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SERVICE DATE – DECEMBER 20, 2024

SURFACE TRANSPORTATION BOARD

DECISION

Docket No. MCF 21126

TBL GROUP, INC.—ACQUISITION OF CONTROL—
RESTON LIMOUSINE & TRAVEL SERVICE, INC.

Decided: December 20, 2024

On November 25, 2024, TBL Group, Inc. (TBL Group), filed an application under 49 U.S.C. § 14303 for approval of its acquisition of Reston Limousine & Travel Service, Inc. (Reston), identified by TBL Group as a federally registered motor passenger carrier. (Appl. 1, 4.)

Pursuant to 49 U.S.C. § 14303 and the corresponding regulations at 49 C.F.R. part 1182, applications must include, among other things, 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 asserts in its application that it has three subsidiaries. (Appl. 2-3, Exs. A, B). The application lists GBJ Inc., Echo East Coast Transportation LLC, and Echo Tours & Charters, LP, as subsidiaries of TBL Group. (Id.) However, based on prior filings, 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 TBL Group, Inc.—Control—JKS Limousines, LLC, Docket No. MCF 21122, TBL Group applied for authority to acquire JKS Limousines, LLC (JKS), and described JKS as a federally registered motor passenger carrier. According to prior filings by TBL Group, JKS

appears to do business as Windy City Limousine Company, LLC (Windy City).¹ The Board gave TBL Group the opportunity to correct certain errors or omissions in its application for control of JKS. See TBL Group, Inc.—Control—JKS Limousines, LLC, MCF 21122 (STB served Sept. 13, 2024). On September 25, 2024, TBL Group requested a voluntary dismissal of the application in Docket No. MCF 21122 and filed a statement, which was verified by TBL Group’s CEO, John Ferrari, stating TBL Group had “determined that [JKS] does not own the equipment that [TBL Group] contemplated purchasing as part of the Contemplated Transaction. Therefore, the Contemplated Transaction will not go forward or be consummated.” TBL Group Req. for Dismissal 1-2, TBL Group, Inc.—Control—JKS Limousines, LLC, MCF 21122. On October 1, 2024, the Board granted TBL Group’s request for voluntary dismissal.²

However, recent public reports indicate that TBL Group consummated a transaction to acquire Windy City. On October 15, 2024, a news story appeared in Bus and Motorcoach News that “[t]he acquisition of Windy City Limousine by TBL was announced this week,” which, if accurate, would place the acquisition of Windy City approximately two weeks after TBL Group’s voluntary dismissal of its exemption for the JKS transaction was granted by the Board. Shandra Martinez, After a long search, Windy City Limousine finds perfect match in new owner TBL Group (Oct. 15, 2024), <https://www.busandmotorcoachnews.com/after-a-long-search-windy-city-limousine-finds-perfect-match-in-new-owner-tbl-group/>; see also Windy City Limousine & Bus Sells to TBL Group (Oct. 22, 2024), <https://www.chauffeurdriven.com/news-features/industry-news/4083-windy-city-limousine-bus-sells-to-tbl-group.html/>. Further, TBL Group’s website states that “[i]n 2024, Windy City Limousine was acquired.” TBL Group, Inc., <https://tblgroup.co/#our-brands> (last visited Dec. 20 2024).

TBL Group will be directed to address the potential inconsistency between the statements in TBL Group’s motion to dismiss its application in Docket No. MCF 21122 and the public information regarding TBL Group’s apparent acquisition of Windy City. If TBL Group has acquired Windy City, TBL Group will be directed to explain whether that acquisition is subject to Board approval under 49 U.S.C. § 14303.

In past filings, TBL Group has been inconsistent in identifying its subsidiaries.³ If there are any other undisclosed corporate affiliates, TBL Group should list and describe the additional

¹ TBL Group had previously applied for authority to acquire JKS in TBL Group, Inc.—Control—JKS Limousines LLC, Docket No. MCF 21113, noting in that docket that JKS also operated under the name Windy City. Ultimately, the Board rejected TBL Group’s application in that docket without prejudice because it was insufficient. See TBL Group, Inc.—Control—JKS Limousines, LLC, MCF 21113 et al., slip op. at 2 (STB served Apr. 4, 2024).

² TBL Group’s request to dismiss the related request for interim approval in Docket No. MCF 21122 TA was also granted in that decision.

³ TBL Group’s filing on March 5, 2024, in TBL Group, Inc.—Control—JKS Limousines, LLC, Docket No. MCF 21113 identified Echo Tours & Charters LP, GBJ, Inc., and Echo East Coast Transportation, LLC, as subsidiaries. TBL Group’s filing on August 14, 2024, in TBL Group, Inc.—Control—JKS Limousines, LLC, Docket No. MCF 21122, identified only GBJ, Inc., and Echo Tours & Charters LP as subsidiaries.

entities in its supplement. TBL Group should also explain the nature of any motor passenger carrier operations that any affiliated carriers each provide; the states in which each affiliated motor passenger carrier operates; and the extent to which those operations are conducted in interstate commerce.

Given the unresolved questions about whether the application in Docket No. MCF 21126 accurately explains the corporate structure of TBL Group, the application is incomplete.

TBL Group will be directed to supplement, and clarify or correct, the application as discussed above by January 10, 2025.

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 January 10, 2025.
2. This decision is effective on its service date.

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