

SERVICE DATE – SEPTEMBER 13, 2024

SURFACE TRANSPORTATION BOARD

DECISION

Docket No. MCF 21122

TBL GROUP, INC.—CONTROL—JKS LIMOUSINES, LLC

Decided: September 13, 2024

On August 14, 2024, TBL Group, Inc. (TBL Group), filed an application under 49 U.S.C. § 14303 for approval of its acquisition of JKS Limousines, LLC (JKS).¹ The application states that, as a result of the proposed transaction, TBL Group would acquire JKS, a federally registered, passenger-carrier motor company. (Appl. 3.)²

Pursuant to 49 U.S.C. § 14303 and the corresponding regulations at 49 C.F.R. part 1182, applications must include, 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. 49 C.F.R. § 1182.4(a). 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. § 1182.4(b). Incomplete applications may be rejected. 49 C.F.R. § 1182.4(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.

TBL Group previously applied for authority to acquire JKS in TBL Group, Inc.—Control—JKS Limousines LLC, Docket No. MCF 21113. There, the Board gave TBL Group

¹ On the same date, in Docket No. MCF 21122 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 pending a Board decision on TBL Group’s application in Docket No. MCF 21122. The request for interim approval will be addressed in a separate, future decision in Docket No. MCF 21122 TA.

² The first page of the application, not including the cover page, is marked as page 3, and all pages are numbered sequentially from there. All references to the application in this decision refer to the page number as it is marked, rather than how the pages actually appear in the application.

the opportunity to correct certain errors or omissions in its amended application, see TBL Group, Inc.—Control—JKS Limousines LLC, MCF 21113 (STB served Feb. 9, 2024), but ultimately rejected the amended application without prejudice because TBL Group’s supplement was insufficient, see TBL Group, Inc.—Control—JKS Limousines, LLC (April Decision), MCF 21113 et al., slip op. at 2 (STB served Apr. 4, 2024).

The present application in Docket No. MCF 21122 has similar defects and is incomplete, as explained below.

Description of JKS

TBL Group maintains that JKS is a limited liability company that intends to sell its business operations and assets to TBL Group. (Appl. 4.) The application identifies JKS’s principal place of business and its status as an Illinois corporation, and it describes JKS as a “federally registered, passenger-carrier motor company.” (Appl. 4, 5.) Copies of JKS’s federal and state operating authority certificates are attached in an exhibit. (Appl. 5, Ex. 4.) The application states that “JKS has been providing charter service in Illinois and other parts of the United States for 17 years.” (Appl. 4). It does not, however, identify the other states in which JKS conducts charter service, nor does it describe the nature of the charter service operations conducted.

The information given about JKS does not identify and provide meaningful detail on the nature of JKS’s 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 directed to file supplemental information describing with more specificity the nature of JKS’s current operations, including, but not limited to: the nature of the charter (and any other motor passenger carrier) operations JKS provides; the states in which JKS operates; and the extent to which those operations are conducted in interstate commerce. TBS shall also disclose the full extent of any corporate structure of which JKS is a part.

Undisclosed Corporate Affiliates

TBL Group asserts it has multiple subsidiaries. (Appl. 4, 5). The application lists Echo Tours & Charters LP and GBJ, Inc., as subsidiaries of TBL Group, (Appl. 5, Ex. 3), but it is unclear if 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).

In the April Decision, the Board expressed concerns that TBL Group had referenced in its supplement Echo East Coast Transportation, LLC, a previously undisclosed corporate affiliate. April Decision, MCF 21113 et al., slip op. at 3. Echo East Coast Transportation, LLC, is not mentioned in this application.

TBL Group is directed to clarify the information about its corporate structure and holdings. TBL Group must provide a complete, updated organizational chart reflecting every

entity in TBL Group's corporate family and specifically identifying and describing each and every motor passenger carrier. TBL Group must also explain in detail the nature of the charter operations; any other motor passenger carrier operations that any affiliated carriers provide; the states in which any affiliated motor carriers operate; and the extent to which those operations are conducted in interstate commerce.

TBL Group shall supplement, and clarify or correct, the application as discussed above by September 27, 2024.

This action will not significantly affect either the quality of the human environment or the conservation of energy resources.

It is ordered:

1. TBL Group is directed to file and serve supplemental information as described in this decision by September 27, 2024.
2. This decision is effective on its service date.

By the Board, Scott M. Zimmerman, Acting Director, Office of Proceedings.