

Before the
SURFACE TRANSPORTATION BOARD

Docket No. MCF 21131

**TRIVEST FUND VII, L.P.
AND PASSENGER TRANSPORT HOLDINGS, L.P.
– ACQUISITION OF CONTROL –
CLINE TOURS, INC. ET AL.**

**VERIFIED SUPPLEMENT TO APPLICATION OF
TRIVEST FUND VII, L.P.
AND PASSENGER TRANSPORT HOLDINGS, L.P.
UNDER 49 U.S.C. 14303**

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Dated: June 18, 2025

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Pursuant to the Decision dated and served on May 30, 2025 by the Surface Transportation Board (“STB” or the “Board”) in the above docket, this Verified Supplement to Application is submitted by Trivest Fund VII, L.P. and Passenger Transport Holdings, L.P. (collectively, “Applicants”). The purpose of this Verified Supplement is to furnish, to the extent available to Applicants, the additional information requested by the Board under 49 C.F.R. 1182.2 with regard to two motor passenger carriers previously acquired by Cline Tours, Inc. “Cline”). Those carriers are Bus Supply Charters, Inc. (“BSCI”¹) and Crown Coach Corporation (“Crown”), which Cline previously had acquired without Board approval as was voluntarily disclosed by Applicants in their Verified Application filed May 1, 2025.²

The information provided in this Verified Supplement confirms Applicants’ previous assertions to the Board – i.e., that Cline’s inadvertent failure to secure approval for its prior

¹ A typographical error on page 10 of the Verified Application in this docket misidentified BSCI as “CGSI.”

² At no time have undersigned counsel represented Cline, BSCI or Crown.

acquisitions of BSCI and Crown (the “Prior Acquisitions”) exerted little if any significant impact on the regulated interstate passenger transportation marketplaces served by Cline, BSCI or Crown nor by Applicants’ current subsidiary Star Shuttle LLC. Consequently, the Board’s after-the-fact approval of Cline’s minor transactions with BSCI and Crown would be consistent with the public interest as required by 49 U.S.C. 14303(b).

The remainder of this Supplement will address the Board’s information requests under section 1182.2 with regard to BSCI first and then Crown.

BSCI

Seller to Cline – Keith Sanders, P.O. Box 1389, McComb, MS 39648

BSCI’s FMCSA Authority – USDOT 292034, MC-193118

BSCI’s Intrastate Authority – Mississippi Department of Transportation Registration Receipt No. 003256, effective 1/11/2006.

Description of Transaction – Cline acquired all of the stock of BSCI in October 2015.

Description of Operations as of October 2015 – Cline at that time was a provider of charter, shuttle and school bus services with approximately 150 vehicles servicing the States of Mississippi, Alabama and Arkansas. BSCI was a provider of charter services with approximately 18 vehicles serving the States of Mississippi and Louisiana. By way of comparison, the combined fleets of Cline, BSCI and Crown Coach (which it acquired in 2004, as discussed below) currently consist of about 200 vehicles.

Annual Revenues as of October 2015 – Approximately \$20 million for Cline; approximately \$4 million for BSCI. Approximately 90 percent of BSCI’s passenger revenue and mileage at that time

was derived from intrastate operations or from exempt interstate operations such as school and airport transportation.

Environmental/Energy Impacts – Cline’s acquisition of BSCI’s limited bus fleet (as described above) did not significantly affect the quality of the human environment or the conservation of energy resources.

Consistency of Transaction with the Public Interest – The transaction expanded access to bus transportation in the combined service areas of Cline and BSCI, and provided fresh capital to the acquired operator (BSCI). There has not been a reduction in services; to the contrary, the acquired operator has created new jobs for McComb, Mississippi and vicinity by hiring additional drivers.

Safety History – As demonstrated in Exhibit D to the Verified Application, both Cline and BSCI have Satisfactory safety ratings assigned by FMCSA in 2022. While safety rating history for 2015 is not readily available from FMCSA records, that agency’s Licensing and Insurance (“L&I”) database demonstrates that both Cline and BSCI have held continuous operating authorities with no suspensions or revocations of their registrations since their founding in 1984 and 1986 respectively (except for a single day in 2005 due to apparently delayed delivery of a Cline insurance renewal filing). See Attachment 1 to this Verified Supplement. Moreover, the public records of FMCSA’s Safety Measurement System (“SMS”) show that neither Cline nor BSCI has been assessed with any penalties in the past six years, nor has been charged with any “critical” or “acute” violations of safety regulations in the past two years. See Attachment 2 to this Verified Supplement.

Required Insurance Coverage – As shown on the L&I “Insurance History” pages for Cline and BSCI in Attachment 1 hereto, neither carrier has had any suspensions or revocations of its

operating authorities for lack of insurance or any other reason since its founding (except for the single-day hiatus mentioned above for Cline).

No Mexican Ownership or Control – Neither Cline, BSCI nor any other party acquiring an interest in their operating rights was either domiciled in Mexico or owned or controlled by persons in that country.

Crown Coach

Sellers to Cline – (1) John Wilson, 4971 Minden Road, Memphis, TN 38117; and (2) Lori Womach, 20 Riversedge Cv. S., Arlington, TN 38002

Crown's FMCSA Authority – USDOT 611350, MC-294231

Crown's Intrastate Authority – Crown holds Tennessee intrastate authority by virtue of its annual payment of Unified Carrier Registration fees.

Description of Transaction – Cline acquired all the stock of Crown in August 2024.

Description of Operations as of August 2024 -- Cline at that time was providing charter, shuttle and school bus services with about 190 vehicles servicing the States of Mississippi, Alabama and Arkansas. Crown at that time was providing predominantly charter services and some shuttle operations serving Tennessee with 9 vehicles.

Annual Revenues as of August 2024 – Approximately \$32 million for Cline; approximately \$2 million for Crown.

Environmental/Energy Impacts – Cline's acquisition of Crown's limited bus fleet (as described above) did not significantly affect the quality of the human environment or the conservation of energy resources.

Consistency of Transaction with the Public Interest – The transaction expanded access to bus transportation in the combined service areas of Cline and Crown, and provided fresh capital to the acquired operator (Crown). There has not been a reduction in services; to the contrary, the acquired operator has created new jobs for Memphis, Tennessee and vicinity by hiring additional drivers.

Safety History – As demonstrated in Exhibit D to the Verified Application, both Cline and Crown have Satisfactory safety ratings assigned by FMCSA in 2022 and 2024, respectively. Cline’s safety history since its founding in 1984 was discussed above by reference to FMCSA’s L&I and SMS records. Moreover, the L&I database demonstrates that Crown has held continuous operating authorities with no suspensions or revocations since its founding in 1995. See Attachment 1 to this Verified Supplement. Similarly, the public SMS records maintained by FMCSA show that Crown has not been assessed with any penalties in the past six years, nor charged with any “critical” or “acute” violations of safety regulations in the past two years. See Attachment 2 to this Verified Supplement.

Required Insurance Coverage – As shown on the L&I “Insurance History” pages for Cline and Crown in Attachment 1 hereto, neither carrier has had any suspensions or revocations of its operating authorities for lack of insurance or any other reason since its founding (except for the single-day hiatus mentioned previously for Cline).

No Mexican Ownership or Control – Neither Cline, Crown nor any other party acquiring an interest in their operating rights at any time was either domiciled in Mexico or owned or controlled by persons in that country.

SUMMARY AND CONCLUSION

As shown above, the Prior Acquisitions by Cline were limited in size and could not have exerted a significant impact on competition for passenger bus transportation in the regional market it served then and now. The competitive discipline currently imposed by the marketplace (as discussed at pages 6 and 7 of the Verified Application) has not been and will not be altered by the combination of four regional passenger carriers proposed by Applicants here. Accordingly, Applicants respectfully request the Board to approve and authorize this application in its entirety pursuant to 49 U.S.C. 14303(f).

Respectfully submitted,

/s/ Mark J. Andrews

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Attorney for Applicants

Dated: June 18, 2025

Attachments:

- 1 FMCSA Licensing & Insurance data for Cline, BSCI and Crown
- 2 FMCSA Safety Measurement System data for Cline, BSCI and Crown

VERIFICATION

Under penalty of perjury, I hereby certify on behalf of Trivest Fund VII, L.P. and Passenger Transport Holdings, L.P. that the foregoing is true and correct insofar as it relates to those entities. Further, I certify that I am qualified and authorized to file this Verification.

Executed on June 18, 2025.

/s/ Stephen Reynolds

Printed Name: Stephen Reynolds

Title: Partner

VERIFICATION

Under penalty of perjury, I hereby certify on behalf of Cline Tours Inc., Crown Coach Corporation and Bus Supply Charters, Inc. that the foregoing is true and correct insofar as it relates to those entities. Further, I certify that I am qualified and authorized to file this Verification.

Executed on June 18, 2025.

/s/ John McCommon

Printed Name: John McCommon

Title: President

CERTIFICATE OF SERVICE

I hereby certify that a copy of this Verified Supplement to Application is being served today (1) on pertinent regulatory authorities of each State which has granted intrastate passenger motor carrier authority to Cline Tours, Inc., Bus Supply Charters, Inc., Crown Coach Corporation and Star Shuttle LLC d/b/a Star Shuttle & Charter, and (2) on the Office of Registration and Safety Information of the Federal Motor Carrier Safety Administration.

Date: June 18, 2025

/s/ Mark J. Andrews

Mark J. Andrews