

BEFORE THE
SURFACE TRANSPORTATION BOARD

ENTERED
Office of Proceedings
July 11, 2023
Part of
Public Record

IN THE MATTER OF ACADEMY EXPRESS LLC (A CARRIER),
FRANMAR LEASING LLC (A NON-CARRIER) - PURCHASE OF
CERTAIN ASSETS OF JAMES RIVER BUS LINES D/B/A JAMES RIVER
TRANSPORTATION

STB DOCKET NO. MCF-21108

SECOND SUPPLEMENTAL INFORMATION RESPONSE IN SUPPORT OF
THE APPLICATION BY ACADEMY EXPRESS LLC (A CARRIER),
FRANMAR LEASING LLC (A NON-CARRIER), AND JAMES RIVER BUS
LINES D/B/A JAMES RIVER TRANSPORTATION (A CARRIER) TO
APPROVE THE SALE AND PURCHASE OF CERTAIN MOTOR COACH
ASSETS OF JAMES RIVER BUS LINES BY FRANMAR LEASING LLC AND
THE SIMULTANEOUS PURCHASE OF CERTAIN JAMES RIVER BUS LINES
D/B/A JAMES RIVER TRANSPORTATION NON-MOTOR COACH ASSETS
BY ACADEMY EXPRESS LLC UNDER THE TERMS OF AN ASSET
PURCHASE AGREEMENT AMONG THE PARTIES

Academy Express LLC, a carrier, (hereinafter, "Express") and Franmar Leasing LLC, a non-carrier, (hereinafter, "Franmar") (collectively, "Purchasers"), and James River Bus Lines d/b/a James River Transportation ("James") respectfully submit the following in response to a request from Staff for clarification on each of the following questions:

A. What is the current percentages of James charter versus contract passenger services and the percentage of such services provided outside the Commonwealth of Virginia (Interstate)?

1. James's Current Operations. James operates interstate passenger motor coach transportation service from the Commonwealth of Virginia to Alabama, Florida, Georgia, Delaware, Indiana, Maryland, North Carolina, New Jersey, New York, Ohio, Pennsylvania, South Carolina, and Tennessee. Approximately 87% of all James' motor coach passenger operations are intrastate conducted within the Commonwealth of Virginia from garage facilities located at 915 North Allen Avenue, Richmond, Virginia, 23220 and at 3141 Azalea

Garden Road, Norfolk, Virginia 23513. Only approximately 13% of the current motor coach operations of James are interstate in origin. All of the interstate operations of James originating from the James garage facilities at 915 North Allen Avenue and/or 3141 Azalea Garden Road, Norfolk, Virginia to destination points and places outside the Commonwealth of Virginia. Approximately Seventy (70%) percent of all James passenger operations are charter contracts including single and multiple day trips for schools, colleges, corporations, the military and other leisure groups, and approximately thirty (30%) percent of all such operations are contract services consisting of shuttles and commuter transportation for corporations, the military, and the public. James has gross annual revenues derived from passenger motor coach operations that exceed Two million (\$2,000,000) Dollars annually and thus meet the jurisdictional requirement of 49 CFR § 118.2(a)(5).

B. What are the current percentages of Academy Express LLC charter versus contract passenger services and the percentage of such services that are interstate as compared to intrastate?

2. Academy Express's Current Operations. Express operates interstate charter and contract motor coach passenger services in the states of Maine, Rhode Island, Massachusetts, Pennsylvania, Connecticut, New York, New Jersey, Delaware, North Carolina, South Carolina, Georgia, and Florida from garage facilities located in Massachusetts, Rhode Island, Connecticut, New Jersey, Maryland, Northern Virginia, and North Carolina. Approximately 60% of Express's current operations are interstate charter and contract passenger services and approximately 40% of all Express's operations are intrastate. Charter services consist of single and multiple-day trips for schools, colleges, corporations, the military, and other leisure groups. Contract services consist of shuttles and commuter transportation for corporations, the military, and the public. Charter transport represents about 60% of Express's gross revenue and Contract transportation represents about 40% of Express's gross revenue.

C. What is the Airport Express LLC's FMCSA Number?

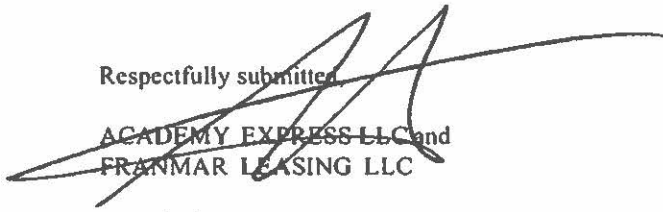
3. FMCSA Information. The information requested is as follows:

Airport Express LLC FMCSA Number is MC-413531
and its USDOT Number 943547.

4. Exhibits. All of the Exhibits identified and referenced in this Application and Supplements thereto are attached to the initial Application originally filed and not included herewith.

WHEREFORE, Applicants ask the Board to authorize the purchase
of certain assets of JAMES (a carrier) by the Buyers, Academy Express LLC
(a carrier) and Franmar Leasing LLC (a non-carrier).

Respectfully submitted,


ACADEMY EXPRESS LLC and
FRANMAR LEASING LLC

By their attorney,

FERRARA AND ASSOCIATES
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Hoboken, New Jersey 07030
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Email: jferrara@academybus.com
Phone: 201-798-5010

Dated: July 11, 2023

SELLERS VERIFICATION

I, Stephen W. Story, am a shareholder, the president, and chief executive officer of James River Bus Lines, a Virginia corporation doing business as James River Transportation ("James River") declare under penalty of perjury under the laws of the United States of America, that I have read the foregoing Second Supplemental Information Response in Support of Application and its contents are true and correct to the best of my knowledge, information and belief. I further declare that I am qualified and authorized to submit this verification on behalf of James River. I know that willful misstatements or omission of material fact constitute Federal criminal violations punishable under 18 U.S.C. 100, or by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines of up to \$2,000 or by imprisonment of up to five years for each offense.

Dated at Richmond, Virginia this 11th day of July, 2023

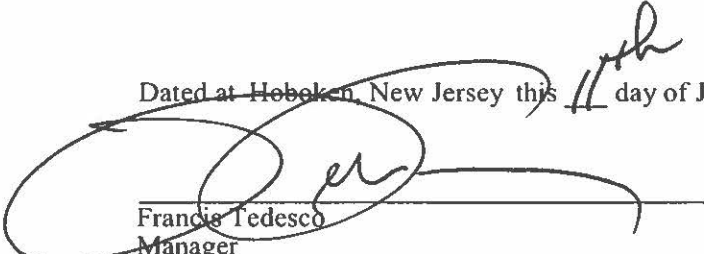


Stephen W. Story
President

BUYERS VERIFICATION

I, Francis Tedesco, Manager of the Academy Express LLC and Franmar Leasing LLC and the Trustee of the Tedesco Family ESBT Trust declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Application, and that its contents are true and correct to the best of my knowledge, information, and belief. I further declare that I am qualified and authorized to submit this verification on behalf of Academy Express LLC and Franmar Leasing LLC. I know that willful misstatements or omission of material fact constitute Federal criminal violations punishable under 18 U.S.C. 100, or by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

Dated at Hoboken, New Jersey this 11th day of July, 2023



Francis Tedesco
Manager

CERTIFICATION OF SERVICE

I certify that I have this day transmitted for service, copies of the Surface Transportation Board Application filed in the above matter under 49 USC 14307 and upon all parties of record in this proceeding by the method identified below:

Douglas L. Sbertoli | Attorney | Williams Mullen

Williams Mullen Center,
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Richmond, Virginia, 23219
Attorneys for James River Transportation

Served by Email

Virginia Department of Motor Vehicles
P.O. Box 27412
Richmond, Virginia
Attention: Motor Carrier Unit

Served by US Mail

Chief of Licensing and Insurance
Federal Motor Carrier Safety Administration
Washington, DC, 20590
Attention: Motor Carrier Unit

Served by US Mail

Date: July 1, 2023



/s/ Giselle Hasher Giselle Hasher Ferrara &
Associates 111 Paterson Avenue
Hoboken, New Jersey, 07030