

**APPLICATION FOR APPROVAL TO CHANGE LIMITED LIABILITY CORPORATION
MEMBERSHIP FOR COMMON CARRIERS OF HOUSEHOLD
GOODS OR PASSENGERS (Except GP16+)**

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

SEE INSTRUCTIONS BEFORE COMPLETING APPLICATION

1. Full and correct name of Certificated Carrier: **Valley Wide Movers LLC**

2. Docket number of Certificated Carrier: **A-2016-2529703**

3. Attorney(s) for the Application:

**Andrew J. Horowitz, Esq.
Obermayer Rebmann Maxwell & Hippel LLP
525 William Penn Place, Ste. 1710
Pittsburgh, PA 15219
412-288-2461
Andrew.horowitz@obermayer.com**

REPRESENTING: Jointly representing Valley Wide Movers LLC, Dano Guerrieri, Nicholas R. Paust, and Nikita A. Paust

4. Current Members of Limited Liability Corporation of Certificated Carrier:

Dano Guerrieri, sole member

- a) Number of current members: **1**
- b) Member Names: **Dano Guerrieri**

5. Requested Membership Changes of Limited Liability Corporation:

a) Exiting Members: **Not applicable**

b) New Members: **Nikita A. Paust and Nicholas R. Paust**

6. If existing, new, or departing members of the limited liability corporation are in control of, or affiliated with each other, or with any other carrier, state the name of carriers, their docket numbers, and nature of the control or affiliation.

The Pausts are husband and wife. There are no affiliations with any other carriers.

7. Consideration for the transfer of membership (if nominal, explain):

The Pausts have agreed to pay Guerrieri a sum of \$585,000 for a 90% interest in the LLC, with Nikita to own 46% and Nick to own 44%. This includes a \$100,000 down payment and a \$485,000 note, payable over 180 months.

On or about October 15, 2024, Guerrieri and the Pausts executed an Interest Purchase Agreement and Promissory Note (attached), that contemplated a closing on January 6, 2025. After they were subsequently advised that they cannot consummate such a transaction prior to PUC approval, they executed an addendum to delay the closing and make certain other changes to the transaction.

8. The consideration will be paid as follows:

See above

9. The reasons for the proposed transfer are:

Guerrieri wishes to sell his business and the Pausts wish to buy it. Guerrieri will retain a 10% ownership share and provide the Pausts with training and consulting to ensure that the ownership transition happens smoothly.

10. Statement of Corporate History:

The company was first certificated on May 12, 2017 to transport household goods in use between points in Pennsylvania. In 2020, the company changed its name from "Valley Wide Small Movers" to "Valley Wide Movers." Valley Wide currently provides service primarily in the area of Northampton County, including licensed interstate service.

7. The following must be attached to the completed application

- A statement containing a brief corporate history of the Certificated Carrier, the purpose for which it was created, a description of the service it furnishes to the public and a description of the territory in which it operates.
- Statements of Financial Condition (Income Statements and Balance Sheets) for the Limited Liability Corporation and the proposed new members.
- Verified Statement(s) of new member(s)/owner(s) if a complete change of ownership
- If the new member/owner is a corporate entity provide a complete list of members, or officers and shareholders with shares.
- If the new member/owner is a corporate entity provide a copy of corporation papers from PA Dept. of State

WHEREFORE, the Limited Liability Corporation Memberships request that the Commission approve the Application.

Existing
Members sign
here:



Dana Guerricri

(Each Member must sign)

(Date) 1/15/25

(Corporate Seal)

(Date)

(Date)

(Date)

Exiting
Members sign
here:

(Date)

(Corporate Seal)

(Date)

(Date)

(Date)

**THIS MUST BE COMPLETED BY A NOTARY PUBLIC
AFFIDAVIT OF BUYER (NATURAL PERSON)**

COMMONWEALTH OF PENNSYLVANIA :

: SS:

Northampton County :

Nikita A. Paust, being duly sworn (affirmed) according to law, deposes and says that the facts above set forth are true and correct; or are true and correct to the best of his/her knowledge, information, and belief, and he/she expects to be able to prove the same at the hearing hereof.

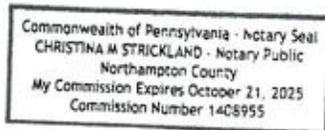
Signature of Affiant

Nikita A Paust

Sworn and subscribed before me on this

15th day of January

20 25 My Commission expires 10/21/25



Christina M. Strickland
Signature of Official Administering Oath

**THIS MUST BE COMPLETED BY A NOTARY PUBLIC
AFFIDAVIT OF BUYER (NATURAL PERSON)**

COMMONWEALTH OF PENNSYLVANIA :

: SS:

Northampton County :

Nicholas R. Paust, being duly sworn (affirmed) according to law, deposes and says that the facts above set forth are true and correct; or are true and correct to the best of his/her knowledge, information, and belief, and he/she expects to be able to prove the same at the hearing hereof.

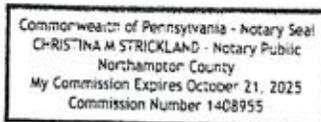
Signature of Affiant

Nicholas R. Paust

Sworn and subscribed before me on this

15th day of January

20 25 My Commission expires 10/21/25



Christina M. Strickland
Signature of Official Administering Oath

AFFIDAVIT OF CERTIFICATED CARRIER (CORPORATION)

COMMONWEALTH OF PENNSYLVANIA :

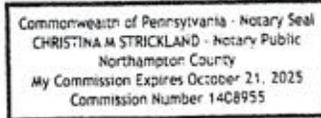
: SS:

Northampton County :

Dano Guerrieri, being duly sworn (affirmed) according to law, deposes and says that he/she is Owner of Valley Wide Movers LLC, that he/she is authorized to and does make this affidavit for it; and that the facts above set forth are true and correct; or are true and correct to the best of his/her knowledge, information, and belief, and he/she expects the said Valley Wide Movers LLC to be able to prove the same at the hearing hereof.

Signature of Affiant

Sworn and subscribed before me on this
15th day of January
20 25 My Commission expires 10/21/25



Christina M. Strickland
Signature of Official Administering Oath

**THIS MUST BE COMPLETED BY A NOTARY PUBLIC
AFFIDAVIT OF SELLER (NATURAL PERSON)**

COMMONWEALTH OF PENNSYLVANIA :

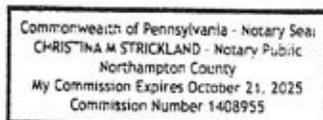
: SS:

Northampton County :

Dano Guerrieri, being duly sworn (affirmed) according to law, deposes and says that the facts above set forth are true and correct; or are true and correct to the best of his/her knowledge, information, and belief, and he/she expects to be able to prove the same at the hearing hereof.

Signature of Affiant

Sworn and subscribed before me on this
15th day of January
20 25 My Commission expires
10/21/25



Christina M. Strickland
Signature of Official Administering Oath

**Statement of Certificate Holder's Financial Position (Balance Sheet)
as of (date)12/31/24
(Must be less than 6 months old)**

| <u>ASSETS</u> | | |
|---|--------------|------------|
| Current Assets | | |
| Cash | 88,586.56 | |
| Accounts Receivable | | |
| Notes Receivable | | |
| Other Current Assets (specify) | | |
| Total Current Assets | | 88,586.36 |
| Tangible Assets | | |
| Land | | |
| Motor Vehicle Equipment | 118,471.67 | |
| Less: Accumulated Depreciation | (118,471.67) | = 0 |
| Building and Structures | | |
| Less: Accumulated Depreciation | | = |
| - | | |
| Office Equipment | 28,053.56 | |
| Less: Accumulated Depreciation | (20,921.42) | = 7,132.14 |
| Investments and Funds (specify) | | |
| Intangible Assets | | |
| Other Assets (advances and idle equipment – specify) | | |
| TOTAL ASSETS | | 95,718.50 |
| <u>LIABILITIES</u> | | |
| Current Liabilities (Due within one year of date) | | |
| Accounts Payable | | |
| Notes Payable | | |
| Equipment Obligations | | |
| Other Liabilities (Attach schedule) | | |
| Total Current Liabilities | | 0 |
| Long Term Liabilities (Due after one year of date) | | |
| Accounts Payable | | |
| Notes Payable | | |
| Equipment Obligations | | |
| Other Liabilities (Attach Schedule) | | |
| Total Long-Term Liabilities | | 0 |
| TOTAL LIABILITIES | | |
| <u>NET WORTH</u> (Partnerships and individuals, only) | | 95,718.50 |

**Statement of Certificate Holder's Income
Statement for the 12-month period
Ending 12/31/24**

REVENUE and GAINS

| | |
|---|------------|
| Operating Revenue | 707,133.82 |
| Net Revenue from non-carrier operations | |
| Dividend and interest revenues | |
| Other non-operating revenue | |
| Gains | |
| Total Revenue and Gains | 707,133.82 |

EXPENSES

| | |
|--|------------|
| Equipment Maintenance and Garage Expense | 22,078.04 |
| Insurance Expense | 44,278.53 |
| Employee Salaries | 341,954.83 |
| Supervisory Salaries | |
| Officer Salaries | |
| Fuel Expense | 20,402.02 |
| Purchased Transportation (Lease Expense) | 25,634.10 |
| Materials and Supplies Expense | 17,264.90 |
| General Office Expense | 26,499.55 |
| Advertising Expense | 5,984.21 |
| Telephone Expense | 1,254.52 |
| Accounting Expense | 14,538.14 |
| Legal Expense | 3,416.25 |
| Uncollectible Revenue | |
| Depreciation Expense | 7,449.95 |
| Amortization | |
| Operating Taxes and Licenses | 2,057.00 |
| Rent Expense | 83,468.87 |
| Loss | |
| Total Operating Expenses and Losses | |

| | |
|--------------------------------|------------------|
| Net Income Before Taxes | 90,852.91 |
| Provision for Income Taxes | (18,170.58) |
| Net Income (Loss) | 72,682.33 |

Statement of New Members' Financial Position (Balance Sheet)
as of (date) 12/15/24
(Must be less than 6 months old)
Jointly for Nick and Nikita Paust

ASSETS

| | | |
|--|---------------------|------------------------|
| Current Assets | | |
| Cash | | \$ 31,000.00 |
| Accounts Receivable | | |
| Notes Receivable | | |
| Other Current Assets (specify) | | |
| Total Current Assets | | \$ 31,000.00 |
| Tangible Assets | | |
| Land | | |
| Motor Vehicle Equipment | | \$ 30,000.00 |
| Less: Accumulated Depreciation | | = |
| - | | |
| Building and Structures | | \$ 2,111,660.00 |
| Less: Accumulated Depreciation | | = |
| - | | |
| Office Equipment | | |
| Less: Accumulated Depreciation | | = |
| - | | |
| Investments and Funds (specify) | \$ 339,741.00 | (investment accounts) |
| Intangible Assets | | |
| Other Assets (advances and idle equipment – specify) | | |
| | TOTAL ASSETS | \$ 2,512,401.00 |

LIABILITIES

| | | |
|--|--------------------------|------------------------|
| Current Liabilities (Due within one year of date) | | |
| Accounts Payable | | |
| Notes Payable | | |
| Equipment Obligations | | |
| Other Liabilities (Attach schedule) | | |
| Total Current Liabilities | | |
| Long Term Liabilities (Due after one year of date) | | |
| Accounts Payable | | |
| Notes Payable | | |
| Equipment Obligations | | \$ 35,000.00 |
| Other Liabilities (Attach Schedule) | | \$1,306,155.00 |
| Total Long-Term Liabilities | | |
| | TOTAL LIABILITIES | \$ 1,341,155.00 |

NET WORTH (Partnerships and individuals, only) \$ 1,171,246.00

Statement of New Member's Projected Income and Expenses
Projected Income and Expense Statement for the 12-month period ending

REVENUE and GAINS

| | |
|---|---------------|
| Operating Revenue | \$ 775,000.00 |
| Net Revenue from non-carrier operations | |
| Dividend and interest revenues | |
| Other non-operating revenue | |
| Gains | |
| Total Revenue and Gains | \$ 775,000.00 |

EXPENSES

| | |
|--|---------------|
| Equipment Maintenance and Garage Expense | \$ 20,000.00 |
| Insurance Expense | \$ 44,000.00 |
| Employee Salaries | \$ 350,000.00 |
| Supervisory Salaries | |
| Officer Salaries | |
| Fuel Expense | \$20,000.00 |
| Purchased Transportation (Lease Expense) | \$27,000.00 |
| Materials and Supplies Expense | \$15,000.00 |
| General Office Expense | \$20,000.00 |
| Advertising Expense | \$10,000.00 |
| Telephone Expense | \$1,000.00 |
| Accounting Expense | \$7,000.00 |
| Legal Expense | \$3,000.00 |
| Uncollectible Revenue | |
| Depreciation Expense | \$7,500.00 |
| Amortization | |
| Operating Taxes and Licenses | \$ 3,000.00 |
| Rent Expense | \$70,000.00 |
| Loss | |
| Total Operating Expenses and Losses | |

| | |
|--------------------------------|---------------------|
| Net Income Before Taxes | \$120,000.00 |
| Provision for Income Taxes | (\$25,000) |
| Net Income (Loss) | \$ 95,000.00 |

VERIFIED STATEMENT OF NEW MEMBER

THE FOLLOWING INFORMATION IS REQUIRED BY THE COMMISSION TO DETERMINE THE BUYER'S FITNESS TO OPERATE. STATEMENTS SHOULD BE TYPED OR PRINTED. ILLEGIBLE STATEMENTS WILL DELAY YOUR APPLICATION.

**Nicholas R Paust
Nikita A Paust
3339 Sturbridge Ave
Easton, PA 18045**

The Verified Statement of the Buyer is more or less a business plan, or your proposal for providing the transportation service for which you are making application. Prior to deciding to become a member, you likely gave much consideration to the manner in which you would operate the business in order that you could provide satisfactory service to your customers and so that you could make a reasonable profit. As part of the application process, you must provide the Commission with your proposal to provide the transportation service.

At minimum, the Verified Statement of the Buyer should include a discussion of the numbered items listed below and on the following pages. You are encouraged to provide as much information as possible about the particular subject as is necessary to fully explain your plan. If you fail to provide sufficient information about the subjects listed below, it may cause the review of your application to be delayed until you provide the necessary information. If you need more space to provide your explanation, please attach additional pages that list the appropriate item by number.

1. Identify the person making the Verified Statement on behalf of the buyer. If the buyer is an individual making the statement, this will be the same information as provided above. If the buyer is a corporate entity and an employee/officer of the buyer is making the statement, give name, title, business address and telephone number, and indicate that the buyer's directors/owners/partners/etc. have authorized the witness to speak for the business.

Nicholas R. Paust

2. List the buyer's affiliation (owner, manager, controls) with any other carrier, with the description of affiliation.

None

3. Describe your business experience, particularly any experience relating to the operation of a transportation service. You may also include an explanation of education or training that you believe may be relevant.

Mr. and Mrs. Paust have extensive business experience. Mrs. Paust owned a dental practice for twelve years. Mr. Paust has twenty years of experience

as a government contractor in New York City. In 2017, Mr. and Mrs. Paust together launched a construction management company, which they continue to operate. They are therefore very familiar with managing employees, regulatory compliance, insurance, and permits.

In addition, Dano Guerrieri will stay on as a 10% member for the first 180 months of operation until the Pausts note is paid off (the parties anticipate submitting a further application to remove him as a member at that point). He has extensive experience in the moving industry (having operated Valley Wide since 2017 and he will be available to the Pausts as a consultant and advisor to help transition ownership.

Finally, the Pausts will retain Valley Wide's employees, who collectively have extensive experience in the industry. This includes Cori Bostick, Business Operations Manager, and Janelle Romig, Administrative Assistant. Ms. Bostick has been employed with Valley Wide for five years and is responsible for scheduling, dispatch, payroll, and estimating. Ms. Romig has been employed with Valley Wide for four years and has over eight years of prior experience in the moving industry. Her responsibilities include marketing, sales, and estimating.

4. Describe your facilities, record maintenance plan and your communication network. Please include a description of your physical location, to include the office area, office machines that will be utilized, and the facility to house vehicles. Household goods in use carriers should include a description of their storage facilities, if applicable. Please include an explanation of your plan to maintain records required by the PUC, as well as normal business records. In regard to your communication network, please explain how you will receive customer requests for transportation, how you will dispatch the vehicles to fulfill the request, and how you will maintain continuous communication with your drivers. Finally, please state your intended business hours.

Valley Wide Movers currently leases a facility in Hellertown, PA, where it has warehouse space, parking for trucks, and office space. The office contains basic computers, printers, and telephones, along with desks, chairs, and locking file cabinets. All business records (including those required by the PUC) will be stored either in paper form in locked file cabinets or in electronic form in secure cloud storage. Valley Wide Movers communicates with its drivers via mobile phone. Customer requests for transportation are booked over the phone by the office staff and assigned to moving crews, who receive their assignments in the morning at the facility. The office is open 8:30-5PM Monday-Friday, and 9-12 on Saturdays.

5. Please state the number of employees you intend to use, along with a description of their duties. Please explain why that number of employees is appropriate to provide reasonable and efficient service to the geographical territory you will be serving. **(Do not address drivers in your explanation about this item; drivers are addressed separately in item # 6).**

Valley Wide will operate with six non-driver employees, including two office employees (one office assistant and one salesperson/estimator), and four

packer/loaders. This is appropriate given the company's current volume, as a typical move requires a 2-3 man crew including the driver

6. Please state the number of drivers you intend to use or hire in your business and explain why that number of drivers is appropriate for the size of the geographical territory you will be serving.

Valley Wide intends to use three drivers, which is appropriate for the company's current volume.

In addition, please explain:

a) Your hiring standards for drivers;

Valley Wide has a drivers qualification file checklist that confirms that the driver has been reference checked with prior employers, has the required state police background checks, a driving record check, a road test, and a medical card. Valley Wide also requires that drivers be at least 21 years of age.

b) Your driver training program;

Valley Wide requires its new drivers to have 40 hours behind the wheel with another one of the company's trained drivers before driving alone.

c) Your system for ensuring that your drivers are properly licensed at all times;

Valley Wide reviews their driver history from the appropriate agency of every state in which that person held a motor vehicle operator's license or permit during the preceding three years. Valley Wide pulls each driver's history every twelve months from every state where the driver was licensed during that time period. Valley Wide maintains a copy of each driver's license in their personnel file during their employment and for two years following termination.

Valley Wide obtains and reviews a criminal history record from the Pennsylvania State Police and every other state in which the person resided for the last twelve months. Following receipt of the initial criminal history record, Valley Wide obtains and reviews a criminal history record for each driver operating under its authority from the Pennsylvania State Police every two years from the date of the last criminal history check. These criminal history records are kept in the employee's personnel file for the duration of their employment and for three years following termination. Valley Wide does not permit a driver to operate a vehicle in service if they were convicted of a felony or misdemeanor to the extent that such conviction relates

adversely to that person's ability to provide service safely and legally.

- d) Your policies regarding alcohol and drug use by your drivers.

Valley Wide does not permit drivers (or other employees) to use or be under the influence of drugs or alcohol while on the job. Drivers have to take a drug test once a year. The company also tests if there is an accident or other reason for suspicion.

7. Please state the number of vehicles you plan to use in your business and why that number is appropriate to provide reasonable and efficient service to the geographical territory you will be serving. If you have already obtained vehicles for your business, please list them in the chart below.

Valley Wide will use four vehicles. This fits our needs having one 26' box truck and trailer for large hauls. We have two 16' box trucks and one pickup truck for smaller hauls and where there are size restrictions.

| Make | Model | Year | Miles | Seating | VIN |
|--------------|----------|------|---------|---------|-------------------|
| FREIGHTLINER | STRAIGHT | 2022 | 34,149 | 3 | 3ALACWFC8NDNF5390 |
| GMC | BOX | 2020 | 75,031 | 2 | 7GZ67VCG3LN000502 |
| GMC | BOX | 2011 | 130,700 | 2 | 1GD374CG9B1906021 |
| DODGE | RAM | 2016 | 156,781 | 4 | 3C6UR5CL6GG129786 |

8. Describe your vehicle safety program. Please include the following in your explanation:

- a) Your periodic vehicle maintenance plan;

Valley Wide completes daily pre-trip inspections of all vehicles and performs service at manufacturer-recommended intervals by a licensed mechanic.

- b) Your system for ensuring your vehicles will continuously comply with Pennsylvania's equipment standards (67 Pa. Code & Chapter 175, requirements for vehicle inspections) that are applicable to the type of vehicles used in your business;

Applicant will have a licensed mechanic perform all annual vehicle inspections when they are due.

- c) Your system for ensuring your vehicles will maintain compliance with the PUC's requirements for passenger service at 52 Pa. Code, § 29.402 and 29.403. (A copy of these requirements is on a separate page.)

Not applicable

9. Please explain what steps you have taken to determine if you can obtain and pay the premiums to maintain insurance coverage for the proposed number of vehicles for your business.

Valley Wide currently carries the required insurance coverages.

10. Please describe your customer service standards. Within your description, please explain your intended customer complaint resolution procedure.

It is the practice of Valley Wide to listen to customers' concerns and attempt to find an amicable resolution. In the rare event that we are not able to amicably resolve any dispute, we refer the customer to file a complaint with the PUC.

11. Criminal Record. Have you been convicted of a misdemeanor or felony for which you remain subject to supervision by a court or correctional institution?

Applicant answers in the negative as to both Nick Paust and Nikita Paust.

*If the new member is a corporate entity, this question applies to all shareholders and corporate officers. In the event that the answer is yes for one of those individuals, a separate page identifying the individual and stating relevant information should be attached.

VERIFICATION OF STATEMENT

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

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

(Signature)



(Date) JANUARY 15, 2025

(Name, printed or typed)

Nicholas R Paust