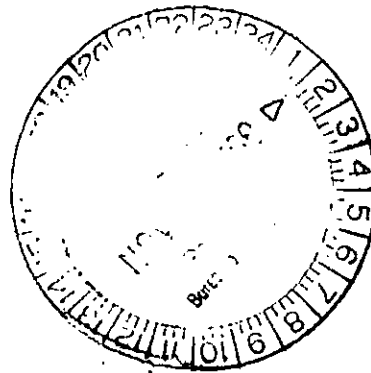

Christian V. Graf

CVG:ter
Enclosure

cc: Richard Hohlefelder, President
C. T. Hertzsch, Inc.
282 U.S. Highway 31
Speed, Indiana 47172

Mr. James R. Ziperski
620 S. 29th Street
P.O. Box 736
Milwaukee, Wisconsin 53201-0736

David H. Radcliff, Esquire



Commonwealth of Pennsylvania



October 24, 1988

To All to Whom These Presents Shall Come: Greeting:

I DO HEREBY CERTIFY, That from an examination of the indices and corporate records of this department, it appears that on October 4, 1988 a Certificate of Authority was issued to a corporation entitled

"C. T. HERTZSCH, INC."

I DO FURTHER CERTIFY, That no proceedings in withdrawal adversely affecting the corporate qualification of the foregoing have been subsequently filed.

WHEREFORE, it appears that this corporation remains a presently subsisting corporation as of the date hereof.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the Commonwealth to be affixed, the day and year above written.

A handwritten signature in cursive script, appearing to read "James J. Blaylock".

Secretary of the Commonwealth (mc)

November 25, 1988

IN REPLY PLEASE
REFER TO OUR FILE

Christian V. Graf
Attorney at Law
407 North Front Street
Harrisburg, PA 17101

In re: A-00108408 - Application of C. T. Hertzsch, Inc.

Dear Sir:

The application of C. T. Hertzsch, Inc. has been captioned as attached and will be submitted for review provided no protests are filed on or before December 19, 1988. If protests are filed, you will be advised as to further procedure.

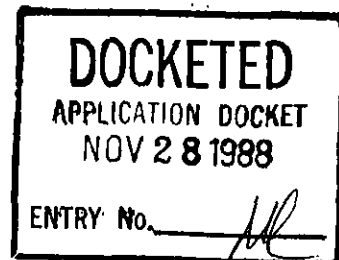
You are further advised that the above application will be published in the Pennsylvania Bulletin of November 26, 1988.

Very truly yours,

David Ehrhart
Supervisor - Application Section
Bureau of Transportation

DE:RP:rs

cc: Applicant
282 U. S. Highway 31
Speed, Indiana 47172



A-00108408 C. T. HERTZSCH, INC. (282 U. S. Highway 31, Speed, Indiana, 47172), a corporation of the State of Indiana - dry bulk commodities, in tank or hopper-type vehicles, between points in Pennsylvania. Attorney: Christian V. Graf, 407 North Front Street, Harrisburg, Pa 17101.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

DATE _____ SERVICE _____ NOV 26 1988

BUREAU OF TRANSPORTATION
COMMON CARRIER
NOVEMBER 1988

A-00108408

Application of C. T. Hertzsch, Inc., a corporation of the State of Indiana, for the right to begin to transport, as a common carrier, by motor vehicle, dry bulk commodities, in tank or hopper-type vehicles, between points in Pennsylvania.

LM:kmb
11/8/88

Application received: 10/18/88
Application docketed: 11/4/88

N/A

**DOCUMENT
FOLDER**

DOCKETED
APPLICATION DOCKET
NOV 28 1988
ENTRY No. *W*

DEC 19 1988

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.

C. T. Hertzsch, Inc.
282 U.S. Highway 31
Speed, Ind. 47172

Date November 29, 1988

CR 131309 A

REC'D
FOLDER

DOCKETED
DEC 01 1988

In re application of C. T. Hertzsch, Inc.
A-00108408.....\$125.00

Revenue account 001780-017601-102 (ck)
ck 886 Checks \$125.00 Currency _____
Utility account 50:26

C. Joseph Meisinger
For Department of Revenue

DOCKETED
PAID TO THE COMMISSION
NOV 30 1988

RECEIVED
NOV 30 1988