

SERVICE DATE – APRIL 4, 2024

SURFACE TRANSPORTATION BOARD

DECISION

Docket No. MCF 21113

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

Docket No. MCF 21113 TA

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

Digest:¹ This decision rejects a motor carrier application filed by TBL Group, Inc., and denies a related request for interim approval.

Decided: April 4, 2024

On December 6, 2023, in Docket No. MCF 21113, TBL Group, Inc. (TBL Group), filed an application under 49 U.S.C. § 14303 and the Board’s regulations at 49 C.F.R. part 1182 for TBL Group to acquire JKS Limousines, LLC d/b/a Windy City Limousine Company, LLC (JKS) and Windy City Limousine Company, LLC (Windy City). On the same date, in Docket No. MCF 21113 TA, TBL Group filed a request for interim approval under 49 U.S.C. § 14303(i) and the Board’s regulations at 49 C.F.R. § 1182.7 to permit a newly formed entity called Echo Windy City, LLC, a subsidiary of TBL Group, to operate the properties of JKS and Windy City pending a Board decision on TBL Group’s application in Docket No. MCF 21113. 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 (January Decision), MCF 21113 et al. (STB served Jan. 5, 2024). In that decision, TBL Group was provided an opportunity to cure the identified issue. On January 10, 2024, TBL Group filed an amended application (Amended Application) in response to the January Decision.

Under 49 U.S.C. § 14303(a)(5), Board approval is required for a non-carrier holding company to acquire control of another motor passenger carrier. 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 TBL Group, Inc.—Control—JKS Limousines, LLC

¹ The digest constitutes no part of the decision of the Board but has been prepared for the convenience of the reader. It may not be cited to or relied upon as precedent. See Pol’y Statement on Plain Language Digs. in Decisions, EP 696 (STB served Sept. 2, 2010).

(February Decision), MCF 21113 (STB served Feb. 9, 2024), TBL Group was notified of substantive inadequacies in its submission and provided the opportunity to file supplemental information to correct errors or omissions in its application.

The February Decision stated that the information provided about Windy City and JKS did not identify or provide meaningful detail about the nature of the companies' operations and thus was 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. February Decision, MCF 21113, slip op. at 2. Among other things, TBL Group was specifically advised to detail the states in which the parties and any affiliated motor carriers operate and the extent to which those operations are conducted in interstate commerce. Id. The February Decision provided a deadline of February 23, 2024, for TBL Group to file supplemental information. Id.

TBL Group amended its application by submitting a letter on March 5, 2024—11 days after the deadline set in the February Decision. In that letter, TBL Group states that it no longer seeks to acquire Windy City as it has discovered Windy City does not hold any state or federal operating authority and does not hold the requirements demonstrating insurance as a federally regulated passenger-carrier transportation company. (March 5 Letter 1.) TBL Group also mentions Echo East Coast Transportation, LLC, a previously undisclosed corporate affiliate. (Id. at 2.) Notably, however, TBL Group fails to provide significant detail on the operations of JKS and affiliated motor carriers, including the states in which they operate as specifically directed in the February Decision.

Because TBL Group only provided minimal information regarding the states operated in and effect on interstate business, the Board cannot make a reasoned analysis or decision under the statutory criteria. TBL Group was given an opportunity to correct the procedural problem in its original application and an opportunity to correct the substantive omissions in its Amended Application. As noted above, TBL Group failed to adequately correct the deficiencies in the Amended Application. Furthermore, TBL Group's late modification of authority sought by removing Windy City from the application and the late disclosure of a corporate affiliate as required by 49 C.F.R. § 1182.2(a)(4) underscore that TBL Group has not adequately provided a clear picture of the corporate structure of the parties throughout this proceeding. Despite TBL Group having been given opportunities to supplement, the application still is not substantially complete. For these reasons, the Board will reject the application and dismiss the proceeding in Docket No. MCF 21113 without prejudice. 49 C.F.R. § 1182.4(a); Greyhound Lines, Inc.—Control—Carolina Coach Co., Inc., MCF 20905 (STB served Apr. 9, 1997). Because the application will be rejected, the interim approval sought in Docket No. MCF 21113 TA will be denied. 49 C.F.R. § 1182.7(d)(2).

This dismissal is without prejudice to TBL Group's ability to file, if it chooses, a new application in a new docket. In light of the multiple opportunities TBL Group has already been given to supplement its original application and the inadequacy of TBL Group's responses, the Board emphasizes that, should TBL Group wish to refile, it must submit an entirely new, self-contained and complete application, in a new docket, that includes all the information required for such applications under the Board's regulations. The Board will not accept a further submission seeking merely to supplement, or incorporate by reference, TBL Group's previous submissions.

It is ordered:

1. The application in Docket No. MCF 21113 is rejected without prejudice.
2. The interim approval sought in Docket No. MCF 21113 TA is denied.
3. This decision is effective on the date of service.

By the Board, Board Members Fuchs, Hedlund, Oberman, Primus, and Schultz.