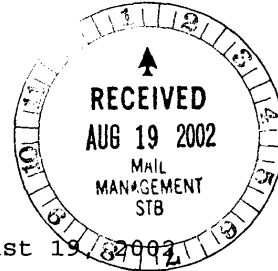


LAW OFFICES
FRITZ R. KAHN, P.C.
EIGHTH FLOOR
1920 N STREET, N.W.
WASHINGTON, D.C. 20036-1601

(202) 263-4152
FAX (202) 331-8330
e-mail: xiccg@worldnet.att.net

ORIGINAL



DID# 010220/4002

206068

VIA HAND DELIVERY - RETURN COPY

Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW (7th fl.)
Washington, DC 20423-0001

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Office of Proceedings

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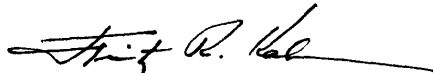
Enclosed for filing in STB Docket No. MC-F-20992, Laidlaw Inc., Intra-Corporate Family Transaction, are the original and ten copies of the Verified Notice of Exemption of Laidlaw, Inc.

This firm's check for \$1,300.00 in payment of the filing fee is attached.

Additional copies of this letter and of the Notice are enclosed for you to stamp to acknowledge your receipt thereof and to return to me via the messenger.

If you have any question concerning the foregoing which you believe I may be able to answer or if I otherwise can be of assistance, please let me know.

Sincerely yours,


Fritz R. Kahn

enc.
cc: Susannah Riggs, Esq.

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AUG 19 2002

SURFACE
TRANSPORTATION BOARD

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TRANSPORTATION BOARD

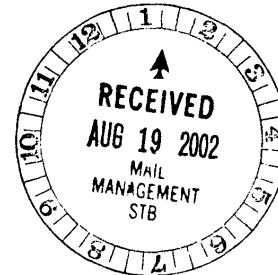
BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.

ORIGINAL

206068

STB Docket No. MC-F-20992

LAIDLAW INC.,
INTRA-CORPORATE FAMILY TRANSACTION



VERIFIED NOTICE OF EXEMPTION
OF
LAIDLAW INC.

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TRANSPORTATION BOARD

Fritz R. Kahn
Fritz R. Kahn, P.C.
1920 N Street, NW (8th fl.)
Washington, DC 20036-1601
Tel.: (202) 263-4152

Attorney for
LAIDLAW INC.

Dated: August 19, 2002

BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.

STB Docket No. MC-F-20992

LAIDLAW INC.,
INTRA-CORPORATE FAMILY TRANSACTION

VERIFIED NOTICE OF EXEMPTION
OF
LAIDLAW INC.

Applicant, Laidlaw Inc., of Burlington, ON, Canada, pursuant to 49 U.S.C. 14303 and 49 C.F.R. 1182.9, states, as follows:

1. Brief summary of proposed transaction: Applicant is seeking to restructure its organization to separate its directly or indirectly controlled subsidiaries rendering predominantly school bus operations from its directly or indirectly controlled subsidiaries rendering predominantly intercity bus operations. Toward that end, all of the issued and outstanding shares of stock of Gray Line of Vancouver Holdings, Ltd., a motor carrier of passengers authorized to render special and charter operations pursuant to authority granted in Docket No. MC-357855, and The Gray Line of Victoria Ltd., a motor carrier of passengers authorized to render special and charter operations pursuant to the authority granted in Docket No. MC-380234, and its subsidiary, Victoria Tours Limited, a motor carrier of passengers authorized to render special and charter operations pursuant to

the authority granted in Docket No. 404543, will be conveyed by Laidlaw Transit Ltd., one of the Applicant's subsidiaries, to Greyhound Canada Transportation Corp., another of the Applicant's subsidiaries. Further, all of issued and outstanding shares of stock of Penetang-Midland Coach Lines Limited, a motor carrier of passengers authorized to render special and charter operations pursuant to the authority granted in Docket Nos. 139953 and 139953 (Sub-No. 1), and J. I. DeNure (Chatham) Limited, a motor carrier of passengers authorized to render special and charter operations pursuant to the authority granted in Docket No. 111143, will be conveyed by Laidlaw Transit Ltd. to Greyhound Canada Transportation Corp., under whose control the two companies will be merged, the surviving company to be known as Penetang-Midland Coach Lines Limited. Pre-merger and post-merger corporate organization charts are attached.

2. Name, addresses and telephone numbers of parties:

Gray Line of Vancouver Holdings Ltd.
255 E. 1st Avenue
Vancouver, BC, Canada V5T 1A7
(604) 879-9287

The Gray Line of Victoria Ltd.
700 Douglas Street
Victoria, BC, Canada V8W 2B3
(250) 388-5248

Victoria Tours Ltd.
700 Douglas Street
Victoria, BC, Canada V8W 2B3
(250) 388-5248

Penetang-Midland Coach Lines Ltd.
475 Bay Street
Midland, ON, Canada L4R 1L1
(705) 526-0161

J. I. DeNure (Chatham) Limited
100 Currie Street
Chatham, ON, Canada N7M 5K4
(519) 352-1920

3. Name, address and telephone number of counsel to whom questions may be addressed:

Fritz R. Kahn
Fritz R. Kahn, P.C.
1920 N Street, NW (8th fl.)
Washington, DC 20036-1601
Tel.: (202) 263-4152

4. Purpose of the transaction: The intent is to restructure Applicant's organization to separate its directly or indirectly controlled subsidiaries rendering predominantly school bus operations from its directly or indirectly controlled subsidiaries rendering predominantly intercity and charter and tour bus operations. In furtherance of that goal, control of the five bus lines, Gray Line of Vancouver Holdings Ltd., The Gray Line of Victoria Ltd., Victoria Tours Ltd., Penetang-Midland Coach Lines, Ltd. and J. I DeNure (Chatham) Limited, will be moved from Laidlaw Transit Ltd., under which the school bus operations will be concentrated, to Greyhound Canada Transportation Corp., under which the intercity and charter and tour bus operation will be concentrated. Moreover, by the proposed merger of Penetang-Midland Coach Lines Ltd. and J. I. DeNure (Chatham) Limited, Applicant seeks to simplify its corporate structure and thereby eliminate overlapping management and accounting functions and reduce duplicating overhead and fixed costs. The merger will permit the integration of their special and charter operations, which are a significant part of

the services rendered by both companies. The merger also will improve the utilization of facilities, equipment and drivers and enhance the seamless transportation of passengers.

5. Proposed consummation date: August 31, 2002.

6. Contracts or agreements: Since all of the stock of affected companies is held by Applicant, directly or indirectly, no contract or agreement will be entered into, except for the corporate documentation and filings required to effect the merger.

7. Effect on employees: There will be no significant effect upon the employees of affected companies, as all will be retained.

8. Effect on the environment and energy resources: The proposed transaction will have no significant effect on the quality of the human environment or the conservation of energy resources.

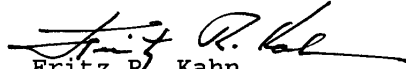
9. Mexican ownership: None of the affected companies is domiciled in Mexico or controlled by persons of that country.

10. Certification: The proposed transaction within the corporate family of Laidlaw Inc., a noncarrier, will not result in adverse changes in service levels, significant operational changes or change the competitive balance within motor carriers of passengers outside the corporate family.

Respectfully submitted,

LAIDLAW INC.

By its attorney,

A handwritten signature in dark ink, appearing to read "Fritz R. Kahn", written in a cursive style.

Fritz R. Kahn

Fritz R. Kahn, P.C.

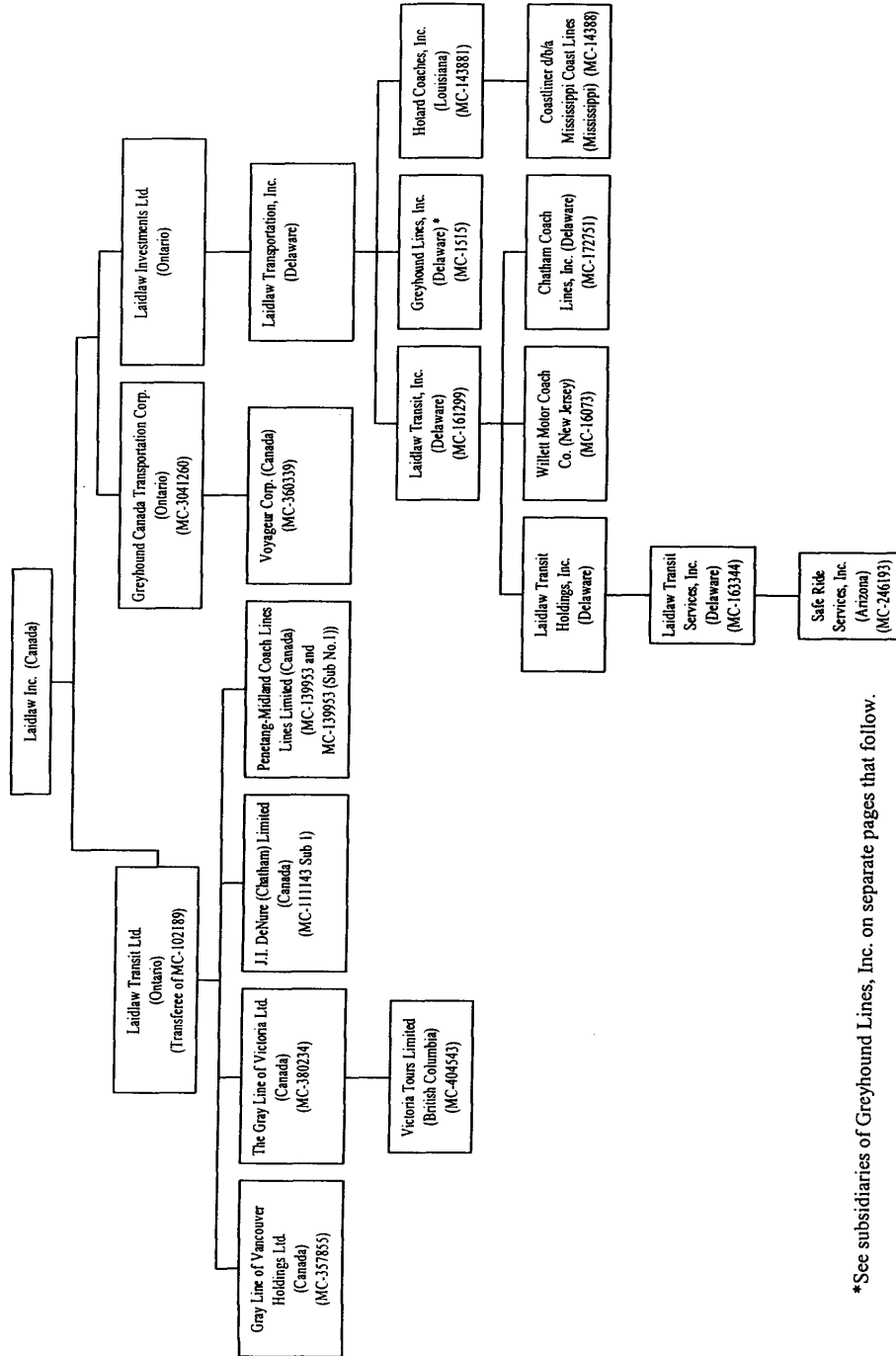
1920 N Street, NW (8th fl.)

Washington, DC 20036-1601

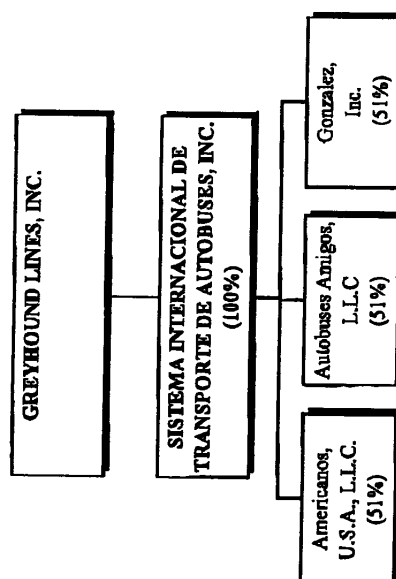
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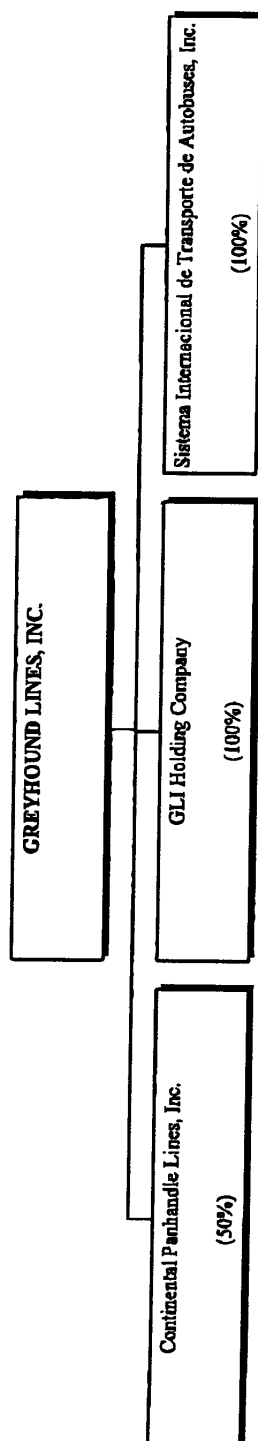
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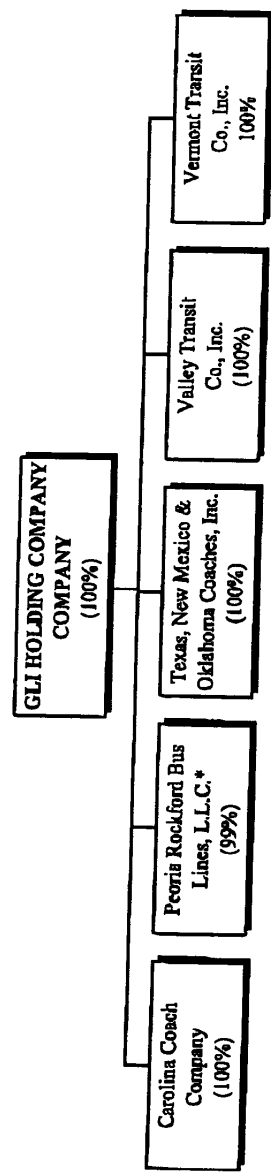
Organization of Laidlaw Motor Carrier Subsidiaries



*See subsidiaries of Greyhound Lines, Inc. on separate pages that follow.

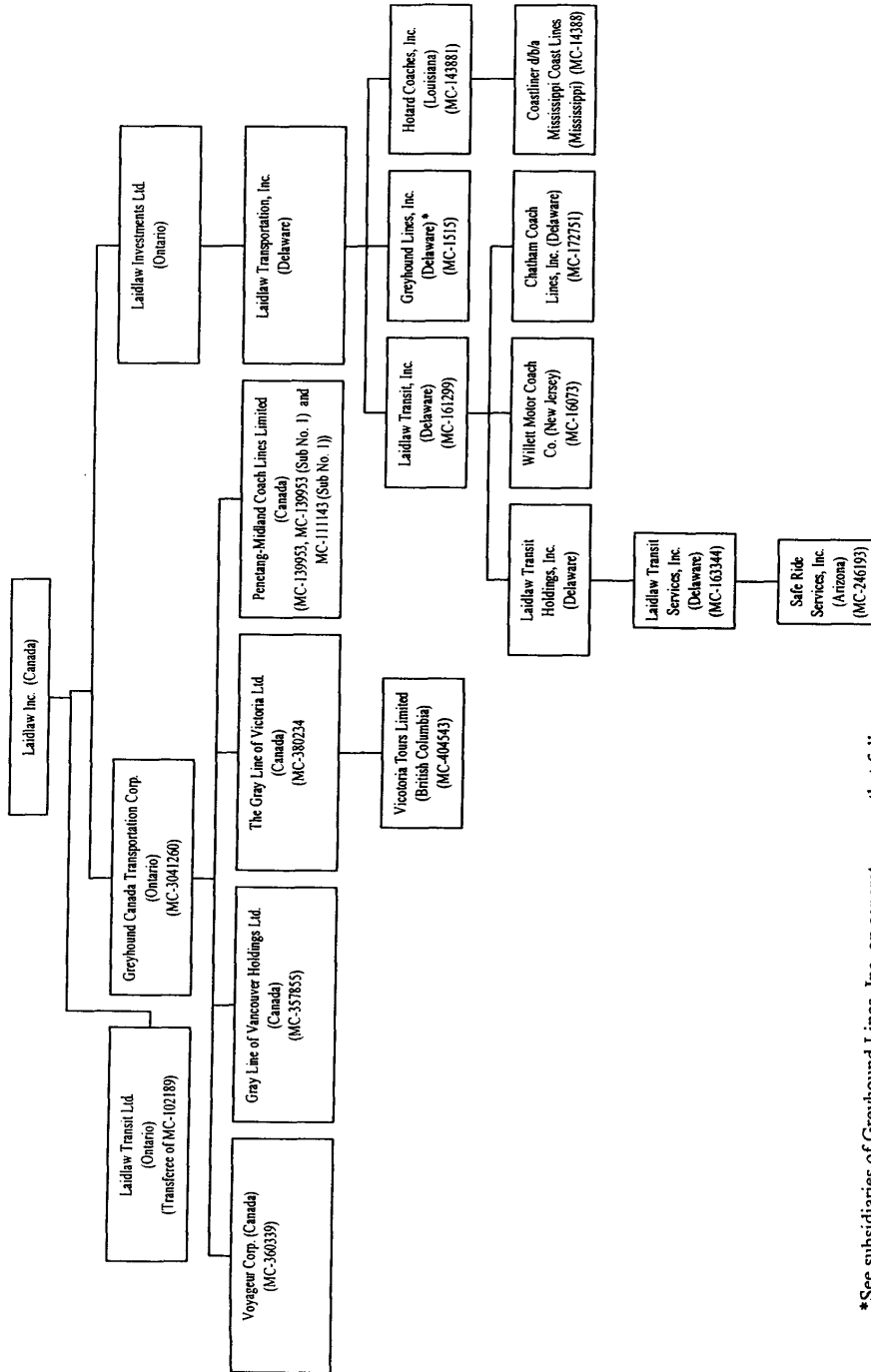




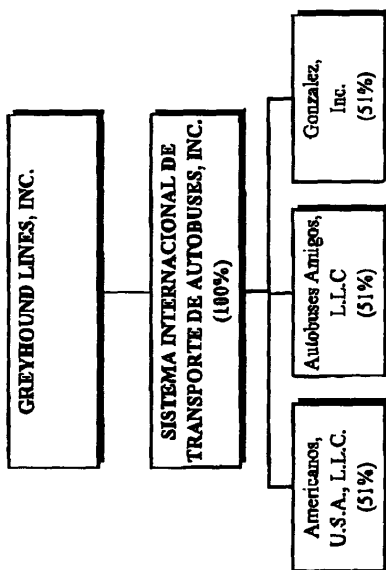


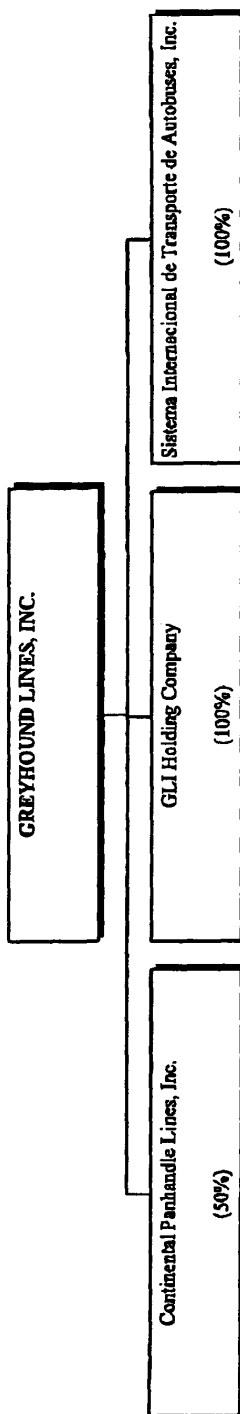
* Owned 99% by GLI Holding Company
and 1% by Greyhound Lines, Inc.

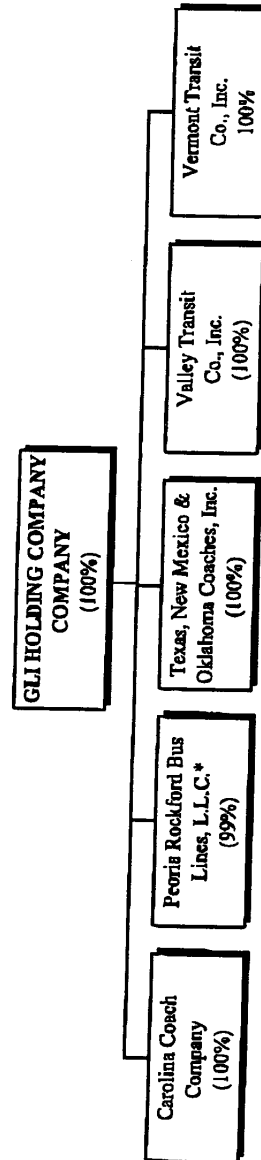
Organization of Laidlaw Motor Carrier Subsidiaries



*See subsidiaries of Greyhound Lines, Inc. on separate pages that follow.







* Owned 99% by GLI Holding Company
and 1% by Greyhound Lines, Inc.

VERIFICATION

I, Ivan Cairns, ^{General} ~~Senior Vice-President & Counsel~~ of Laidlaw Inc. declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Verified Notice of Exemption and that its assertions are true and correct to the best of my knowledge, information and belief. I further declare that I am qualified and authorized to submit this verification on behalf of Laidlaw Inc. I know that willful misstatements 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 as perjury under 18 U.S.C. 1621, which provides for fines up to

\$2,000 or imprisonment up to five years for each offense.

Dated at Burlington, ON, this 16th day of August 2002.

John L. Quinn