

Law Offices

# VUONO & GRAY

John A. Vuono  
William A. Gray  
Mark T. Vuono\*  
Richard R. Wilson  
Dennis J. Kusturiss  
Christine M. Dolfi  
Louise R. Schrage  
*\*Also Admitted in Florida*

2310 Grant Building  
Pittsburgh, PA 15219-2383

Telephone  
(412) 471-1800

January 8, 1997

Facsimile  
(412) 471-4477

Re: Quantum Transport, Inc.  
Docket No. A-                      
Our File 4415-2

Mr. John G. Alford  
Secretary  
Pennsylvania Public Utility Commission  
P. O. Box 3265  
Harrisburg, PA 17105-3265

**RECEIVED**  
JAN 14 1997  
BUREAU OF  
TRANSPORTATION & SAFETY

Dear Mr. Alford:

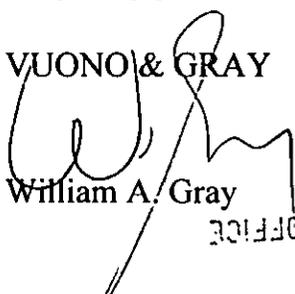
We enclose for filing with the Commission the signed original and one copy of the application of the above carrier.

We are enclosing a cashier's check in the amount of \$100.00 to cover the filing fee.

Please acknowledge receipt and filing of the enclosed on the duplicate copy of this letter of transmittal and return it to the undersigned in the self-addressed, stamped envelope provided.

Very truly yours,

VUONO & GRAY

  
William A. Gray

pz/3336

Enclosure

cc: Quantum Transport, Inc.

RECEIVED  
PROTHONOTARY'S OFFICE  
97 JAN 10 AM 10:57

DOCUMENT  
FOLDER

5100

75

BEFORE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

APPLICATION FOR TRANSPORTATION BY MOTOR  
CARRIERS OF PROPERTY

000017

(PLEASE READ INSTRUCTIONS BEFORE PREPARING APPLICATION)

For PUC Use Only <u>702321</u>
Docket No. <u>A-00113671</u>

RECEIVED

JAN 14 1997

BUREAU OF  
TRANSPORTATION & SAFETY

RECEIVED  
PRODUCTION OFFICE

JAN 10 11:10:57

1. Quantum Transport, 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).

<u>101 Kappa Drive, RIDC Park</u>			<u>(412) 963-6200</u>
(Physical Address)			(Telephone No.)
<u>Pittsburgh</u>	<u>Allegheny</u>	<u>PA</u>	<u>15238-2809</u>
(City)	(County)	(State)	(Zip)

DOCKETED  
APPLICATION DOCKET

4. Same  
(Mailing Address; if different)

\_\_\_\_\_  
(City) (County) (State) ENTRY (Zip)

JAN 21 1997

DOCUMENT  
FOLDER

*[Signature]*

5. Applicant does not 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 \_\_\_\_\_

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 4, 1983 (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. (To be filed subsequent to approval of the application.)

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.

# VERIFICATION OF APPLICATION

I/We hereby state that the statements made in the application are true and correct to the best of my/our knowledge, information belief.

The undersigned understand(s) that false statements herein are made subject to the penalties of 18 Pa. C.S. Section 4904 relating to unsworn falsification to authorities.

Raymond J. Burgo, President

(Print Name)

(Signature)

(Date)

12/19/96

RLR

(Print Name)

(Signature)

(Date)

(Print Name)

(Signature)

(Date)

This section must be completed by the applicant appearing on Line 1, if an individual; by all partners, if a partnership; or by the President or Secretary, if a corporation).

**ARTICLES OF INCORPORATION**  
(PREPARE IN TRIPLICATE)

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE - CORPORATION BUREAU  
308 NORTH OFFICE BUILDING, HARRISBURG, PA 17120

PLEASE INDICATE (CHECK ONE) TYPE CORPORATION:

- DOMESTIC BUSINESS CORPORATION  
 DOMESTIC BUSINESS CORPORATION  
 A CLOSE CORPORATION - COMPLETE BACK  
 DOMESTIC PROFESSIONAL CORPORATION  
 ENTER BOARD LICENSE NO.

FEE  
\$75.00

010 NAME OF CORPORATION MUST CONTAIN A CORPORATE INDICATOR UNLESS EXEMPT UNDER 15 P.S. 2908 B1

Traffic Concepts, Inc.

011 ADDRESS OF REGISTERED OFFICE IN PENNSYLVANIA (P.O. BOX NUMBER NOT ACCEPTABLE)

101 Kappa Drive

012 CITY: Pittsburgh 013 COUNTY: Allegheny 013 STATE: PA 014 ZIP CODE: 15238

050 EXPLAIN THE PURPOSE OR PURPOSES OF THE CORPORATION

To provide professional traffic services including consultation, freight bill auditing, and traffic management.

(ATTACH 8 1/2" x 11 SHEET IF NECESSARY)

The Aggregate Number Shares, Classes of Shares and Par Value of Shares Which the Corporation Shall have Authority to Issue:

040 Number and Class of Shares <u>10,000 Common Shares</u>	041 Stated Par Value Per Share if Any <u>\$1.00</u>	042 Total Authorized Capital <u>\$10,000.00</u>	001 Term of Existence <u>Perpetual</u>
---	--	--	---

The Name and Address of Each Incorporator, and the Number and Class of Shares Subscribed to by each Incorporator

060 Name	061, 062 063, 064 Address (Street, City, State, Zip Code)	Number & Class of Shares
<u>Errol S. Miller, Esq.</u>	<u>101 Kappa Drive, Pittsburgh, PA 15238</u>	
	<u>All shares will be issued to Giant Eagle Markets, Inc.</u>	
		<u>10,000 Common</u>

(ATTACH 8 1/2" x 11 SHEET IF NECESSARY)

IN TESTIMONY WHEREOF, THE INCORPORATOR (S) HAS (HAVE) SIGNED AND SEALED THE ARTICLES OF INCORPORATION

THIS 3rd DAY OF MARCH 19 82

*Errol Miller*

- FOR OFFICE USE ONLY -

030 FILED <u>APR 04 1983</u>	002 CODE <u>AIB</u>	003 REV BOX	SEQUENTIAL NO. <u>257091</u>	100 MICROFILM NUMBER <u>8325 452</u>
REVIEWED BY <u>Wm S. [unclear]</u>	004 SIC	AMOUNT <u>\$ 75</u>	001 CORPORATION NUMBER <u>766231</u>	
DATE APPROVED <u>4/1/83</u>	CERTIFY TO <input checked="" type="checkbox"/> REV. <input type="checkbox"/> L & I <input type="checkbox"/> OTHER	INPUT BY	LOG IN <u>APR 4 1983</u>	LOG IN (REFILE)
MAILED BY DATE	DATE REJECTED <u>APR 4 1983</u>	VERIFIED BY	LOG OUT <u>APR 4 1983</u>	LOG OUT (REFILE)

*William R. Davis*

Secretary of the Commonwealth  
Department of State  
Commonwealth of Pennsylvania

# Commonwealth of Pennsylvania

## Department of State



### CERTIFICATE OF INCORPORATION

Office of the Secretary of the Commonwealth  
To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Laws of the Commonwealth, the Secretary of the Commonwealth is authorized and required to issue a "Certificate of Incorporation" evidencing the incorporation of an entity.

Whereas, The stipulations and conditions of the Law have been fully complied with by

TRAFFIC CONCEPTS, INC.

Therefore, Know Ye, That subject to the Constitution of this Commonwealth, and under the authority of the Laws thereof, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, declare and certify the creation, erection and incorporation of the above in deed and in law by the name chosen hereinbefore specified.

Such corporation shall have and enjoy and shall be subject to all the powers, duties, requirements, and restrictions, specified and enjoined in and by the applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth,  
at the City of Harrisburg, this 4th day  
of APRIL in the year of our  
Lord one thousand nine hundred and eighty-three  
and of the Commonwealth the two hundred seventh



*William P. Davis*

Secretary of the Commonwealth

0766231

Applicant's Account No. \_\_\_\_\_

DSCB: BCL-806 (Rev. 8-72)

Filing Fee: \$40  
AB-2

Articles of  
Amendment—  
Domestic Business Corporation

89241631

766231

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

Filed this MAR 22 1989 day  
\_\_\_\_\_ A.D. 19

Commonwealth of Pennsylvania  
Department of State

*James J. Ziegler*

Secretary of the Commonwealth

In compliance with the requirements of section 806 of the Business Corporation Law, act of May 5, 1933 (P. L. 364) (15 P. S. §1806), the undersigned corporation, desiring to amend its Articles, does hereby certify that:

1. The name of the corporation is:

Traffic Concepts, Inc.

2. The location of its registered office in this Commonwealth is (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department):

<u>101</u>	<u>Kappa Drive</u>
(NUMBER)	(STREET)
<u>Pittsburgh</u>	<u>Pennsylvania</u>
(CITY)	(ZIP CODE)
	<u>15238</u>

3. The statute by or under which it was incorporated is:

Article II of the Business Corporation Law, Act of May 5, 1933 (P.L. 364)

4. The date of its incorporation is: April 4, 1983

5. (Check, and if appropriate, complete one of the following):

The meeting of the shareholders of the corporation at which the amendment was adopted was held at the time and place and pursuant to the kind and period of notice herein stated.

Time: The \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Place: \_\_\_\_\_

Kind and period of notice \_\_\_\_\_

The amendment was adopted by a consent in writing, setting forth the action so taken, signed by all of the shareholders entitled to vote thereon and filed with the Secretary of the corporation.

6. At the time of the action of shareholders:

(a) The total number of shares outstanding was:

10,000

(b) The number of shares entitled to vote was:

10,000

89211682

7. In the action taken by the shareholders:

(a) The number of shares voted in favor of the amendment was:  
10,000

(b) The number of shares voted against the amendment was:  
-()-

8. The amendment adopted by the shareholders, set forth in full, is as follows:

RESOLVED, that the name of the Corporation is changed from Traffic Concepts, Inc. to PB & N Transportation, Inc.

RESOLVED FURTHER, that the purpose or purposes for which the Corporation was incorporated be amended to state that the Corporation is a for profit motor carrier and shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be incorporated under the Business Corporation Law.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereunto affixed this day of \_\_\_\_\_, 19 89.

Attest:  
  
\_\_\_\_\_  
(SIGNATURE)  
Frank Gally, Secretary  
\_\_\_\_\_  
(TITLE: SECRETARY, ASSISTANT SECRETARY, ETC.)

Traffic Concepts, Inc.  
\_\_\_\_\_  
(NAME OF CORPORATION)  
By:   
\_\_\_\_\_  
(SIGNATURE)  
Vice  
David Kerr, President  
\_\_\_\_\_  
(TITLE: PRESIDENT, VICE PRESIDENT, ETC.)

(CORPORATE SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM:

- A. Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name) shall accompany Articles of Amendment effecting a change of name.
- B. Any necessary governmental approvals shall accompany this form.
- C. Where action is taken by partial written consent pursuant to the Articles, the second alternate of Paragraph 5 should be modified accordingly.
- D. If the shares of any class were entitled to vote as a class, the number of shares of each class so entitled and the number of shares of all other classes entitled to vote should be set forth in Paragraph 6(b).
- E. If the shares of any class were entitled to vote as a class, the number of shares of such class and the number of shares of all other classes entitled to vote on such amendment respectively should be set forth in Paragraphs 7(a) and 7(b).
- F. BCL §807 (15 P. S. §1807) requires that the corporation shall advertise its intention to file or the filing of Articles of Amendment. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

# Commonwealth of Pennsylvania



Department of State

To All to Whom These Presents Shall Come, Greeting:

**Whereas**, In and by Article VIII of the Business Corporation Law, approved the fifth day of May, Anno Domini one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

### CERTIFICATE OF AMENDMENT

evidencing the amendment of the Articles of Incorporation of a business corporation organized under or subject to the provisions of that Law, and

**Whereas**, The stipulations and conditions of that Law pertaining to the amendment of Articles of Incorporation have been fully complied with by

TRAFFIC CONCEPTS, INC.  
name changed to  
PB & N TRANSPORTATION, INC.

**Therefore, Know Ye**, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, extend the rights and powers of the corporation named above, in accordance with the terms and provisions of the Articles of Amendment presented by it to the Department of State, with full power and authority to use and enjoy such rights and powers, subject to all the provisions and restrictions of the Business Corporation Law and all other applicable laws of this Commonwealth.

**Given** under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 8th day of March In the year of our Lord one thousand nine hundred and eighty-nine and of the Commonwealth the two hundred thirteenth.

*James J. Elgert*  
Secretary of the Commonwealth

can

Microfilm Number 91051229

Filed with the Department

Entity Number 766231

of State on JAN 30 1991

Christopher A. Lewis

Secretary of the Commonwealth *JH*

STATEMENT OF CHANGE OF REGISTERED OFFICE

Domestic Business Corporation

1. The name of the corporation is:

PB & N TRANSPORTATION, INC.

2. The address of this corporation's current registered office in this Commonwealth is: (the Department is hereby authorized to correct the following address to conform to the records of the Department):

101 Kappa Drive  
RIDC Park  
Pittsburgh, PA 15238

3. The address to which the registered office of the corporation in this Commonwealth is to be changed is:

c/o Corporation Service Company Philadelphia  
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.

4. Such change was authorized by the Board of Directors of the corporation.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this statement to be signed by a duly authorized officer this 17<sup>th</sup> day of January 1990 91

PB & N TRANSPORTATION, INC.

BY: [Signature]

Signature

TITLE: RICHARD H. MINTZ

SECRETARY

*JH*

91051230

Microfilm Number

Filed with the Department

Microfilm Number \_\_\_\_\_

Filed with the Department

Entity Number 766231

of State on JUL 01 1992

*[Signature]*  
Secretary of the Commonwealth

PENNSYLVANIA  
STATEMENT OF CHANGE OF REGISTERED OFFICE

Domestic Business Corporation

1. The name of the corporation is: PB&N Transportation
2. The address of this corporation's current registered office in this Commonwealth is: (the Department is hereby authorized to correct the following address to conform to the records of the Department):  
c/o Corporation Service Company  
21 S. 12th Street, 13th Floor  
Philadelphia, PA 19107
3. The address to which the registered office of the corporation in this Commonwealth is to be changed to complete part (a) or (b):

(a) 101 Kappa Drive, Pittsburgh, PA 15238 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.

4. Such change was authorized by the Board of Directors of the corporation.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this statement to be signed by a duly authorized officer this 29th day of June 1992.

PB&N Transportation

Name of Corporation

BY: *[Signature]*  
Signature

TITLE: Vice President



8. (Check if the amendment restates the Articles):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 3rd day of December, 1996.

PB&N Transportation, Inc.

(Name of Corporation)

BY: 

(Signature)

TITLE: Mark J. Minnaugh, Vice President

*AL*



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

DECEMBER 09, 1996

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

QUANTUM TRANSPORT, INC.

I, Yvette Kane, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Incorporation and all Amendments

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

A handwritten signature in cursive script, appearing to read "Yvette Kane".

Secretary of the Commonwealth

DPOS

Application of  
QUANTUM TRANSPORT, INC.

SUPPLEMENT TO QUESTION 9

List of Corporate Officers

<u>Name and Address</u>	<u>Title</u>
Raymond J. Burgo 101 Kappa Drive, RIDC Park Pittsburgh, PA 15238	President
Larry Baldauf 101 Kappa Drive, RIDC Park Pittsburgh, PA 15238	Vice President
Mark J. Minnaugh 101 Kappa Drive, RIDC Park Pittsburgh, PA 15238	Vice President, Secretary- Treasurer

List of Stockholders

<u>Name</u>	<u>Percentage of Shares</u>
Giant Eagle, Inc.	100%



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

IN REPLY PLEASE  
REFER TO OUR FILE

January 31, 1997

WILLIAM A GRAY  
ATTORNEY AT LAW  
2310 GRANT BUILDING  
PITTSBURGH PA 15219-2383

In re: A-00113671 - Application of Quantum Transport, Inc.

Dear Sir:

The above-cited application has been received and accepted for publication. It will be published in the Pennsylvania Bulletin of February 1, 1997.

You are further advised that the above-cited application will be submitted for review provided no comments are filed on or before February 18, 1997.

If comments are filed, you will be advised as to the procedure.

You are not yet authorized to provide intrastate service. You will receive notification when you may begin.

Very truly yours,

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

PSM:lg

cc: Applicant

QUANTUM TRANSPORT INC  
101 KAPPA DRIVE  
RIDC PARK  
PITTSBURGH PA 15238



**PENNSYLVANIA PUBLIC UTILITY COMMISSION**  
**RECEIPT**

*The addressee named here has paid the PA P.U.C. for the following bill:*

WILLIAM A GRAY, ESQ  
2310 GRANT BUILDING  
PITTSBURGH, PA 15219-2383

DATE 1/28/97  
RECEIPT # 192725

In re: Application fees for QUANTUM TRANSPORT INC  
A-00113671 .....\$100.00

REVENUE ACCOUNT: 001780-017601-102

CHECK NUMBER: 629764

CHECK AMOUNT: \$ 100.00

C. Joseph Meisinger  
(for Dept. of Revenue)

JAF

**DOCKETED**  
JAN 31 1997

RECEIVED  
PROTHONOTARY'S OFFICE

97 JAN 29 PM 4:19

000226

DOCUMENT  
FOLDER