

52045
DO

SERVICE DATE – FEBRUARY 9, 2024

SURFACE TRANSPORTATION BOARD

DECISION

Docket No. MCF 21113

TBL GROUP, INC.—CONTROL—JKS LIMOUSINES, LLC
DBA WINDY CITY LIMOUSINE COMPANY, LLC

Decided: February 9, 2024

On January 10, 2024, TBL Group, Inc. (TBL Group), filed an amended application under 49 U.S.C. § 14303 for approval of its acquisition of JKS Limousines, LLC d/b/a Windy City Limousine Company, LLC (JKS), and Windy City Limousine Company, LLC (Windy City).¹ The application states that, as a result of the proposed transaction, TBL Group would acquire both JKS, a federally registered, motor passenger carrier, and Windy City. (Am. Appl. 4.)²

Pursuant to 49 U.S.C. § 14303 and the corresponding regulations at 49 C.F.R. part 1182, applicants are required to file an application that includes, among other things, a description of the proposed transaction; identification of any motor passenger carriers affiliated with the parties, a brief description of their operations, and a summary of the intercorporate structure of the corporate family from top to bottom. See 49 C.F.R. § 1182.2(a).

In processing an application, the Board will review it for completeness. Id. If the application is accepted as complete, a summary is published in the Federal Register within 30 days after the application is filed. 49 C.F.R. § 1182.2(b). Incomplete applications may be rejected. 49 C.F.R. § 1182.2(a). However, applicants are given an opportunity to correct minor errors or omissions, in which case the filing date of the application, for purposes of calculating the procedural schedule and statutory deadlines, is deemed to be the date on which the complete information is filed with the Board. Id.

¹ TBL Group initially filed its application and a request for interim approval in Docket No. MCF 21113 on December 6, 2023. In a decision served on January 5, 2024, TBL Group was advised of a procedural issue related to its filings and the proceedings were held in abeyance. TBL Group, Inc.—Control—JKS Limousines, LLC, MCF 21113 et al., slip op. at 1-2 (STB served Jan. 5, 2024). In that decision, TBL Group was provided an opportunity to cure the identified issue, id. at 2, which it did within its amended application and amended request for interim approval. The amended request for interim approval will be addressed in a separate decision in Docket No. MCF 21113 TA.

² The first page of the amended application, not including the cover page, is marked as page 4, and all pages are numbered sequentially from there. All references to the amended application in this decision refer to the page number as it is marked, rather than how the pages actually appear in the amended application.

It appears from the amended application that JKS and Windy City are separate limited liability companies that both intend to sell their business operations and assets to TBL Group. (Am. Appl. 6 (“The transaction between TBL Group and ‘JKS and Windy City’ is for the acquisition of substantially all of the business operations and assets of ‘JKS and Windy City’”).) TBL Group describes JKS as a “federally registered, passenger-carrier motor company,” and, pursuant to 49 C.F.R. § 1182.2(a)(2), provides a description of JKS’s operating authorities, principal place of business, and status as an Illinois corporation. (Am. Appl. 4, 5.) Copies of JKS’s federal and state operating authority certificates are attached in an exhibit. (Am. Appl. 6, Ex. 4.) The amended application, however, does not provide this information about Windy City’s business. It states only that Windy City is a domestic limited liability company and that “JKS and Windy City have been providing charter service in Illinois and other parts of the United States for 17 years.” (Am. Appl. 5-6.) These statements do not distinguish if this period of years applies to both companies, nor identify the other states in which the companies each individually conduct charter service, nor describe the nature of the charter service operations both companies conduct. Here, the information provided about Windy City and JKS does not identify or provide meaningful detail about the nature of the companies’ operations and thus is not sufficient under 49 C.F.R. § 1182.2(a) to provide the Board and the public with the required notice of the nature and effect of the proposed transaction. Therefore, TBL Group will be given the opportunity to file supplemental information to correct errors or omissions by describing with more specificity the nature of each individual entity’s current operations, including, but not limited to: the nature of the charter (and any other motor passenger carrier) operations the parties each provide; the states in which the parties and any affiliated motor carriers operate; and the extent to which those operations are conducted in interstate commerce. TBL should also provide copies or descriptions of Windy City’s federal and state operating authority certificates (as it did for JKS).

Further, TBL Group certifies that “they each” have the requisite insurance coverage under 49 U.S.C. § 13906 for the transportation services they intend to provide but does not clarify who “they each” refers to. (Am. Appl. 14.) TBL Group will be given the opportunity to correct errors or omissions by providing information and the certifications required by the regulations at 49 C.F.R. § 1182.2(a)(8) and § 1182.2(a)(9), as related to insurance coverages of Windy City and JKS separately.

TBL Group asserts it has multiple subsidiaries and that Echo Windy City, LLC, will operate as a subsidiary of TBL Group. (Am. Appl. 5.) While the amended application later discusses Echo Tours & Charters LP and GBJ, Inc., as subsidiaries of TBL Group, (Am. Appl. 6), it is unclear whether those entities constitute the complete “top to bottom” summary of the intercorporate structure of the corporate family of motor passenger carriers affiliated with the parties, as required by 49 C.F.R. § 1182.2(a)(4). TBL Group will be given the opportunity to correct errors or omissions regarding the information about their corporate structure and holdings, and the corporate structure and holdings of JKS, Windy City, and TBL Group. TBL Group should provide complete, updated organizational charts.

TBL Group may supplement, and clarify or correct, the application as discussed above by February 23, 2024.

It is ordered:

1. TBL Group may file supplemental information as described in this decision by February 23, 2024.
2. This decision is effective on its service date.

By the Board, Mai T. Dinh, Director, Office of Proceedings.