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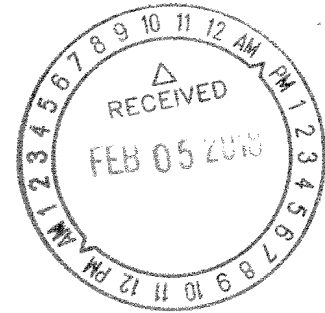
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February 5, 2018
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February 2, 2018

Via FedEx Express
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Surface Transportation Board
Attn: Ms. Cynthia T. Brown
Chief, Section of Administration
395 E Street, SW
Washington, D.C. 20024



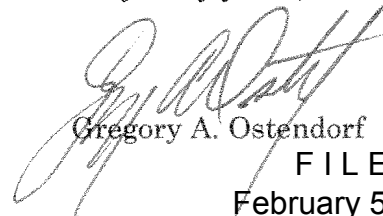
Re: National Express Transit Corporation – Acquisition of Control –
Aristocrat Limousine and Bus, Inc. – STB Docket No. MCF 21080

Dear Ms. Brown:

Enclosed herewith for filing are the original and ten (10) copies of the Application under 49 U.S.C. §14303(a) for Approval of the Acquisition of Control of Aristocrat Limousine and Bus, Inc., by National Express Transit Corporation. Also enclosed is our firm's check in the amount of \$2,300.00 for the filing fee. Please accept and process the application and filing fee in your usual fashion.

Thank you for your usual courtesies and attention to this matter. If you have any questions or need any additional information, please contact me as soon as possible.

Very truly yours,

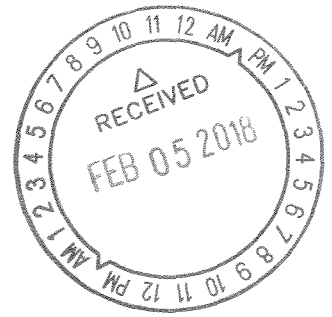

Gregory A. Ostendorf

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BEFORE THE
SURFACE TRANSPORTATION BOARD

IN THE MATTER OF

NATIONAL EXPRESS TRANSIT CORPORATION

– ACQUISITION OF CONTROL –

ARISTOCRAT LIMOUSINE AND BUS, INC.

STB DOCKET NO. MCF 21080

VERIFIED APPLICATION UNDER 49 U.S.C. § 14303(a)
FOR APPROVAL OF THE ACQUISITION OF CONTROL
OF ARISTOCRAT LIMOUSINE AND BUS, INC.,
BY NATIONAL EXPRESS TRANSIT CORPORATION

National Express Transit Corporation, an intrastate passenger motor carrier (“National Express”), and Brenda Baxter (“Ms. Baxter”), Ralph Wright (“Ralph Wright”), and Richard Wright (“Richard Wright,” and together with Ms. Baxter and Ralph Wright, each, a “Seller,” and collectively, the “Sellers”), respectfully submit this application under 49 U.S.C. § 14303 and Surface Transportation Board (“STB” or the “Board”) regulations at 49 C.F.R. Part 1182 for approval of the transaction more fully described herein (the “Contemplated Transaction”). The result of the Contemplated Transaction will be the direct acquisition of control by National Express of the regulated, interstate and intrastate passenger motor carrier, Aristocrat Limousine and Bus, Inc. (“Aristocrat”).

I. Parties of the Contemplated Transaction, Pertinent Operating Authorities, and USDOT Safety Fitness Ratings.

A. Buyer: National Express. National Express is an intrastate passenger motor carrier incorporated under the laws of the state of Delaware, and is headquartered at

2601 Navistar Drive, Lisle, IL 60532. National Express is indirectly controlled by a British corporation, National Express Group, PLC (“Express Group”). The USDOT Number assigned to National Express is 2430646. National Express does not have interstate carrier authority and does not have a USDOT Safety Rating. National Express primarily provides intrastate passenger transportation services and in its operations utilizes approximately 774 passenger carrying vehicles and 855 drivers. In addition to its above-described operations, National Express owns and controls two (2) passenger motor carriers that hold interstate carrier authority: Rainbow Management Service Inc. (“Rainbow”), and Trans Express, Inc. (“Trans Express”).

B. Affiliates of National Express. In addition to its affiliation with National Express, Express Group indirectly controls the following passenger motor carriers that hold interstate carrier authority (the “National Express Affiliated Carriers”): Beck Bus Transportation Corp. (“Beck”), Durham School Services, L.P. (“Durham”), MV Student Transportation, Inc. (“MV”), National Express Transit – Yuma (“NETY”), Petermann Ltd. (“Petermann”), Petermann Northeast LLC (“Petermann Northeast”), Petermann Southwest LLC (“Peterman Southwest”), Petermann STSA, LLC (“Petermann STSA”), The Provider Enterprises, Inc. (“Provider”), Queen City Transportation, LLC (“Queen City”), Trinity, Inc. (“Trinity”), Trinity Student Delivery LLC (“Trinity Student”), and White Plains Bus Company, Inc., d/b/a Suburban Charters (“White Plains”). Descriptions of the National Express Affiliated Carriers, together with Rainbow and Trans Express, are as follow:

1. **Beck.** Beck is a passenger motor carrier primarily engaged in providing student school bus transportation services in the state of Illinois under contracts with regional and local school jurisdictions, and charter passenger services to the public. Beck’s principal place of business is located at 2201 Brownsville Road,

Mount Vernon, IL 62864. The USDOT Number assigned to Beck is 277593, and Beck currently has a “Satisfactory” USDOT Safety Rating. Beck holds interstate carrier authority under Federal Motor Carrier Safety Administration (“FMCSA”) Docket No. MC-143528. In its operations, Beck utilizes approximately 255 passenger carrying vehicles and approximately 233 drivers.

2. **Durham**. Durham is a passenger motor carrier primarily engaged in providing student school bus transportation services in several states under contracts with regional and local school jurisdictions, and charter passenger services to the public. Durham’s principal place of business is located at 2601 Navistar Drive, Lisle, IL 60532. The USDOT Number assigned to Durham is 350651, and Durham currently has a “Satisfactory” USDOT Safety Rating. Durham holds interstate passenger authority under FMCSA Docket No. MC-163066. In its operations, Durham utilizes approximately 15,297 passenger carrying vehicles and 13,806 drivers.

3. **MV**. MV is a passenger motor carrier primarily engaged in providing student school bus transportation services under contracts with regional and local school jurisdictions, and charter passenger services to the public. MV’s principal place of business is located at 1832 Derhake Road, Florissant, MO 63033. The USDOT Number assigned to MV is 1049130, and MV currently has a “Satisfactory” USDOT Safety Rating. MV holds interstate passenger authority under FMCSA Docket No. MC-148934. MV utilizes approximately 134 passenger carrying vehicles and 120 drivers in its operations.

4. **NETY**. NETY is an interstate passenger motor carrier engaged primarily in providing interstate paratransit services in the area of Yuma, AZ. NETY’s principal place of business is located at 2601 Navistar Drive, Lisle, IL 60532. The USDOT Number assigned to NETY is 2532398, and NETY currently holds a

“Satisfactory” USDOT Safety Rating. NETY holds interstate carrier authority under FMCSA Docket No. 960629. In its operations, NETY utilizes 24 passenger carrying vehicles and 40 drivers

5. **Petermann.** Petermann is a passenger motor carrier primarily engaged in providing non-regulated school bus transportation services in the state of Ohio under contracts with regional and local school jurisdictions, and charter passenger services to the public. Petermann’s principal place of business is located at 8041 Hosbrook Road, Suite 330, Cincinnati, OH 45236. The USDOT Number assigned to Petermann is 821384, and Petermann currently has a “Satisfactory” USDOT Safety Rating. Petermann holds interstate carrier authority under FMCSA Docket No. MC-364668. Petermann utilizes approximately 1,000 passenger carrying vehicles and has 974 drivers in its operations.

6. **Petermann Northeast.** Petermann Northeast is a passenger motor carrier primarily engaged in providing student school bus transportation services primarily in the states of Ohio and Pennsylvania under contracts with regional and local school jurisdictions, and charter passenger services to the public. Petermann Northeast’s principal place of business is located at 8041 Hosbrook Road, Suite 330, Cincinnati, OH 45236. The USDOT Number assigned to Petermann Northeast is 2058860. Petermann Northeast holds interstate carrier authority under FMCSA Docket No. MC-723926. No USDOT Safety Rating has been assigned to Petermann Northeast. In its operations, Petermann Northeast utilizes approximately 351 passenger carrying vehicles and 357 drivers.

7. **Petermann Southwest.** Petermann Southwest is a passenger motor carrier primarily engaged in providing non-regulated school bus transportation services in the state of Texas under contracts with regional and local school

jurisdictions, and charter passenger services to the public. Petermann Southwest's principal place of business is located at 2101 Crystal Bend Drive, Pflugerville, TX 78660. The USDOT Number assigned to Petermann Southwest is 1765359. Petermann Southwest holds interstate carrier authority under FMCSA Docket No. MC-644996. No USDOT Safety Rating has been assigned to Southwest. In its operations, Southwest utilizes approximately 153 passenger carrying vehicles and 143 drivers.

8. **Petermann STSA.** Petermann STSA is a passenger motor carrier primarily engaged in providing non-regulated school bus transportation services primarily in the state of Kansas under contracts with regional and local school jurisdictions, and charter passenger services to the public. Petermann STSA's principal place of business is located at 7321 West 135th Street, Overland Park, KS 66223-1210. The USDOT Number assigned to Petermann STSA is 2133951. Petermann STSA holds interstate carrier authority under FMCSA Docket No. MC-749360 and has a "Satisfactory" USDOT Safety Rating. In its operations, Petermann STSA utilizes approximately 175 passenger carrying vehicles and has 198 drivers.

9. **Provider.** Provider is a passenger motor carrier doing business as Provider Bus, primarily engaged in providing non-regulated school bus transportation services in the state of New Hampshire under contracts with regional and local school jurisdictions, and charter passenger services to the public. Provider's principal place of business is located at 127 Pine Road, Brentwood, NH 03833. The USDOT Number assigned to Provider is 1129948. Provider holds interstate carrier authority under FMCSA Docket No. MC-986909. No USDOT Safety Rating has been assigned to Provider. In its operations, Provider utilizes 185 passenger carrying vehicles and 139 drivers.

10. **Queen City.** Queen City is a passenger motor carrier primarily engaged in providing non-regulated school bus transportation services in the state of Ohio, and charter passenger services to the public. Queen City's principal place of business is located at 1053 Ebenezer Road, Cincinnati, OH 45233. The USDOT Number assigned to Queen City is 224683, and Queen City has a "Satisfactory" USDOT Safety Rating. Queen City holds interstate carrier authority under FMCSA Docket No. MC-163846. In providing its services, Queen City utilizes 187 passenger vehicles and 197 drivers.

11. **Rainbow.** Rainbow is a passenger motor carrier providing interstate and intrastate charter and special party passenger transportation services in the state of New York. Rainbow's principal place of business is located at 150 Conover Street, Brooklyn, NY 11231. The USDOT Number assigned to Rainbow is 1261183. Rainbow holds interstate carrier authority under FMCSA Docket No. MC-490015, and Rainbow has a "Satisfactory" USDOT Safety Rating. In its operations, Rainbow utilizes approximately 21 passenger carrying vehicles and 121 drivers.

12. **Trans Express.** Trans Express is a passenger motor carrier providing interstate and intrastate passenger transportation services in the state of New York. Trans Express's principal place of business is located at 150 Conover Street, Brooklyn, NY 11231. The USDOT Number assigned to Trans Express is 530250. Trans Express holds interstate passenger carrier under FMCSA Docket No. MC-187819, and has a "Satisfactory" USDOT Safety Rating. In its operations, Trans Express utilizes approximately 108 passenger carrying vehicles and has 195 drivers.

13. **Trinity.** Trinity is a passenger motor carrier providing non-regulated school bus transportation services in the area of southeastern Michigan, and charter service to the public. Trinity's principal place of business is located at 4624 13th

Street, Wyandotte, MI 48192. The USDOT Number assigned to Trinity is 822553. Trinity holds interstate passenger authority under FMCSA Docket No. MC-364003. No USDOT Safety Rating has been assigned to Trinity. Trinity utilizes 303 passenger carrying vehicles and has 267 drivers.

14. **Trinity Student.** Trinity Student is a passenger motor carrier primarily providing non-regulated school bus transportation services in areas of northern Ohio, and passenger charter services to the public. Trinity Student's principal place of business is located at 4624 13th Street, Wyandotte, MI 48192. Trinity Student has USDOT Number 2424638, and no USDOT Safety Rating has been assigned to Trinity Student. Trinity Student holds interstate carrier operating authority under FMCSA Docket No. MC-836335. Trinity Student utilizes approximately 68 passenger vehicles and has 48 drivers.

15. **White Plains.** White Plains is a passenger motor carrier doing business as Suburban Charters, primarily as a providing of non-regulated school bus transportation services in the state of New York, and charter service to the public. White Plains' principal place of business is located at 14 Fisher Lane, White Plains, NY 10603. The USDOT Number assigned to White Plains is 25675. White Plains holds interstate passenger common authority under FMCSA Docket No. MC-160624, and White Plains has a "Satisfactory" USDOT Safety Rating. White Plains utilizes 255 passenger vehicles and has 169 drivers.

C. **Aristocrat.** Aristocrat is a New Jersey corporation with its principal place of business at 354 Kingston Road, in Parsippany, NJ 07054. Aristocrat operates primarily as a motor carrier providing interstate passenger charter services in the states of New Jersey, New York and Pennsylvania, and intrastate passenger charter services in the state of New Jersey. The USDOT Number assigned to Aristocrat is 141894, and Aristocrat has a

“Satisfactory” USDOT Safety Rating. For purposes of its interstate passenger operations, Aristocrat holds interstate carrier operating authority under FMCSA Docket No. MC-173839. In providing its services, Aristocrat utilizes 33 passenger vehicles and 28 drivers.

D. Affiliates of Aristocrat. Aristocrat is not affiliated with any other passenger carrier that has interstate passenger motor carrier authority.

E. Sellers: All of the issued and outstanding equity stock of Aristocrat is owned and held by the Sellers. Ms. Baxter resides at 14 Hennion Drive, in Parsippany, NJ; Ralph Wright resides at 10 Foxchase Lane, in Ledgewood, NJ; and Richard Wright resides at 44 Florham Road, Parsippany, NJ. None of the Sellers has any direct or indirect ownership interest in any other interstate passenger motor carrier.

F. Summary Table of National Express and the National Express Affiliated Carriers. Attached hereto as Schedule A is a summary table setting forth the USDOT Numbers, FMCSA Docket Numbers, and USDOT Safety Ratings, as applicable, of National Express, Rainbow, Trans Express, and the National Express Affiliated Carriers.

II. Description of the Contemplated Transaction.

The event triggering STB jurisdiction is the contemplated acquisition of all of the outstanding equity stock of Aristocrat by National Express, the effect of which will be to place Aristocrat under the control of National Express. By means of the Contemplated Transaction, National Express will acquire direct 100% control of Aristocrat through the stock acquisition. As such, STB’s jurisdiction is invoked pursuant to 49 U.S.C. § 14303(a)(5), as the Contemplated Transaction involves “acquisition of control of a carrier [*i.e.*, Aristocrat] by a person that is not a carrier but that controls any number of carriers [*i.e.*, National Express].” We note that 49 U.S.C. § 14303(f) states “a carrier or a corporation participating in or resulting from a transaction approved by the Board under this Section...may carry out the transaction, own and operate property, and exercise control or franchises acquired through

the transaction without the approval of a State authority.” Thus, the granting of this application by the Board will avoid the need for state or local approval.

III. Federally Regulated Carrier Affiliates.

Other than Rainbow, Trans Express, the National Express Affiliated Carriers and Aristocrat described above, there are no other affiliated carriers with regulated interstate operations involved in this application.

IV. Jurisdictional Statement – Revenues.

The STB has jurisdiction over this matter under 49 U.S.C. § 14303(g), because the annual aggregate gross operating revenues of Rainbow, Trans Express, the National Express Affiliated Carriers and Aristocrat exceed \$2 million during the 12-month period immediately preceding the filing of this application.

V. Environmental Impact.

Approval of this application and consummation of the Contemplated Transaction are not expected to have a significant effect on the quality of the human environment and the conservation of energy resources.

VI. Public Interest Considerations.

A. Adequacy of Transportation Services. The Contemplated Transaction is not expected to have a material, detrimental impact on the adequacy of transportation services available for the public. National Express anticipates that services to the public will be improved as efficiencies are realized and possibly by the addition of capacity. For at least the foreseeable future, the services currently provided by Aristocrat will continue to be provided by Aristocrat under the same names used to provide such services prior to the Contemplated Transaction. Aristocrat will continue to operate, but going forward, will be operating within the National Express corporate family, an organization already thoroughly experienced in passenger transportation operations.

The addition of Aristocrat to the carriers held by National Express is consistent with the practices within the passenger motor carrier industry of strong, well-managed transportation organizations adapting their corporate structure to operate several different passenger carriers within the same services market, but in different geographic areas. As part of the Contemplated Transaction, National Express is bringing under its control Aristocrat, which is experienced in some of the same market segments already served by some of the National Express Affiliated Carriers. These market segments have their own service characteristics, and the Contemplated Transaction is expected to result in operating efficiencies and cost savings derived from economies of scale, all of which will help to ensure the provision of adequate service to the public.

Bringing Aristocrat within the National Express family will serve to enhance the viability of the overall National Express organization and the operations of the National Express Affiliated Carriers. The continued viability of all the carriers assures the continued availability of adequate passenger transportation service for the public.

B. Fixed Charges. There are no significant fixed charges associated with the Contemplated Transaction.

C. Employee Interests. It is the current intention of National Express to continue the existing operations of Aristocrat and as such the Contemplated Transaction will not have substantial impacts on employees or labor conditions. National Express does not anticipate a measurable reduction in force or changes in compensation levels and/or benefits, although staffing redundancies could potentially result in limited downsizing of back-office and/or managerial level personnel.

D. Competition and the Public Interest. The law requires the Board to assess competition in the market and the impact on the public interest as affected by approving an arrangement in which multiple passenger carriers are under control of a single entity. In

making its analysis, the Board (as did its predecessor, the Interstate Commerce Commission) has consistently found that proposed “common control” arrangements (however accomplished) are inherently not anti-competitive. In large measure, that conclusion rests on the finding that as a result of ease of entry into the market, the passenger motor carrier industry is characterized by healthy intra-modal competition as well as healthy competition between bus service, on the one hand, and, on the other, other modes of transportation, all of which constitute the “relevant market.” *GLI Acquisition Co – Purchase – Trailways Lines, Inc.*, 4 I.C.C. 2d 591, 598-602 (1988).

On the rare occasions in recent years in which the STB has been called upon to assess the “public interest” and “competition” issues inherent in the practice of the acquisition of ownership of numerous bus carriers by non-carrier entities, it has consistently approved applications of this sort, finding that acquisitions that contemplate the single control of numerous passenger carriers can result in better overall service for the public without any lessening of the benefits of healthy competition. Its decisions include *Stagecoach Group PLC and Coach USA, Inc., et al., - Acquisition of Control – New Today Bus Corp., et al.*, STB Docket No. MC-F-21030 (served January 30, 2009), *Stagecoach Group PLC and Coach USA, Inc., et al., - Acquisition of Control – Eastern Travel and Tour, Inc.*, STB Docket No. MC-21029 (served September 18, 2008); *Delivery Acquisition, Inc. – Purchase – Transportation Management Systems, LLC and East West Resort Transportation, LLC*, STB Docket No. MC-F-21028, (served July 18, 2008); and *Stagecoach Group PLC and Coach USA, Inc., et al., - Control Megabus Northeast LLC*, STB Docket No. MC-F-21027 (served April 11, 2008).

Aristocrat is a relatively small carrier in the overall markets in which it competes: regulated motor coach passenger charter services in the areas of the New York City metropolitan area, northern New York, northern New Jersey, and northern Pennsylvania

(the “Service Area”). Aristocrat competes directly with a large number of other passenger charter services in the Service Area, and there is a very competitive market within the Service Area due to the large number of charter service providers. The motor coach passenger charter services offered by Aristocrat are geographically dispersed from those of most of the National Express Affiliated Carriers, and there is limited overlap in service areas and/or in customer bases among the National Express Affiliated Carriers and Aristocrat. In light of the foregoing, it is clear that the impact of the Contemplated Transaction on the regulated motor carrier industry will be minimal at most and that neither competition nor the public interest will be adversely affected.

Lastly, Board approval of this application will allow the acquisition of control of Aristocrat to be accomplished without the approval of state regulatory authorities, thus relieving the parties of the Contemplated Transaction from potentially burdensome regulatory requirements. *See* 49 U.S.C. § 14303(f).¹

VII. Insurance Certification.

Each of the motor carriers that is subject to FMCSA insurance requirements and is involved in this application now satisfies and after Board approval will continue to satisfy FMCSA requirements relating to adequate security for the public. 49 U.S.C. § 13906. All of the FMCSA approved carriers have a minimum of \$5 million bodily injury and property damage insurance coverage on file with the FMCSA.

¹ 49 U.S.C. § 14303(f) provides that “A carrier or corporation participating in or resulting from a transaction approved by the [Surface Transportation] Board under this section, or exempted by the Board from the application of this section pursuant to section 13541, may carry out the transaction, own and operate property, and exercise control or franchises acquired through the transaction without the approval of a State authority. A carrier, corporation, or person participating in the approved or exempted transaction is exempt from the antitrust laws and from all other law, including State and municipal law, as necessary to let that person carry out the transaction, hold, maintain, and operate property, and exercise control or franchises acquired through the transaction.”

VIII. Mexico Certification.

National Express certifies that neither it, Rainbow, Trans Express, nor any of the National Express Affiliated Carriers is domiciled in Mexico, nor are any of such entities owned or controlled by persons of that country. Aristocrat certifies that it is neither domiciled in Mexico, nor owned or controlled by persons of that country.

IX. No Individuals Holding Operating Authority

Pursuant to 49 C.F.R. § 1182.2(a)(11), the Contemplated Transaction does not involve the transfer of operating authority to an individual who will hold the authority in his or her name.

X. Exempt Transaction under Federal Premerger Notification Laws

Pursuant to 15 U.S.C. § 18a(c)(6), this application and copies of all other information and documentary material filed with the Board in connection with the Contemplated Transaction are being filed with the United States Federal Trade Commission and the Antitrust Division of the United States Department of Justice in keeping with the Contemplated Transaction's status under the regulated-industry provisions of that statute.

XI. Conclusion.

As provided by 49 C.F.R. Part 1182 and for the reasons set forth herein, the Board is respectfully requested to approve this application and authorize the Contemplated Transaction and acquisition of control as described herein.

XII. Verification.

The verifications of National Express, and Aristocrat and the Sellers are as follow:

[Remainder of Page Intentionally Blank – Verification and Signature Pages Follow]

A. **Verification of National Express.** The undersigned verifies under penalty of perjury under the laws of the United States of America, that all information supplied by such person on behalf of and limited to National Express, Rainbow, Trans Express, and the National Express Affiliated Carriers in connection with this application is true and correct. Further, the undersigned is qualified and authorized on behalf of National Express to submit this verification and file this application. The undersigned further certifies under penalty of perjury under the laws of the United States, that she knows that willful misrepresentations or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

“National Express”

National Express Transit Corporation

Dated: February 7, 2018

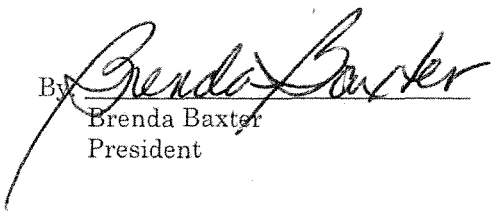

By: _____
Judith A. Crawford
CEO of Transit and Executive Vice
President of Commercial Development

B. Verification of Aristocrat and the Sellers. Each of the undersigned verifies under penalty of perjury under the laws of the United States of America, that all information supplied by such person on behalf of and limited to Aristocrat and the Sellers in connection with this application is true and correct. Further, each of the undersigned with respect to Aristocrat is qualified and authorized on behalf of Aristocrat to submit this verification and authorize the filing of this application. In addition, each of the undersigned Sellers authorizes the filing of this application. Each of the undersigned further certifies under penalty of perjury under the laws of the United States, that he or she knows that willful misrepresentations or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable under 18 U.S.C. § 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

"Aristocrat"

Aristocrat Limousine and Bus, Inc.

Dated: 2/1, 2018

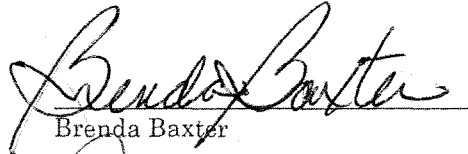
By 
Brenda Baxter
President

[Signatures continue on the following page]

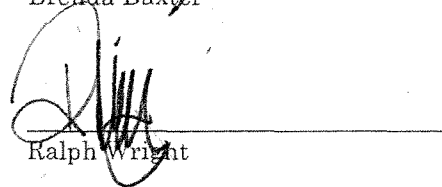
[Verification and Signature Pages – Aristocrat and the Sellers]

"Sellers"

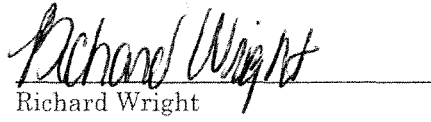
Dated: 2/1, 2018


Brenda Baxter

Dated: 2/1, 2018


Ralph Wright

Dated: 2/1, 2018

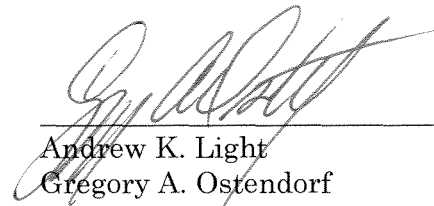

Richard Wright

XI. Applicant National Express's Legal Counsel

National Express Transit Corporation

Andrew K. Light
Gregory A. Ostendorf
Scopelitis, Garvin, Light, Hanson & Feary, P.C.
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Indianapolis, IN 46204
(317) 637-1777

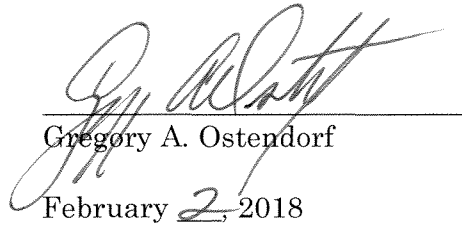
Respectfully,



Andrew K. Light
Gregory A. Ostendorf
Counsel for National Express
Transit Corporation

Certificate of Service

I hereby certify that as required by 49 C.F.R. § 1182.3, I have served a copy of the foregoing application by mailing a copy thereof, via U.S. first-class mail on the U.S. Department of Transportation, Chief Licensing and Insurance Division, 1200 New Jersey Avenue, S.E., Washington, DC 20590; and the state regulatory agency for the states in which intrastate operations are affected. I further certify that as required by 15 U.S.C. § 18a(c)(6), I have also served a copy of the foregoing application, and copies of all other information and documentary material filed with the Surface Transportation Board in connection with the Contemplated Transaction, via U.S. first-class mail on the United States Federal Trade Commission and the Antitrust Division of the United States Department of Justice.



Gregory A. Ostendorf
February 2, 2018

<u>Schedule A</u>			
<u>Entity Name</u>	<u>USDOT No.</u>	<u>FMCSA Docket No.</u>	<u>USDOT Safety Rating</u>
<u>The Buyer:</u>			
National Express Transit Corporation	2430646	None	None
<u>The National Express Affiliated Carriers:</u>			
Beck Bus Transportation Corp.	277593	MC-143528	Satisfactory
Durham School Services, L.P.	350651	MC-163066	Satisfactory
MV Student Transportation, Inc.	1049130	MC-148934	Satisfactory
National Express Transit – Yuma	2532398	MC-960629	Satisfactory
Petermann Ltd.	821384	MC-364668	Satisfactory
Petermann Northeast LLC	2058860	MC-723926	None
Petermann Southwest, LLC	1765359	MC-644996	None
Petermann STSA, LLC	2133951	MC-749360	Satisfactory
The Provider Enterprises, Inc.	1129948	MC-986909	None
Queen City Transportation, LLC	224683	MC-163846	Satisfactory
Rainbow Management Service Inc.	1260083	MC-490015	Satisfactory
Trans Express Inc.	530250	MC-187819	Satisfactory

Trinity, Inc.	822553	MC-364003	None
Trinity Student Delivery, LLC	2424638	MC-836335	None
White Plains Bus Company, Inc.	25675	MC-160624	Satisfactory