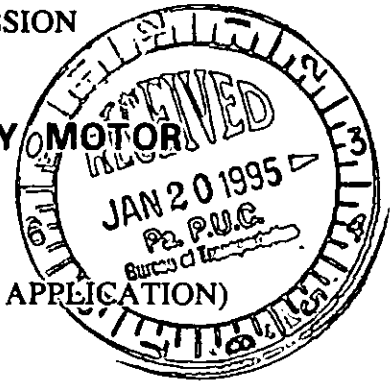


BEFORE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

APPLICATION FOR TRANSPORTATION BY MOTOR
CARRIERS OF PROPERTY



(PLEASE READ INSTRUCTIONS BEFORE PREPARING APPLICATION)

For PUC Use Only
Docket No. <u>A-00111715</u>
<u>700985</u>

DOCKETED
APPLICATION DOCKET
JAN 23 1995
ENTRY No. <u>[Signature]</u>

1. CALHOUN DISTRIBUTION INC.
(Full and correct name in which you intend to operate)

2. _____
(Trade name, if any)

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

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

3. 4075 WINDGAP AVE BLDG 8 412-777-1616
(Physical Address) (Telephone No.)

PITTSBURGH ALLGH PA 15204
(City) (County) (State) (Zip)

**DOCUMENT
FOLDER**

4. _____
(Mailing Address; if different)

(City) (County) (State) (Zip)

5. Applicant DOES hold ICC authority under Docket No. _____
(does or does not)

6. Applicant DOES NOT have a current safety rating issued by _____
(does or does not)

(attach copy).

7. Approximate number of commercial vehicles to be operated intrastate:

owned _____ leased 4

8. Applicant is (check one):

Individual

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

(Name)	(Address)

Corporation. Organized under the laws of the State of PENNSYLVANIA and qualified to do business in Pennsylvania by registering with the Secretary of the Commonwealth on APRIL 1, 1991 (Attach date-stamped copy of application for Certificate of Incorporation or Authority). 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):

Partnership Agreement.

Date-stamped copy of Fictitious Trade Name registration certificate.

Date-stamped copy of Application for Certificate of Incorporation or Certificate of Authority.

Copy of a current safety rating issued by a state or federal agency.

List of corporate officers and stockholders and distribution of shares.

Proof of Insurance.

10. Certification

- a. Applicant certifies that it is not now engaged in any transportation of property for compensation in Pennsylvania and will not engage in the transportation for which approval is herein sought unless and until authorization for such transportation is received.
- b. Applicant certifies that it understands the requirements of the Pennsylvania Public Utility Commission, especially as they relate to safety and insurance, and will be able to comply with them.
- c. Applicant certifies that it understands that it is subject to an annual assessment based upon its gross intrastate operating revenues to help pay the expenses incurred by the PUC in regulating motor carriers of property.

Calhoun Distribution Inc.

Kutz Industrial Park, Bldg. 8
4075 Windgap Avenue
Pittsburgh, PA 15204
(412) 777-1616
FAX (412) 777-1619

JANUARY 13, 1995

OFFICERS OF CALHOUN DISTRIBUTION INC.

PRESIDENT -- JOHN V CALLAHAN
VICE PRESIDENT -- JOSEPH DZURENDA
SECRETARY -- JOHN V CALLAHAN
TREASURER -- JOHN V CALLAHAN

STOCKHOLDERS OF CALHOUN DISTRIBUTION INC.

JOHN V CALLAHAN -- 10,000 SHARES
1403 TIMBER TRAIL DRIVE
IMPERIAL PA 15126

Microfilm Number _____

Filed with the Department of State on APR 1 1991

Entity Number _____

Christopher A. Lewis
Secretary of the Commonwealth

ARTICLES OF INCORPORATION

Indicate type of domestic corporation (check one):

- Business-stock (15 Pa. C.S. § 1305) Professional (15 Pa. C.S. § 2903)
- Business-nonstock (15 Pa. C.S. § 2102) Management (15 Pa. C.S. § 2701)
- Business-statutory close (15 Pa. C.S. § 2304a is applicable) Cooperative (15 Pa. C.S. § 7701)

1. The name of the corporation is: Calhoun Distribution, Inc.

This corporation is incorporated under the provisions of the Business Corporation Law of 1988.

2. The address of this corporation's initial (a) registered office in this Commonwealth or (b) commercial registered office provider and the county of venue is:

(a) 2200 Lawyers Building, Pittsburgh, Pennsylvania 15219 Allegheny
Number and Street City State Zip County

(b) _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The aggregate number of shares authorized is: 1,000 (other provisions, if any, attach 8 1/2 x 11 sheet)

4. The name and address, including street and number, if any, of each incorporator is:

Name	Address	Signature	Date
<u>John Callahan</u>	<u>2314 Chestnut Ridge Pittsburgh, PA 15205</u>	<u><i>John Callahan</i></u>	<u>3/27/91</u>

5. The specified effective date, if any, is: April 4, 1991
month day year hour, if any

6. Any additional provisions of the articles, if any, attach an 8 1/2 x 11 sheet.

7. Statutory close corporation only: Neither the corporation nor any shareholder shall make an offering of any of its shares of any class that would constitute a "Public Offering" within the meaning of the Securities Act of 1933 (15U.S.C. § 77A et seq.).

8. Business cooperative corporations only: (Complete and strike out inapplicable term) The common bond of membership among its members/shareholders is: _____

NO. 344
PAGE 3

PM-31
(Rev. 10/84)

SERVICE DATE

MAR 31 1992

INTERSTATE COMMERCE COMMISSION

PERMIT *

No. MC 241824 (Sub O-P)

CALHOUN DISTRIBUTION, INC.
MCKEES ROCKS, PA.

This Permit is evidence of the carrier's authority to engage in transportation as a contract 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); the execution of contracts (49 CFR 1053); and for passenger carriers, tariffs or schedules (49 CFR 1312).

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

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

By the Commission.

SIDNEY L. STRICKLAND, JR.
Secretary

(SEAL)

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

While the execution of contracts must be accomplished, it is unnecessary to file them with the Commission.

To operate as a contract carrier, by motor vehicle, in interstate or foreign commerce, over irregular routes, transporting general commodities (except hazardous materials, household goods, and commodities in bulk), between points in the U.S. (except AK and HI), under continuing contract(s) with commercial shippers or receivers of such commodities.

*This authority cancels No. MC 241824 (Sub 0-P), issued September 27, 1991, and is reissued to remove the term limitation.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.

INTERSTATE COMMERCE COMMISSION

SERVICE DATE

CERTIFICATE *

MAR 31 1992

No. MC 241824 (Sub O-C)

CALHOUN DISTRIBUTION, INC.
MCKEES ROCKS, PA

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)

SIDNEY L. STRICKLAND, JR.
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 hazardous materials, household goods, and commodities in bulk), between points in the U.S. (except AK and HI).

*This authority cancels No. MC 241824 (Sub 0-C), issued September 27, 1991, and is reissued to remove the term limitation.

NOTE: Willful and persistent noncompliance with applicable safety fitness regulations as evidenced by a DOT safety rating of "Unsatisfactory" or by other indicators, could result in a proceeding requiring the holder of this certificate or permit to show cause why this authority should not be suspended or revoked.



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE
REFER TO OUR FILE

February 3, 1995

DOCKETED
FEB 10 1995

Calhoun Distribution Inc.
4075 Windgap Avenue, Building 8
Pittsburgh, PA 15204

In re: A-00111715 - Calhoun Distribution, Inc.

Dear Sir:

The above-cited application has been received and accepted for publication. It will be published in the Pennsylvania Bulletin of February 4, 1995.

You are further advised that the above-cited application will be submitted for review provided no comments are filed on or before February 27, 1995. If comments are filed, you will be advised as to the procedure.

Yours truly,

Peter S. Marzolf, Supervisor
Application Review Section
Bureau of Transportation & Safety

PSM:rp

cc: Document Folder

LDA

DOC
FCLE