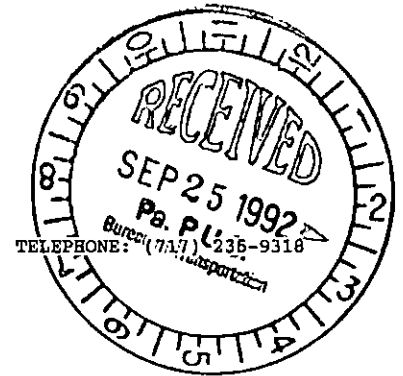


DAVID H. RADCLIFF, P.C.
407 NORTH FRONT STREET
HARRISBURG, PA 17101

DAVID H. RADCLIFF

September 22, 1992
File: 1303.4



RE: CARLISLE CARRIER CORP., A.109478, F.1, Am-D
(Alling & Cory)

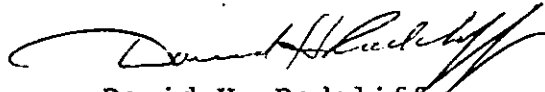
John Alford, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17120

Dear Mr. Alford:

I enclose the original and one copy of a verified statement in the above application proceeding. These are filed in accordance with the letter of Lawrence E. Keener-Farley in the Technical Review Section.

By copy of this letter a copy of the verified statements are being forwarded to applicant and the Technical Review Section.

Very truly yours,

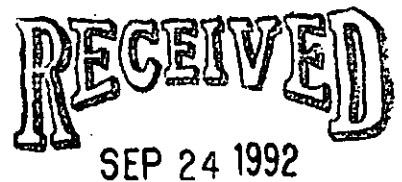


David H. Radcliff

DHR/kr
Enclosure
c:\wp51\letters\vs.1tr

cc: David L. Metzler, President
Carlisle Carrier Corp.
P O Box 637
Carlisle, PA 17013

Lawrence E. Keener-Farley, Esquire
Technical Review Section
Bureau of Transportation
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17120

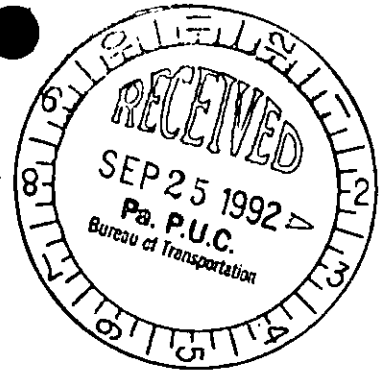


RECEIVED
SEP 24 1992

Public Utility Commission
SECRETARY'S BUREAU
Information Control Division



BEFORE THE
PENNSYLVANIA PUBLIC UTILITY
COMMISSION



VERIFIED STATEMENT OF
DAVID L. METZLER IN SUPPORT OF
APPLICATION

RECEIVED

SEP 24 1992

SECRETARY'S OFFICE
Public Utility Commission

In Re: CARLISLE CARRIER CORP.
A.109478, F.1, Am-D

DUE DATE: September 28, 1992

DAVID H. RADCLIFF, P.C.
David H. Radcliff, Esquire
407 North Front Street
Harrisburg, PA 17101

VERIFIED STATEMENT OF DAVID L. METZLER
FOR
CARLISLE CARRIER CORP.

1. LEGAL NAME AND DOMICILE OF APPLICANT

CARLISLE CARRIER CORP.
1513 East Commerce Drive
P.O. Box 637
Carlisle, PA 17013
Telephone: (717) 249-8846

2. IDENTITY AND QUALIFICATIONS OF PERSON MAKING STATEMENT FOR APPLICANT

My name is David L. Metzler and I am the President as well as a stockholder and director of Carlisle Carrier Corp. As chief executive officer of the company, I have overall responsibility for all aspects of the carrier's operation. I am familiar with the authority's facilities and operations of Carlisle Carrier Corp. and I am the proper person to give this statement on behalf of the Applicant.

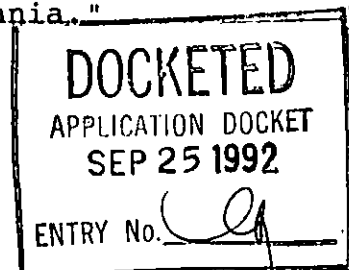
3. IS THE APPLICANT AFFILIATED WITH OTHER CARRIERS?

Neither Applicant nor any of its officers are affiliated with any other carriers holding authority from this Commission.

4. AUTHORITY SOUGHT

By this application Carlisle Carrier Corp. seeks an amendment to its existing certificates of public convenience and necessity by the addition of the following:

"To transport, as a Class D carrier, property (except commodities in bulk and household goods in use), for Alling & Cory between points in Pennsylvania."



Immediately before the hearing the sole protestant, W. H. Johns, Inc., withdrew its protest and the application is now unopposed.

5. GENERAL SCOPE OF CURRENTLY AUTHORIZED OPERATIONS

Applicant currently holds authority from this Commission at A.109478, a complete copy of which is attached hereto as Exhibit 1. Applicant is actively serving numerous shippers under all portions of its present Pennsylvania authority.

I have also attached as Exhibit 2 a copy of our interstate certificate at MC-223588. Under that authority we may provide service to the same shippers in interstate commerce between points in the United States.

6. DUPLICATING AUTHORITY

The supporting shipper has not indicated that its traffic patterns will actually duplicate any of the service currently handled for other shippers under our existing authorities. It is possible that future shipments could be made to specific facilities or points within the scope of our currently authorized operations. Applicant certainly seeks the authority to authorize such service should the supporting shipper require it in the future.

The potential for a duplication may be eliminated by the inclusion of the usual statement indicating that authority granted in this proceeding constitutes a single operating right with applicant's existing authorities and may not be separately exercised or transferred.

7. DUAL OPERATIONS

None.

8. PRESENT TERMINAL FACILITIES AND COMMUNICATIONS NETWORK

Our terminal and general office are located on East Commerce Drive near exit 12 on Interstate 81 South of Carlisle. From that location we are able to direct the transportation operations of the Applicant to and from the location of our principal customers in Cumberland County. We have approximately 2000 square feet of office space and two service bays. There is sufficient parking for our equipment adjacent to our terminal.

We employ four administrative personnel including myself, four dispatchers, two billing clerks, two safety personnel, two sales persons, ten loaders, and thirty-three drivers. Additionally, twenty-eight owner operators are leasing equipment to Applicant.

We have eight telephone lines by which our customers may reach us to arrange service. We will accept collect calls from our customers for the purpose of arranging transportation. Additionally, we have three telephone lines dedicated to our electronic data exchange services by which the shippers may utilize computer hook-ups to schedule transportation and provide details of each shipment. We are developing the capability to provide computerized tracking and tracing of shipments for the convenience of our shippers.

Maintenance service is contracted with an outside truck repair facility.

No additional terminals or facilities would be required to enable us to provide the proposed service.

9. PERTINENT EQUIPMENT

A list of our equipment is attached as Exhibit 3. Applicant also has the financial ability, and a source of readily available equipment, to lease additional power units or van equipment to meet the needs of the shipper.

10. SAFETY PROGRAM

Applicant has on file presently with this Commission insurance sufficient to satisfy the requirements for public liability, property damage, and cargo insurance.

All of our equipment is licensed in Pennsylvania and is inspected in accordance with Pennsylvania law. I emphasize safety inspections and preventive maintenance for the equipment in order to prevent breakdowns on the road and to avoid safety hazards. As president of the corporation I directly supervise the safety program to emphasize the importance which Applicant places on safety matters.

All of our drivers are carefully screened, are familiar with the D.O.T. requirements and with our company rules. Before drivers are hired each prospective employee is screened with regard to familiarity with the Department of Transportation Regulations, driver's license validity and history of any violations and previous employers are also contacted for information concerning their driving records.

Meetings are held throughout the year with drivers to discuss important safety issues. Brochures regarding safety matters are distributed at the safety meeting. All new drivers are also given a packet concerning safety information.

Safe driving is a major concern of the Applicant. This includes both safe handling of the equipment and its proper maintenance and an effort to reduce safety hazards. It also includes an emphasis on safe handling of all cargo.

11. TYPE OF SERVICE CURRENTLY PROVIDED TO THE SUPPORTING SHIPPER

We currently handle interstate traffic for the supporting shipper. The applicant's personnel are familiar with the transportation requirements and particular services required by Alling & Cory. In the first six months of this year, we transported 19 shipments for Alling & Cory from Camp Hill to Rochester, New York. We have also transported other shipments occasionally from origins in the New England states and New York state to points in Pennsylvania.

12. TYPE OF SERVICE TO BE OFFERED

Upon approval of this application the following types of service will be provided:

- A. We will handle truckload traffic.
- B. Our basic service will be overnight delivery, however, we will provide same day service when loading schedules and distances permit.
- C. In emergency situations we can handle weekend traffic.

D. We will handle combinations of interstate and intrastate traffic.

E. We will handle traffic for multiple delivery and transit to points in Pennsylvania as well.

F. We will handle palletized traffic.

G. We will provide pallet return and pallet exchange service.

13. FINANCIAL DATA

I have attached as Exhibit 4 the balance sheet of applicant as of June 30, 1992. You will note that current assets exceed current liabilities by more than \$269,000. Applicant is very strong financially and its current assets continue to exceed the corporation's total liabilities.

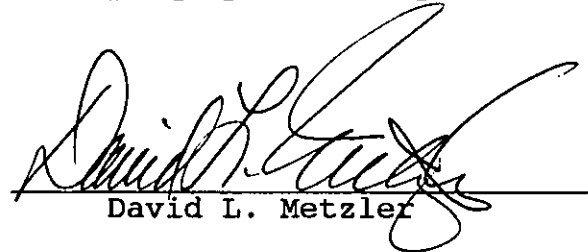
For the first six months transportation revenues were \$3,311,046.29. Earnings of \$173,349.00 amounted to approximately 5.2% of revenues as shown on Exhibit 5.

14. WHETHER SERVICE PROVIDED WILL CREATE EMPTY MILES OR BACKHAULS

The service as proposed is a two way service. In coordination with our operations under existing intrastate and interstate authorities empty miles would be kept at a minimum.

15. OTHER PERTINENT INFORMATION

We will be able to begin operations immediately upon approval of the application and filing of the tariff. Our insurance is presently on file. We have the necessary equipment and personnel to perform the service.




David L. Metzler

VERIFICATION OF STATEMENT

The undersigned deposes and says that he is the person who gave the foregoing statement for the above-captioned application and that he is authorized to and does make this verification and that the facts set forth therein are true and correct to the best of his knowledge, information and belief.

The undersigned understands that false statements herein are made subject to the penalties of 18 C.S. §4904 relating to unsworn falsification to authorities.

Dated: September 22, 1992



David L. Metzler

SUPPORT FOR APPLICATION
OF
CARLISLE CARRIER CORP.
A.109478, F.1, Am-D
OF
ALLING AND CORY

1. NAME AND ADDRESS OF SUPPORTING SHIPPER

Alling and Cory
25 Verona Street
Rochester, NY 14608
Telephone: (716) 454-1880

2. IDENTITY AND QUALIFICATIONS OF WITNESS

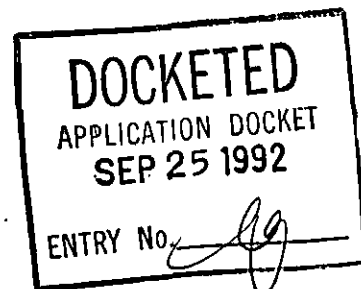
My name is Kevin R. Wilkens. I am the Corporate Traffic Manager for Alling & Cory. My office is at the Rochester, New York facility. I have been employed with Alling & Cory for 3½ years and I have a total of 11½ years in the transportation industry. I am authorized to give this supporting statement on behalf of the shipper.

3. GENERAL DESCRIPTION OF SHIPPER'S OPERATIONS

Alling & Cory is a paper and industrial and packaging distributor with multiple facilities in Pennsylvania.

4. VOLUME AND FREQUENCY OF INTENDED USE

Following approval of this application we intend to use the applicant for daily truckload movements between Pennsylvania points. Our own facilities can be both an origin and a destination. We have inter-facility moves in order to supply our sales force in the various localities with product which is warehoused at another region of the state. We also have inbound shipments from our vendors to the facilities.



5. SPECIFIC OR REPRESENTATIVE ORIGINS OR DESTINATIONS

On outbound shipments representative origins include: Philadelphia, Allentown, Scranton, Bensalem, Harrisburg, Erie and Pittsburgh.

Our vendors do change from time-to-time so authority is sought for this carrier between all points in Pennsylvania. Representative origin points of the inbound traffic from our vendors include: Erie, Lock Haven, Leola, Southampton and Harrisburg. The inbound traffic could be delivered to any one of our Pennsylvania facilities. The Pennsylvania facilities included in the list of outbound origins are both company owned and leased facilities. It is also possible that our facilities could be changed from time-to-time and that is another reason we seek broad authority for this applicant to serve Alling & Cory.

6. TYPE OF SERVICE REQUIRED

Deliveries are very time sensitive. We are in a very competitive business and must be able to backup our sales force with timely deliveries. Same day pickup and delivery is a normal transaction.

7. SIMILAR APPLICATIONS SUPPORTED

In May of 1991 support was given for the application of K. J. Transportation. Our freight volumes have increased and we need an additional carrier to provide service between points in Pennsylvania.

8. ANY OTHER INFORMATION DEEMED PERTINENT

No other pertinent information.

VERIFICATION OF STATEMENT

The undersigned deposes and says that he is the person who gave the Statement for the above-captioned application and that he is authorized to and does make this verification and that the facts set forth therein are true and correct to the best of his knowledge, information and belief.

The undersigned understands that false statements herein are made subject to the penalties of 18 C.S. §4904 relating to unsworn falsification to authorities.

Dated: September 18, 1992

Kevin R Wilkens
(Signature)

Kevin Wilkens
(Print name)

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17120

Public Meeting held October 24, 1990

Commissioners Present:

William H. Smith, Chairman
Frank Fischl
David W. Rolka
Joseph Rhodes, Jr.

Application of Carlisle Carrier Corp.,
a corporation of the Commonwealth of
Pennsylvania, for the transfer to it of
all of the rights authorized under the
certificate issued at A-00106830, F. 1,
to Clouse Trucking, Inc., a corporation
of the Commonwealth of Pennsylvania,
subject to the same limitations and
conditions.

A-00109478

Graf, Andrews & Radcliff, by David H. Radcliff for the applicant.

O R D E R

BY THE COMMISSION:

This matter comes before the Commission by an application filed on July 24, 1990, and published in the Pennsylvania Bulletin of September 22, 1990. There are no protests and the record is now certified to the Commission for its decision without oral hearing.

Carlisle Carrier Corp. (transferee or applicant) is a close corporation formed under the laws of Pennsylvania on September 18, 1989, with its principal place of business located at 401 East Louthier Street, Suite 408, Carlisle, Cumberland County. David L. Metzler is a director, president and holds 80% of the stock; J. Edward Clouse is a director and holds 10% of the stock; Thomas R. Carbonaro is a director, vice-president and holds 5% of the stock; Donald K. Stroble is a director, treasurer and holds 5% of the stock; Loretta C. Metzler is secretary.

The applicant is affiliated with Clouse Trucking, Inc. (or transferor) to the extent that J. Edward Clouse is a director and holds 10% of the stock of the applicant and is also president and principal stockholder of Clouse

Trucking, Inc. The applicant has another affiliation with Genie Trucking Lines, Inc., to the extent that David L. Metzler, president, director and 80% stockholder of the applicant, is also a stockholder of Genie which holds no authority from this Commission.

Although the applicant does not now hold other operating authority from this Commission, it does hold authority from the I.C.C. at MC-223588. An equipment list shows that the applicant owns 26 tractors and 40 trailers, and operates eight other tractors under lease from owner-operators. There is no transfer or purchase of equipment involved in this transaction.

An unaudited balance sheet indicates that as of April 30, 1990, the applicant had total assets of \$415,487, with total liabilities of \$412,793, leaving shareholders' equity of \$2,694. An unaudited income statement for the four months ended April 30, 1990, discloses that the applicant realized a net income of \$10,904 from I.C.C. revenues of \$837,759.

In addition to the Folder 1 authority being transferred herein, Clouse Trucking, Inc., also holds authority at Folder 2. In order to avoid a duplication of authority between the rights being transferred here and the rights being retained by the transferor, those rights being retained will be conditioned so that no service is to be provided for Dauphin Distribution Services Co., and The Dial Corporation.

The total consideration for the rights is \$1,000. No tangible assets are involved. The sales agreement requires the consideration to be paid upon notification of approval of this application.

A review of the record before us indicates that the applicant possesses the requisite experience, equipment and financial capacity to provide the proposed service.

The authority to be transferred has been operated by the transferor, therefore, it is presumed that there is a continuing public need, which may be overcome only by evidence to the contrary. In re: Byerly, 440 Pa. 521 (1970); Hostetter v. Pa. P.U.C., 160 Super. Ct. 94 (1947). Since the record is void of any such evidence, this presumption of continuing public need applies in this transfer proceeding.

We find:

1. That the applicant is fit, willing and able to provide the service proposed.
2. That the transfer of the authority is in the public interest and is necessary for the continued accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the transfer application be and is hereby approved and that a certificate be issued granting the applicant the following rights:

1. To transport, as a Class D carrier, such merchandise as is dealt in by wholesale, retail and chain groceries, food business houses, drug stores and drug houses, and by hospitals and nursing homes, for Dauphin Distribution Services Co., between the facilities owned, leased or used by Dauphin Distribution Services Co., and from said facilities to points in Pennsylvania;

subject to the following condition:

That no right, power or privilege is granted to transport petroleum and petroleum products, in bulk, in tank-type vehicles.

2. To transport, as a Class D carrier, property, for The Dial Corporation, between the facilities owned, leased or utilized by said company, and from said facilities, to points in Pennsylvania, and vice versa;

subject to the following condition:

That no right, power or privilege is granted to transport commodities in bulk.

with all of the above subject to the following general conditions:

1. 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 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.
2. That applicant shall not record in its utility accounts any amount representing the rights herein granted in excess of the actual cost of such rights to the original holder thereof.
3. That the applicant charge to Account 1550, Other Intangible Property, \$1,000, being the amount of the consideration payable by it for the rights and going concern value attributable thereto; less any amount recorded under condition 2 above.

4. That the certificate holder shall not transfer, sell or in any way convey any of its outstanding capital stock to any individual, partnership, corporation or any entity, without the prior filing of an application and approval thereof by the Commission under 66 Pa. C.S.A. §1102(3).

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it has complied with the requirements of the Pennsylvania Public Utility Code and the rules and regulations of this Commission relative to the filing and acceptance of evidence of insurance and a tariff establishing just and reasonable rates.


IT IS FURTHER ORDERED: That upon compliance with the requirements as set forth, a certificate issue evidencing the Commission's approval of the right to operate as above-determined.

IT IS FURTHER ORDERED: That in the event the applicant has not, on or before sixty (60) 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.

IT IS FURTHER ORDERED: That the authority granted herein, to the extent that it duplicates authority now held by or subsequently granted to the applicant, shall not be construed as conferring more than one operating right.

IT IS FURTHER ORDERED: That upon compliance with this order, the rights granted the transferor, Clouse Trucking, Inc., at A-00106830, Folder 1, be cancelled and the record be marked closed.

BY THE COMMISSION,



Jerry Rich
Secretary

(SEAL)

ORDER ADOPTED: October 24, 1990

ORDER ENTERED: OCT 30 1990

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17120

Public Meeting held May 23, 1991

Commissioners Present:

William H. Smith, Chairman
Joseph Rhodes, Jr., Vice-Chairman
Wendell F. Holland, Commissioner
David W. Rolka, Commissioner

Application of Carlisle Carrier Corp.,
a corporation of the Commonwealth of
Pennsylvania, for the transfer and
conversion of the contract carrier
authority issued to Baker Transport,
Inc., a corporation of the Commonwealth
of Pennsylvania, under the certificate
issued at A-00107202, subject to the
same limitations and conditions.

A-00109478
F. 1
Am-A

David H. Radcliff for the applicant.

O R D E R

BY THE COMMISSION:

This matter comes before the Commission on an application filed March 18, 1991. Public notice of the application was given in the Pennsylvania Bulletin of April 6, 1991. The unopposed application is certified to the Commission for its decision without oral hearing.

Carlisle Carrier Corp., the applicant herein, is a currently certificated carrier domiciled at Carlisle, Cumberland County. It holds authority to transport merchandise as is dealt in by wholesale, retail and chain groceries, food business houses, drug and drug houses and by hospitals and nursing homes for Dauphin Distribution Services Co. between the facilities owned, leased or used by Dauphin Distribution Services Co. and from those facilities to points in Pennsylvania; and to transport property for the Dial Corporation between the facilities owned, leased or utilized by that company and from said facilities to points in Pennsylvania, and vice versa. By the instant application it seeks to acquire all of the contract carrier authority of Baker Transport, Inc. This authority permits the transportation of property for Purina Mills, Inc., from its facilities in the township of Hampden, Cumberland County; from the facilities of its subsidiary Bay Mor Pet Feeds, Inc., in the borough of Cressona, Schuylkill County; and from the facilities of Ralston Purina Company, in the township of Hampden, Cumberland County, to points in Pennsylvania, and vice versa.

Since the right to transfer is contract carrier authority going to a certificated common carrier, conversion of that authority to common carriage is required. We have requested that the affected shipper Purina Mills, Inc. provide evidence that it has no objection to this conversion to common carriage. By letter dated April 22, 1991, DuWayne Bauman, area purchasing and transportation manager for Purina Mills, Inc., set forth that the company has no objection to the conversion of authority. It indicates that it wishes to have the services of Carlisle Carrier Corp. available as a common carrier.

Carlisle Carrier Corp. is prepared to provide service for the shipper utilizing a large fleet of tractors and trailers. It has the financial capacity to provide the additional service reporting total revenues of \$837,759 with total expenses of \$826,855 for the first quarter of 1990. The applicant's assets as of April 30, 1990 are \$415,487 with total liabilities as of that date \$412,793.

This transfer application is prompted by the bankruptcy of the transferor Baker Transport, Inc. By order of the United States Bankruptcy Court for the Middle District of Pennsylvania, Baker Transport, Inc., is ordered to sell, transfer and assign to Carlisle Carrier Corp. all of its right, title and interest in and to its operating authority granted by the Pennsylvania Public Utility Commission. In addition, Baker Transport, Inc., transferred and assigned to the applicant its title and interest in a 1977 Mack tractor.

A review of the record before us indicates that the applicant possesses the requisite experience, equipment and financial capacity to provide the proposed service.

The authority to be transferred has been operated by the transferor, therefore, it is presumed that there is a continuing public need, which may be overcome only by evidence to the contrary. In re: Byerly, 440 Pa. 521 (1970); Hostetter v. Pa. P.U.C., 160 Super. Ct. 94 (1947). Since the record is void of any such evidence, this presumption of continuing public need applies in this transfer proceeding.

We find:

1. The applicant is fit, willing and able to provide the service proposed.
2. Transfer of the authority is in the public interest and is necessary for the continued accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the transfer application be and is hereby approved and that the certificate issued November 16, 1990, shall be amended to include the following right:

To transport, as a Class D carrier, property for Purina Mills, Inc., from its facilities in the township of Hampden, Cumberland County; from the

facilities of its subsidiary, Bay Mor Pet Feeds, Inc., in the borough of Cressona, Schuylkill County; and from the facilities of Ralston Purina Company, in the township of Hampden, Cumberland County, to points in Pennsylvania, and vice versa;

subject to the following condition:

That no right, power or privilege is granted to transport petroleum and petroleum products in bulk, in tank vehicles.

subject to the following general conditions:


1. 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 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.
2. That applicant shall not record in its utility accounts any amount representing the rights herein granted in excess of the actual cost of such rights to the original holder thereof.
3. That the accounts of the transferee shall reflect the same book values as the records of the transferor at the effective date of the transfer, any previously recorded appreciation having been deleted therefrom; provided that the applicant shall not record in its utility accounts any amounts representing the rights herein granted in excess of the actual cost of such rights to the original holder thereof.
4. That the operating authority granted herein, or now held or subsequently granted to the applicant to the extent that it is duplicative shall not be construed as conferring more than one operating right.
5. That the certificate holder shall not transfer, sell or in any way convey any of its outstanding capital stock to any individual, partnership, corporation or any entity, without the prior filing of an application and approval thereof by the Commission under 66 PA C.S.A. §1102(a)(3).

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it has complied with the requirements of the Pennsylvania Public Utility Code and the rules and regulations of this Commission relative to the filing and acceptance of evidence of insurance and a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before sixty (60) 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.

IT IS FURTHER ORDERED: That upon compliance with this order, the rights granted the transferor, Baker Transport, Inc., at A-00107202 be cancelled and the record be marked closed.

BY THE COMMISSION,

A handwritten signature in black ink, appearing to read "Jerry Rich", written in a cursive style.

Jerry Rich
Secretary

(SEAL)

ORDER ADOPTED: May 23, 1991

ORDER ENTERED: MAY 30 1991

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265

Public Meeting held April 2, 1992

Commissioners Present:

David W. Rolka, Chairman
Joseph Rhodes, Jr., Vice-Chairman
Wendell F. Holland, Commissioner

Application of Carlisle Carrier Corp., a corporation of the Commonwealth of Pennsylvania, for amendment to its common carrier certificate, which grants the right, inter alia, to transport by motor vehicle, property, for The Dial Corporation, between the facilities owned, leased or utilized by said company, and from said facilities to points in Pennsylvania, and vice versa; subject to the following condition: That no right, power or privilege is granted to transport commodities in bulk: SO AS TO PERMIT the transportation of property between the facilities owned, leased or used by Exel Logistics - Grocery Service, Inc., and from said facilities to points in Pennsylvania, and vice versa.

A-00109478
F. 1
Am-B

David H. Radcliff for the applicant.
Peter G. Loftus for protestant, Seaboard Tank Lines, Inc.

O R D E R

BY THE COMMISSION:

This matter comes before the Commission by an application filed on June 18, 1991, and published in the Pennsylvania Bulletin of July 13, 1991. One carrier filed a protest but withdrew when the applicant restrictively amended the proposed authority so as to exclude the transportation of petroleum and petroleum products in bulk in tank or hopper-type vehicles, and dry litharge in bulk.

The unopposed record is now certified to the Commission for its decision without oral hearing. Verified statements were submitted by the applicant and six supporting shippers.

David L. Metzler, president, stockholder and a director of Carlisle Carrier Corp. (applicant), sets forth in a verified statement that the applicant has held a common carrier certificate from this Commission since November 16, 1990. Included in the authority is a right which authorizes service for Dauphin Distribution Services Co., between the facilities owned, leased or utilized by Dauphin Distribution Service Co., and from said facilities to points in Pennsylvania.

The filing of this application has a two-fold purpose. First, Dauphin Distribution Services Co., has changed its name to Exel Logistics, Inc. Second, the proposed authority will eliminate problems encountered as the result of the limitation of the present authority to handle only those shipments moving for the warehouse operator. The customers of Exel Logistics, as indicated by their verified statements, arrange for their own transportation services from the facilities of Exel Logistics. The applicant serves many of the customers in interstate commerce and bills them directly for the service. The applicant seeks to be able to serve the same shippers in the same manner in Pennsylvania intrastate commerce.

The applicant's terminal and general office are located on East Commerce Drive near Exit 12 on Interstate 81 south of Carlisle. It is staffed with four administrative personnel, four dispatchers, two safety persons, two sales persons, two billing clerks, ten loaders, and 33 drivers. In addition, 28 owner-operators lease equipment to the applicant under long-term arrangements. The operating fleet consists of 42 company-owned tractors, 28 long-term lease tractors, 103 company-owned trailers, and one long-term leased straight truck. A comprehensive safety program is maintained.

An unaudited balance sheet shows that as of September 30, 1991, the applicant had current assets of \$813,999, total assets of \$843,676, with current liabilities of \$482,954 and total liabilities of \$574,500, leaving stockholders' equity of \$269,176. An unaudited statement of earnings for the nine month period ended September 30, 1991, reveals that the applicant generated net earnings of \$267,472 from revenues of \$3,965,672.

Karen Petermann, corporate traffic supervisor for Reckitt & Coleman, Inc., has submitted a supporting verified statement. The company is a manufacturer of household and food items. The principal product lines are known as Durkee, Airwick, French Foods, Boyle Midway, Black Flag, Woolite, Three-In-One Oil, etc. All of the products except charcoal lighter are stored at the Mechanicsburg facilities of Exel Logistics, Inc., and shipped from there to grocery warehouses throughout the northeastern United States, including all of Pennsylvania.

All of the outbound traffic from Mechanicsburg is arranged by Reckitt & Coleman's scheduler at the Exel Logistics facility. All shipments are made on Reckitt & Coleman bills of lading to such representative points as Harrisburg, Susquehanna Township, Philadelphia, Pittsburgh, Greencastle

and Carlisle. The applicant has done an outstanding job for the company in interstate commerce and to be able to use it from the warehouse on Pennsylvania intrastate traffic would be very beneficial.

William C. Wendt is senior transportation analyst for Nabisco Foods Company, a division of Nabisco Brands Incorporated, and supports the applicant. In Pennsylvania, the facilities of Exel Logistics, Inc., near Mechanicsburg, Cumberland County are the primary distribution sites for company products including foodstuffs, pet snacks and grocery related items. It anticipates shipping more than 1,000 truckloads to Pennsylvania points during 1992, all of which will move on bills of lading issued by Nabisco. Representative destination points are Altoona, Harrisburg, Scranton, York, Pittsburgh, Philadelphia, Huntingdon, DuBois, Temple and New Stanton, to name a few. Inbound traffic to Exel Logistics' facilities would originate in Wilkes-Barre, Philadelphia, Lancaster, York or other locations where it may utilize co-packers to produce Nabisco products. The applicant has the electronic data interchange capabilities required by Nabisco's shipping program, and it very much desires the availability of the proposed service.

John J. Murphy, manager of transportation for Borden, Inc., supports the applicant. Borden's food and related products are distributed through wholesale and retail businesses throughout the country. In addition to its dairy items, the company also produces non-food products, including Elmer's Glue and similar items. In Pennsylvania, it utilizes the facilities and warehouse services of Exel Logistics, Inc., in Hampden Township, Cumberland County, for its entire line of products. Approximately 20 million pounds are shipped annually to customers located throughout the eastern, central and western portions of Pennsylvania as evidenced by a listing of the points in an addendum to the verified statement. Borden also manufactures condensed milk at a plant in Wellsboro, Tioga County, and ships approximately 3 million pounds per year into the Exel Logistics facility. Borden is familiar with the applicant's service, including its electronic data interchange capability. The company's service needs have increased and the additional service of the applicant is required.

Francis J. DeLuccia, eastern division transportation manager for Best Foods, a division of CPC International, manufactures brand name products such as Mazola Oil, Skippy Peanut Butter, Hellman's Mayonnaise, and Knorr's Soup. It uses the facilities of Exel Logistics as the primary distribution site to all areas of the east coast, with approximately 180 loads per year moving to Pennsylvania locations. Representative destination points are Altoona, Bethlehem, Butler, Camp Hill, Denver, DuBois, Erie, Easton, Harrisburg, Lancaster, Pittsburgh, Philadelphia, Reading, Somerset, Scranton, Sunbury, York, Williamsport, Shiremanstown, etc. It will route the majority of the traffic via the applicant if this application is approved.

Jack Busch, customer service facility manager for General Mills, Inc., supports the applicant. The company's principal products include flour, mixes, cereals and juices which are shipped to and from the facilities of Exel Logistics in Cumberland County. The company has a manufacturing plant and warehouse in Carlisle and ships products from there into Exel Logistics. The outbound traffic moves from Exel Logistics to all areas of

Pennsylvania which is confirmed by a listing of points in an appendix to the verified statement. All shipments move on bills of lading issued by General Mills. There is also a most important need for service from Pennsylvania points into the warehouse because the company insists that its retailers and distributors maintain product freshness and return the outdated items to the Exel Logistics facilities. It is necessary that the applicant has two-way authority since in most cases, the returns are placed on the back of the same truck that makes deliveries into the retailers or distributors. The applicant has been responsive to the company's needs on interstate traffic and desires its availability within Pennsylvania.

Joseph Kaplewicz, director of transportation for Exel Logistics, Inc., sets forth in a verified statement that the company is a food and grocery warehousing and distribution facility and as pertinent here, operates from 12 separate facilities in Camp Hill, Mechanicsburg and New Kingstown, all in Cumberland County, which are either owned, leased or utilized by Exel Logistics. Its customers are provided with distribution management services in terms of product inventory, rotation, consolidation and preparation for shipping, as well as storage services.

Exel's larger customers such as General Mills, Sun Diamond Growers, Best Foods, Dial, Nabisco Foods, Reckitt & Coleman, and Hunt Wesson, generally arrange truckload transportation directly with the carriers, and the shipments move on the shipper's own individual bills of lading. For the less-than-truckload shipments of these larger accounts as well as for the smaller 30 day accounts, Exel performs consolidation services, and in those instances, schedules the carrier and arranges shipment on an Exel bill of lading.

Exel's use of the applicant may be expanded following approval of this application since it will not be limited to instances where Exel must be the shipper on the bill of lading. The applicant will be used for both truckload shipments moving on customer bills of lading and for the consolidated less-than-truckload shipments originating at one or more of the facilities and moving on Exel bills of lading. Exel has consolidated shipments destined to grocery warehouses, drug chain warehouses, wholesale club warehouses and individual stores throughout Pennsylvania. A list of representative destinations accompanying the verified statement indicates clearly that all areas of the state are involved.

The continued growth of Exel and the addition of new facilities in the past two years has dictated the need for expanded motor carrier services. Also, the applicant has authority to serve Exel Logistics but under its prior name of Dauphin Distribution Services Co. The authority should be updated to show the current and correct corporate name of the owner and operator of the facilities.

In May, 1991, Articles of Amendment were filed changing the name from Dauphin Distribution Services Co. to Exel Logistics - Grocery Services, Inc. Subsequently, a merger occurred in December, 1991, changing the name to Trans Ubiquity Corp. A final name change to Exel Logistics, Inc., was filed in Massachusetts and will be filed in Pennsylvania in the near future. It

requests that any authority granted herein should reflect the corporate name of Exel Logistics, Inc.

DISCUSSION AND FINDINGS

By this amended application, Carlisle Carrier Corp., seeks to amend its common carrier certificate so that it will have the right to transport property between the facilities owned, leased or utilized by Exel Logistics - Grocery Service, Inc. (now Exel Logistics, Inc.), and from said facilities to points in Pennsylvania, and vice versa; excluding the transportation of petroleum and petroleum products in bulk or hopper-type vehicles, and dry litharge in bulk.

The applicant is currently authorized to transport such merchandise as is dealt in by wholesale, retail and chain groceries, food business houses, drug stores and drug houses, and by hospitals and nursing homes, for Dauphin Distribution Services Co., between the facilities owned, leased or used by Dauphin Distribution Services Co., and from said facilities to points in Pennsylvania, excluding the transportation of petroleum and petroleum products in bulk, in tank vehicles.

Dauphin Distribution Services Co., has undergone a recent series of name changes. At the time of placing this application before us, the name was changed to Exel Logistics - Grocery Service, Inc. It was subsequently changed to Trans Ubiquity Corp., and then finally to Exel Logistics, Inc. The applicant seeks to not only amend the authority to reflect the shipper name change, but also to remove the limitation that all service must be provided for the operator of the facilities.

Exel Logistics, Inc., operates from 12 individual facilities in Cumberland County where it provides storage and distribution services for its accounts. In addition to the storage of product, the distribution management services include product inventory, product rotation and, as relevant here, freight consolidation and preparation of merchandise for shipping. As the applicant's right to provide service from the 12 facilities now stands, all of the service must be provided for the warehouse as opposed to the warehouse customers. In essence, it is therefore necessary that the shipments be tendered to the applicant on bills of lading of the warehouse.

This application is supported by five of the larger warehouse accounts who have shown that they have need for service from the facilities on shipments moving on their own individual bills of lading, as well as on bills of lading of the warehouse. The larger warehouse accounts, such as the five supporting this application, take responsibility for routing and shipping the truckload movements on their own bills of lading which bypasses the freight consolidation process on less-than-truckload traffic provided by the warehouses. The shippers have clearly demonstrated that a need for service to and from the warehouses on their own behalf does exist and that the applicant who they consider a reliable and preferred carrier cannot provide it under the constraints in its present authority.

In addition to the support of five major warehouse accounts, the warehouseman itself, Exel Logistics, Inc., has supported the application by attesting to the name change and that service from the 12 facilities on its own behalf continues to exist. The less-than-truckload shipments moving under the freight consolidation service are routed by Exel Logistics and move on the bills of lading of Exel Logistics. The applicant will continue to participate in handling this freight.

The warehouse name change from Dauphin Distribution Services Co. to Exel Logistics - Grocery Service, Inc., at the time of filing this application has subsequently been changed to Exel Logistics, Inc. We do not believe this subsequent name change would adversely affect other carriers to the extent that they would now enter protests.

The applicant's right to serve Dauphin Distribution Services Co. (now Exel Logistics, Inc.) is totally encompassed within the larger scope of authority proposed here. Accordingly, the existing right will be changed to reflect the broader authority granted hereinafter in order to avoid an obvious duplication of rights.

We find:

1. That the applicant is currently authorized to provide service for Dauphin Distribution Services Co.
2. That Dauphin Distribution Services Co., had changed its name to Exel Logistics - Grocery Service, Inc., at the time of filing this application.
3. That subsequently the name was changed to Exel Logistics, Inc.
4. That the supporting shippers have shown that a public need for the service as proposed and amended does exist.
5. That the proposed service, as amended, fully encompasses the authority now held by the applicant to serve the warehouse entity.
6. That the applicant is fit, ready, willing and able to provide the service as proposed and amended.
7. That approval of the application, as amended, is necessary for the accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the application be and is hereby approved as amended and that the certificate issued to the applicant on November 16, 1990, as amended, be further amended so that the lead right contained in our order adopted October 24, 1990 and entered October 30, 1990, be changed to now read as follows:

To transport, as a Class D carrier, property, between the facilities owned, leased or utilized by Exel Logistics, Inc., and from

said facilities to points in Pennsylvania,
and vice versa;

subject to the following condition:

That no right, power or privilege is granted
to transport petroleum and petroleum products,
in bulk in tank or hopper-type vehicles,
or dry litharge in bulk.

IT IS FURTHER ORDERED: That the applicant shall not engage in any
transportation granted herein until it shall have complied with the requirements
of the Pennsylvania Public Utility Code and the rules and regulations of the
Commission relative to the filing and acceptance of a tariff establishing
just and reasonable rates.

IT IS FURTHER ORDERED: That in the event the applicant has not, on
or before sixty (60) days of the date of the service of this order, complied
with the requirements hereinbefore set forth, the application shall be
dismissed without further proceedings.

IT IS FURTHER ORDERED: That the authority granted herein, to the
extent that it duplicates authority now held by or subsequently granted to
the applicant, shall not be construed as conferring more than one operating
right.

BY THE COMMISSION,



John G. Alford
Secretary

(SEAL)

ORDER ADOPTED: April 2, 1992

ORDER ENTERED: APR 09 1992

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265

Public Meeting held June 4, 1992

Commissioners Present:

David W. Rolka, Chairman
Joseph Rhodes, Jr., Vice-Chairman
Wendell F. Holland, Commissioner

Application of Carlisle Carrier Corp., a corporation of the Commonwealth of Pennsylvania, for amendment to its common carrier certificate, which grants the right, inter alia, to transport, by motor vehicle, property for the Dial Corporation between the facilities owned, leased or utilized by said company, and from said facilities to points in Pennsylvania, and vice versa; subject to the following condition: That no right, power or privilege is granted to transport commodities in bulk: SO AS TO PERMIT the transportation of property between the facilities owned, leased or used by Daily Juice Products, a Division of American Beverage Corporation, and from said facilities to points in Pennsylvania, and vice versa; property, between the facilities owned leased or used by Boscov's Department Stores, Pike Distributors and Ports of the World Stores, and from said facilities to points in Pennsylvania, and vice versa; and property, between the facilities owned, leased or used by Sun Diamond Growers and Sunsweet Growers and from said facilities to points in Pennsylvania, and vice versa.

A-00109478
F. 1
Am-C

David H. Radcliff for the applicant.
Peter G. Loftus for Seaboard Tank Lines, Inc.
Rex W. McQuaide for W. C. McQuaide, Inc.

O R D E R

BY THE COMMISSION:

This matter comes before the Commission on an application filed August 8, 1991. Public notice of the application was given in the Pennsylvania Bulletin of September 21, 1991. Protests were filed by Seaboard Tank Lines,

Inc., W. C. McQuaide, Inc., and W. H. Johns, Inc. All protests were withdrawn predicated upon our acceptance of a restrictive amendment which excludes Boscov's Department Stores as a shipper; limits transportation from the facilities owned, leased or used by Daily Juice Products, a Division of American Beverages Corporation to shipments weighing 30,000 pounds or more, with a shipment being defined as one lot of freight picked up from one consignor on one bill of lading with no more than two stop-offs in transit plus final delivery. The restrictive amendment also excludes the transportation of petroleum or petroleum products in bulk in tank vehicles or dry litharge in bulk.

The now unopposed application, as amended, is certified to the Commission for its decision without oral hearing. The record consists of verified statements entered by the applicant and its three supporting shippers.

David L. Metzler, president of Carlisle Carrier Corp., set forth in his verified statement that the applicant is not affiliated with any other carriers holding authority from the Commission. It currently holds authority which permits the transportation of merchandise as is dealt in by wholesale, retail and chain groceries, food business houses, drugstores and drughouses and by hospitals and nursing homes for Dauphin Distribution Services Co.; property for Dial Corporation and property for Purina Mills, Inc., as more fully described in its certificate. It operates a terminal and general office south of Carlisle, Cumberland County. It has approximately 2,000 square feet of office space and two service bays at this location.

The applicant operates a fleet suitable to provide service to the additional shippers. It has a total of 70 tractors and 103 trailers. This equipment is inspected in accordance with Pennsylvania law and a safety program is in effect.

The applicant now handles some interstate traffic for several of the supporting shippers. It has provided service for Sun Diamond Growers and Daily Juice Products. It will provide the shippers with both outbound and inbound transportation; both truckload and multiple-pickup less-than-truckload traffic will be handled; and refrigerated vans are available when temperature control is required. The applicant will combine interstate and intrastate traffic for multiple deliveries in transit. Pallet exchange will be provided when necessary.

As evidence of its financial capacity to render the proposed service, the applicant entered financial information dated December 31, 1991 reporting total assets of \$752,900 with total liabilities of \$657,138. For Calendar Year 1991, revenue of \$5,735,346 produced a net income of \$95,988.

Robert E. Dempsey, assistant traffic manager for Sun-Diamond Growers of California, set forth in his verified statement that the company manufactures, distributes and markets dried fruit, nuts and juice products. Some of the products distributed are under the Sunsweet Growers name, however, all bills of lading and shipments are prepared under the name, Sun-Diamond Growers of California. The shipper has a manufacturing facility at Fleetwood, Berks County at which prune juice is manufactured and distributed to points

in Pennsylvania and points in other states. It also has warehouse space in Pittsburgh from which dried fruit, nuts and fruit juice products are distributed. Other warehouse locations have been used in Pennsylvania and the shipper desires a carrier which will be able to provide service between any and all its facilities and from those facilities to points in the Commonwealth, and vice versa. Shipments are made from its facilities to major grocery warehouses throughout the state.

Gregory F. Leap, transportation manager of Daily Juice Products, set forth in his verified statement that the company is a Division of American Beverage Corporation which manufactures juice items including fruit juice, cocktail mix and beverage preparation items. It has a production facility in Verona, with rented warehouse space in New Kensington and Blawnox. It is possible that future production and storage requirements will require that the company ships from additional warehouse facilities. During 1991, Daily Juice Products had approximately 500 truckloads of its products moving to points in Pennsylvania. It is anticipated the carrier would be tendered one to five truckloads per week for Pennsylvania delivery. Shipments originate at the production facility and temporary warehouse facilities destined to points statewide.

David A. Fromm, director of transportation for Ports of the World, Inc., set forth in his verified statement that the company specializes in retail distribution of merchandise for department stores. The company deals in a full range of items that can be found in department stores. The annual volume of freight moving in intrastate Pennsylvania commerce is approximately 250 truckloads. The applicant would be tendered traffic on an as-needed basis from two to four truckloads per month. The origin points for traffic vary throughout Pennsylvania depending upon the particular vendor supplying merchandise. In the past, traffic has moved from such points as Pittsburgh, McKeesport, Sharon, Erie, Indiana, Lock Haven, Gettysburg, Mechanicsburg, Honesdale, Stroudsburg and Lansdale among others.

David A. Fromm is also director of transportation for Pike Distributors, Inc., which is also a company specializing in retail distribution of merchandise for department stores. Pike Distributors, Inc., has approximately 250 truckloads of intrastate Pennsylvania traffic moving from vendors to customers. Vendors are located at such points as Pittsburgh, Bedford, Altoona, Chambersburg, Mount Joy, York, Reading, Philadelphia and Bethlehem among others. Destination point for this traffic is a warehouse in Berks County near Reading.

DISCUSSION AND FINDINGS

As the application has been amended, Carlisle Carrier Corp., will transport property between the facilities owned, leased or used by Daily Juice Products, Division of American Beverage Corporation; between the facilities owned, leased or used by Pike Distributors and Ports of the World Stores; and between the facilities owned, leased or used by Sun-Diamond Growers; and from those facilities to points in Pennsylvania, and vice versa, subject to the stipulations included in the restrictive amendment. Carlisle Carrier Corp. now provides similar service for several other shippers providing

transportation between facilities owned, leased or used by them and from those facilities to points in the Commonwealth. The applicant has a fleet of equipment which is suitable for the proposed transportation.

The applicant has the unqualified support of the shippers named in the application, as amended. The shippers have stated a requirement for transportation between their facilities and from their facilities to points in Pennsylvania, and vice versa. In addition to facilities owned and leased by them, they operate from temporary facilities which are used by them on an as needed basis.

By letter of May 4, 1992, we notified the applicant through its legal counsel that the Commission has adopted a policy concerning the phrase, used or utilized by to include several options. The applicant has the option to amend the requested service to eliminate the words, used by, so that the requested service will read from the facilities owned or leased by. In the alternative, the applicant may supply additional statements from several shippers to support a need for service from facilities used or utilized by the specific shippers. If additional verified statements from shippers are not supplied, the authority can be limited to service provided "for" the specified shippers from facilities owned, leased or used by those shippers. The applicant through legal counsel responded May 7, 1992 indicating that Carlisle Carrier Corp., would be agreeable to limiting the application to service "for" the specified shippers from facilities owned, leased or used by those shippers. The authority to issue in this matter will be modified accordingly.

We find:

1. The applicant has the necessary experience, equipment and financial capacity to render the proposed service, as amended, as further modified.
2. Approval of the application, as amended, as further modified, will aid the shippers in meeting their transportation requirements in Pennsylvania.
3. Approval of the application, as amended, as further modified, is proper for the accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the application be and is hereby approved, as amended, as further modified, and that the certificate issued November 16, 1990, as amended, be further amended to include the following rights:

1. To transport, as a Class D carrier, property for Daily Juice Products, a Division of American Beverage Corporation, between the facilities owned, leased or used by the said shipper, and from said facilities to points in Pennsylvania, and vice versa;

subject to the following condition:

That transportation from the facilities owned, leased or used by Daily Juice Products, Division of American Beverage Corporation, shall be limited to shipments weighing 30,000 pounds or more with a shipment defined as one lot of freight picked up from one consignor on one bill of lading with no more than two stop-offs in transit plus final delivery.

2. To transport, as a Class D carrier, property for Ports of the World, Inc. and Pike Distributors, Inc., from facilities owned, leased or used by said shippers, and from said facilities to points in Pennsylvania, and vice versa.
3. To transport, as a Class D carrier, property for Sun-Diamond Growers of California, from facilities owned, leased or used by the said shipper and from said facilities to points in Pennsylvania, and vice versa;

Rights 1, 2 and 3 subject to the following condition:

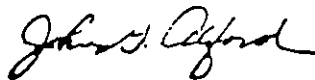
That no right, power or privilege is granted to transport petroleum or petroleum products in bulk in tank vehicles or dry litharge in bulk.

IT IS FURTHER ORDERED: That the authority granted herein, to the extent that it duplicates authority now held by or subsequently granted to the carrier, shall not be construed as conferring more than one operating right.

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it shall have complied with the requirements of the Public Utility Code and the rules and regulations of the Commission relating to the filing and acceptance of a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That in the event the applicant has not, on or before sixty (60) days from the date of service of the order, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.

BY THE COMMISSION,



John G. Alford
Secretary

(SEAL)

ORDER ADOPTED: June 4, 1992

ORDER ENTERED: JUN 17 1992

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265

Public Meeting held July 9, 1992

Commissioners Present:

David W. Rolka, Chairman
Wendell F. Holland, Commissioner

Application of Carlisle Carrier Corp., a corporation of the Commonwealth of Pennsylvania, for amendment to its common carrier certificate, which grants the right, inter alia, to transport, by motor vehicle, property, for The Dial Corporation, between the facilities owned, leased or utilized by said company, and from said facilities, to points in Pennsylvania, and vice versa; subject to the following condition: That no right, power or privilege is granted to transport commodities in bulk: SO AS TO PERMIT the transportation of property (except commodities in bulk and household goods in use), between the facilities of Knouse Foods, Inc., in the counties of Adams, Cumberland and Franklin, and from said facilities to points in Pennsylvania, and vice versa.

A-00109478
F. 1
Am-E

David H. Radcliff for the applicant.
William J. Lavelle for protestant, Brocious Trucking, Inc.

O R D E R

BY THE COMMISSION:

This matter comes before the Commission on an application filed February 24, 1992. Public notice of the application was published in the Pennsylvania Bulletin of March 28, 1992. A single protest was filed by Brocious Trucking, Inc. The protest was withdrawn upon restrictive amendment limiting service "for" Knouse Foods, Inc. and eliminating transportation to or from the facilities of Owens-Brockway Glass Container Division of Owens-Illinois, Inc. in the counties of Jefferson and Clearfield.

The now unopposed application is certified to the Commission for its decision without oral hearing. The record consists of verified statements entered by the applicant and one (1) supporting party.

Carlisle Carrier Corp. (Carlisle Corp. or applicant) is a corporation of the Commonwealth of Pennsylvania domiciled at 1513 East Commerce Drive, Carlisle, PA. Applicant currently holds common carrier authority from this Commission and is actively serving numerous shippers under all portions of its PA authority. Applicant is an ICC carrier and serves the same shippers in interstate commerce between points in the U.S.

Carlisle Corp. has its terminal and general office located in Carlisle, PA. There are two service bays and sufficient parking for its equipment adjacent to the terminal. Communications are maintained via eight (8) telephone lines, in addition, three (3) telephone lines are dedicated to an electronic data exchange by which shippers may utilize computer hook-ups to schedule transportation and provide details of each shipment. Applicant employs four (4) administrative personnel, four (4) dispatchers, two (2) billing clerks, two (2) clerks, two (2) safety personnel, two (2) sales persons, ten (10) loaders, and thirty-three (33) drivers.

Company owned equipment consists of the following: forty-two (42) tractors, five (5) 45' trailers, ninety-seven (97) 48' van trailers and one (1) refrigerated trailer. Applicant has leases with twenty-eight (28) owner operators and leases the following equipment: twenty-eight (28) tractors and one (1) 26' straight truck. A comprehensive safety and maintenance program is in effect. No additional terminals or facilities would be required to provide the proposed service.

Applicant currently serves the supporting shipper under its ICC authority and therefore, applicant's personnel are familiar with the requirements of Knouse Foods, Inc. Carlisle Corp. will provide the following types of service to Knouse Foods, Inc.: truckload service, refrigerated vans as required, overnight delivery, same day service when loading schedules and distances permit, week-end traffic on an emergency basis, combined ICC and PUC traffic, multiple delivery, palletized traffic and pallet return and pallet exchange service.

The balance sheet of the applicant for the period ending March 31, 1992 indicates total current assets of \$696,498.41, total assets of \$796,086.33, total current liabilities of \$638,103.34 and total stockholder's equity of \$157,982.99. The income statement for the same time period indicates that on total carrier operating revenue of \$1,708,771.61 a net income of \$62,221.19 was realized.

Knouse Foods, Inc. (Knouse or supporting shipper) is a manufacturer of apple related food products. Canned apples are shipped in corrugated cardboard cartons and apple juice in drums as well as paper, plastic and glass containers packed in corrugated cartons. Knouse requires the transportation of both finished goods and supplies including glass, cans, lids, labels, boxes and other items used in the manufacture and distribution of its products.

The various facilities owned by Knouse from which it ships from include the following locations: 800 Peach Glen-Idaville Road, Peach Glen, Adams County; 421 East Grant St., Chambersburg, Franklin County; Orrtanna Road, Orrtanna, Adams County; 53 East Hanover St., Biglerville, Adams County; and Gardners Station Road, Gardners, Adams County. Knouse also utilizes the following public warehouses: Forth Street Storage, Inc., 1335 South Forth Street, Chambersburg, Franklin County; Franklin Storage, Inc., 2294 Molly Pitcher Hwy. E., Chambersburg; Allen Distribution, 670 Allen Road, Carlisle, Cumberland County; and Allen Distribution, 1705 Shearer Drive, Carlisle. The supporting shipper requires transportation between its company owned facilities and the public warehouses and from its facilities and public warehouses to such representative points of destination as Harrisburg, Scranton, Philadelphia, Pittsburgh, Allentown and Lancaster. Knouse has customers located throughout the state.

Supplies are received on an inbound basis from various points in Pennsylvania to the Knouse facilities and to the public warehouses in Franklin and Cumberland Counties. Knouse's vendors may change from time to time and it supports inbound service from all points in Pennsylvania. Representative inbound points include Scranton, Philadelphia, Pittsburgh and New Holland.

Knouse's shipping volumes are significant all year long and it anticipates tendering applicant ten (10) truckloads per month. It requires dry van trailers 45 to 48 feet in length and pallet exchange.

DISCUSSION AND FINDINGS

Carlisle Carrier Corp. seeks to amend its common carrier certificate to provide the transportation of property between the facilities of Knouse Foods, Inc. in the counties of Adams, Cumberland and Franklin and from said facilities to points in Pennsylvania and vice versa. The application was protested by a single carrier and the protest was withdrawn upon restrictive amendment limiting service "for" Knouse Foods, Inc., and excluding transportation to and from the facilities of Owens-Brockway Glass Container Division of Owens-Illinois in the counties of Jefferson and Clearfield.

The application as captioned and restrictively amended limits service "for" Knouse Foods, Inc. between its facilities. The Commission has verified by letter dated June 7, 1992, that four (4) of the nine (9) facilities listed are public warehouses that are not owned by the shipper. The application as captioned does not permit applicant to transport from facilities other than those owned by Knouse Foods, Inc. Knouse has further verified that shipments will originate from the public warehouses destined to its facilities as well as to its customers located throughout Pennsylvania. Inbound traffic from suppliers may be stored in the warehouses temporarily before moving to the facilities of Knouse. Based on this information we shall modify the authority to read "between the facilities owned, leased or utilized by said company." Applicant has no objection to issuance of the authority as modified. Because the authority has been modified "for" the supporting shipper we believe we can further modify the authority without having it republished.

The evidence of record demonstrates a necessity for service. Approval of the application, as amended and further modified, is in the public interest.

We find that:

1. Applicant currently operates pursuant to a common carrier certificate issued by this Commission on November 16, 1990, with amendments thereto.

2. The application was met by one protest and was restrictively amended to include several restrictions.

3. We shall further modify the authority to read "between the facilities owned, leased or utilized by said company" as transportation is required from facilities other than owned by the supporting shipper.

4. The evidence of record is sufficient to establish necessity for the service as amended and further modified.

5. Applicant has the equipment, experience and fitness necessary to render the proposed service, as amended and further modified.

6. The applicant has established that approval of the application, as amended and further modified, is necessary for the accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the application be and is hereby approved, as amended and further modified, and that the certificate issued on November 16, 1990, as amended, be further amended to include the following right:

To transport, as a Class D carrier, property for Knouse Foods, Inc., between the facilities owned, leased or utilized by said company, in the counties of Adams, Cumberland and Franklin, and from said facilities to points in Pennsylvania, and vice versa;

subject to the following conditions:

Provided that no right, power or privilege is granted to transport commodities in bulk and household goods in use;

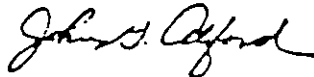
Provided that no right, power or privilege is granted to provide transportation to or from the facilities of Owens-Brockway Glass Container Division of Owens-Illinois, Inc. in the counties of Jefferson and Clearfield.

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it shall have complied with the requirements of the Pennsylvania Public Utility Code and the rules and regulations of this Commission relative to the filing and acceptance of a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That the authority granted herein, to the extent that it duplicates authority now held by or subsequently granted to the carrier, shall not be construed as conferring more than one operating right.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before sixty (60) 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.

BY THE COMMISSION,



John G. Alford
Secretary

(SEAL)

ORDER ADOPTED: July 9, 1992

ORDER ENTERED: JUL 17 1992

INTERSTATE COMMERCE COMMISSION

CERTIFICATE

No. MC 223588 (Sub 0-C)

SERVICE DATE

CARLISLE CARRIER CORP.
CARLISLE, PA

FEB 12 1990

This Certificate is evidence of the carrier's authority to engage in transportation as a common carrier by motor vehicle.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 1043); the designation of agents upon whom process may be served (49 CFR 1044); and tariffs or schedules (49 CFR 1312). The carrier shall also render reasonably continuous and adequate service to the public. Failure to meet these conditions will constitute sufficient grounds for the suspension, change, or revocation of this authority.

This authority is subject to any terms, conditions, and limitations as are now, or may later be, attached to this privilege.

For common carriers with irregular route authority: Any irregular route authority authorized in this Certificate may not be tacked or joined with your other irregular route authority unless joinder is specifically authorized.

The transportation service to be performed is described on the reverse side of this document.

By the Commission.

(SEAL)

NORETA R. MCGEE,
Secretary.

NOTE: If there are any discrepancies regarding this document, please notify the Commission within 30 days.

To operate as a common carrier, by motor vehicle, in interstate or foreign commerce, over irregular routes, transporting general commodities (except classes A and B explosives, household goods, and commodities in bulk), between points in the U.S. (except AK and HI).

CARLISLE CARRIER CORP

EQUIPMENT LIST

7-31-92

COMPANY OWNED TRACTORS	50
LONG TERM LEASED TRACTORS	22
TOTAL TRACTORS	72
COMPANY OWNED 45' VAN TRAILERS	5
COMPANY OWNED 48' VAN TRAILERS	99
COMPANY OWNED REFER TRAILERS	6
TOTAL TRAILERS	110
LONG TERM LEASED 26' STRAIGHT TRUCK	1

DATE 7/22/92
TIME 12:00:26
PERIOD ENDING 6/30/92

CARLISLE CARRIER CORPORATION
BALANCE SHEET
PERIOD 06 SUMMARY

PAGE 1
GL14

ACCOUNT NAME

CURRENT YEAR

ASSETS

CURRENT ASSETS

CASH AND WORKING FUNDS 38,853.58 **

SPECIAL DEPOSITS 12,150.00 **

TEMPORARY CASH INVESTMENTS 40,000.00 **

NOTES RECEIVABLE .00 **

ACCOUNTS RECEIVABLE 575,110.66 **

PREPAYMENTS 15,673.87 **

OTHER CURRENT ASSETS 1,658.93 **

DEFERRED INCOME TAX CHARGES .00 **

TOTAL CURRENT ASSETS 605,739.90 **

TANGIBLE PROPERTY

LAND .00 **

REVENUE EQUIPMENT 20,767.49 **

OTHER CARRIER PROPERTY 53,915.03 **

TOTAL TANGIBLE PROPERTY 74,682.52 **

INTANGIBLE PROPERTY

ORGANIZATION, FRANCHISES, PERMIT .00 **

OTHER INTANGIBLE PROPERTY .00 **

INVESTMENT SECURITIES/ADVANCES .00 **

OTHER INVESTMENTS & ADVANCES .00 **

DEFERRED DEBITS 18,275.36 **

TOTAL INTANGIBLE PROPERTY 18,275.36 **

TOTAL ASSETS

698,697.78 **

LIABILITIES AND EQUITY

CURRENT LIABILITIES

NOTES PAY & MATURE OBLIGATIONS 106,743.37 **

ACCOUNTS PAYABLE 130,243.24 **

SALARIES PAYABLE 47,643.79 **

INNESS: METZLER
EXHIBIT 4

1 DATE 7/22/92
2 TIME 12:00:26
3 PERIOD ENDING 6/30/92

CARLISLE CARRIER CORPORATION
BALANCE SHEET
PERIOD 06 SUMMARY

PAGE 2
GL14

ACCOUNT NAME

CURRENT YEAR

ACCRUED EXPENSES 113,803.59- **

ACCRUED INCOME TAXES 8,644.78- **

INTEREST ACCRUED .00 **

CURRENT EQ OBLIG & OTHER DEBT .00 **

OTHER CURRENT LIABILITIES .00 **

LONG-TERM DEBTS .00 **

EQUIP & OTHER LONG-TERM OBLIG. .00 **

DEFERRED CREDITS 22,488.21- **

ESTIMATED LIABILITIES .00 **

TOTAL CURRENT LIABILITIES 429,586.78- **

STOCKHOLDER'S EQUITY

CAPITAL STOCK 269,110.80- **

MARKETABLE EQUITY SECURITIES .00 **

TOTAL STOCKHOLDER'S EQUITY 269,110.80- **

TOTAL LIABILITIES AND EQUITY 698,697.78- **

DATE 7/22/92
 TIME 12:00:41
 PERIOD ENDING 6/30/92

CARLISLE CARRIER CORPORATION
 OPERATING STATEMENT - CONSOLIDATED
 PERIOD 06 SUMMARY

ACCOUNT NAME	CURRENT MONTH	%	PREVIOUS MONTH	%	CURRENT QUARTER	%	CURRENT YTD	%
OPERATING REVENUE AND EXPENSES								
CARRIER OPERATING REVENUE								
FREIGHT REVENUE	545,063.58-		527,599.20-		1,602,274.68-		3,311,046.29-	
TOTAL CARRIER OPERATING REVENUE	545,063.58-		527,599.20-		1,602,274.68-		3,311,046.29-	
CARRIER OPERATING EXPENSES								
SALARIES/OFFICERS & SUPERVISOR	31,426.89	5.8	29,089.14	5.5	92,434.43	5.8	190,195.83	5.7
SALARIES & WAGES/OTHER	99,953.39	18.3	96,206.04	18.2	294,120.73	18.4	578,369.93	17.5
MISC. PAID TIME OFF	2,421.40	.4	918.17	.2	4,805.05	.3	11,689.58	.4
OTHER FRINGES	28,467.45	5.2	37,766.72	7.2	99,117.23	6.2	201,298.20	6.1
OPERATING SUPPLIES & EXPENSES	78,612.41	14.4	75,889.27	14.4	225,009.82	14.0	457,287.33	13.8
GENERAL SUPPLIES AND EXPENSES	11,199.36	2.1	8,588.18	1.6	34,645.57	2.2	74,215.02	2.2
OPERATING TAXES AND LICENSES	3,934.50	.7	5,929.50	1.1	15,957.22	1.0	30,502.56	.9
INSURANCE	36,287.55	6.7	35,206.79	6.7	95,854.93	6.0	189,565.81	5.7
COMMUNICATIONS & UTILITIES	6,982.35	1.3	6,511.89	1.2	20,744.04	1.3	42,743.09	1.3
DEPRECIATION & AMORTIZATION	1,983.00	.4	1,938.00	.4	5,859.00	.4	11,571.00	.3
REV EQUIP RENTS/PURCHASE TRANS	190,613.15	35.0	184,802.37	35.0	574,889.48	35.9	1,281,533.98	38.7
BUILDING & OFFICE EQUIP RENTS	4,053.31	.7	4,053.31	.8	12,159.93	.8	24,319.86	.7
GAIN/LOSS ON DISP. OF OP ASSET	.00		.00		.00		.00	
MISCELLANEOUS EXPENSES	4,230.92	.8	6,476.09	1.2	16,533.85	1.0	45,931.84	1.4
TOTAL CARRIER OPERATING EXPENSES	500,165.68	91.8	493,375.47	93.5	1,492,131.28	93.1	3,139,224.03	94.8
OTHER INCOME AND EXPENSES								
INC & EXP FROM NONCARRIER OP	1,713.16-	.3	921.10-	.2	3,703.03-	.2	7,464.21-	.2
INTEREST AND DIVIDEND INCOME	76.92-		186.10-		680.39-		1,100.52-	
OTHER NONOPERATING INCOME(NET)	.00		100.00		100.00		300.00	
GAIN/LOSS ON DISP. OTHER ASSET	.00		.00		.00		.00	
INT & AMRT DEBT DISC EXP & PRE	1,266.14	.2	1,000.73	.2	3,299.01	.2	6,737.99	.2
INC TAXES ON INC FROM CONT OP	.00		.00		.00		.00	
EXTRAORDINARY ITEMS	.00		.00		.00		.00	
TOTAL OTHER INCOME AND EXPENSES	523.94-	.1	6.47-	.1	984.41-	.1	1,526.74-	.1
TOTAL OPERATING REVENUE AND EXPENSES	49,421.84-	8.3	34,230.20-	6.5	111,127.81-	6.9	173,349.00-	5.2
TOTAL NET INCOME/LOSS	45,421.84	8.3	34,230.20	6.5	111,127.81	6.9	173,349.00	5.2

WITNESS:
 EXHIBIT 15
 METZLER