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September 8, 2015

VIA CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Surface Transportation Board
395 E Street SW.
Washington, DC 20423-0001

Henry E. Seaton, Esq.,
Law Office of Seaton & Husk, L.P.
2240 Gallows Road
Vienna, VA 22182
239161

RE: Docket No. MCF 21064

ENTERED
Office of Proceedings
September 8, 2015
Part of
Public Record

To the Surface Transportation Board:

The law firms of Conley Griggs Partin LLP,¹ Pajcic & Pajcic, PA,² and Mozley, Finlayson & Loggins LLP,³ on their behalf and on behalf of their respective clients identified below, send this comment to oppose the 49 U.S.C. 14303 acquisition of common control of PTS of America, LLC ("PTS") by Prisoner Transportation Services, LLC, a newly created corporation.

The law firms above presently represent one or more individuals and Estates in two pending civil actions in which PTS of America, LLC is a named defendant. Both actions were brought as a result of the wrongful deaths of prisoners within PTS' care, custody, and control. Both of these civil actions were filed and served on PTS of America, LLC *before* the filing of the application for 49 U.S.C. 14303 acquisition of common control by Prisoner Transportation Services, LLC.

¹ An Atlanta, Georgia-based law firm located at 1380 West Paces Ferry Rd NW, Suite 2100, Atlanta, Georgia 30327. This firm is counsel of record in both the Galack and Weintraub matters referenced herein.

² A Jacksonville, Florida-based law firm located at 1 Independent Square, Suite 1900, Jacksonville, Florida 32202. This firm is counsel of record in the Weintraub matter.

³ An Atlanta, Georgia-based law firm located at One Premier Plaza, 5605 Glenridge Drive NE, Suite 900, Atlanta, GA 30342. This firm is counsel of record in the Galack matter.

Conley Griggs Partin LLP

September 8, 2015

Page 2 of 3

The first-filed of those two actions, Galack v. PTS of America, LLC, Darnell Ball, and Leroy Creese,⁴ is a wrongful death survivorship action based on negligence, as well as a 42 U.S.C. § 1983 civil rights action brought by Jordan Galack, as sui juris child, Kristin Galack, as the natural parent of surviving minor children, and Robert Galack, as the personal representative of the estate of Steven Galack. Steven Galack was a Florida resident who died on August 1, 2012, while within the care, custody, and control of PTS. The Galack action was originally filed in the Superior Court of Whitfield County, Georgia on October 11, 2013, then was removed at PTS' request to the United States District Court, Northern District of Georgia, Rome Division, on or about November 20, 2013, where it is now pending.

The second-filed action, Weintraub v. Advanced Correctional Healthcare, Inc. and PTS of America, LLC,⁵ is a wrongful death survivorship action based on negligence brought by Mr. Robert Weintraub pursuant to Georgia law and arising from the untimely and wrongful death of his son, William Weintraub, Ph.D, while within the care, custody, and control of PTS. William Weintraub died on April 25, 2014. The Weintraub action was filed on April 20, 2015 in the United States District Court, Northern District of Georgia, Atlanta division, where it is now pending. PTS was served with the Complaint in that case on April 21, 2015.

Upon information and belief, Prisoner Transportation Services, LLC filed its application pursuant to 49 U.S.C. 14303 on or about June 24, 2015.

In light of the amount of damages claimed against PTS, the jury verdicts in either or both actions may well exceed the amount of respective liability insurance coverages that PTS has represented to be applicable to PTS, such that the assets of PTS could be subject to collection in order to satisfy a judgment in either or both cases.

As PTS faces existing liabilities under its present business structure pursuant to the above-referenced civil actions, we are concerned that the acquisition of control of PTS by Prisoner Transportation Services, LLC could allow PTS to shift all of its assets to another, newly-formed entity that is not a party to either action, leaving behind a shell organization as a Defendant with no remaining assets from which to satisfy PTS' existing liabilities in the event of jury verdicts that would expose those assets to collection. We are particularly concerned that such would be the case given that Prisoner Transportation Services, LLC stated within its application that it was established as a holding company for the particular purpose of acquiring PTS' corporate stock (along with Brevard Extraditions, Inc. d/b/a U.S. Prisoner Transport). In fact, not only does Prisoner Transportation Services, LLC seek to acquire common control of

⁴ Civil Action No. 4:13-CV-00288-HLM in the United States District Court for the Northern District of Georgia, Rome Division.

⁵ Civil Action No. 1:15-CV-01213-AT, in the United States District Court for the Northern District of Georgia, Atlanta Division.

Conley Griggs Partin LLP

September 8, 2015

Page 3 of 3

PTS, but seeks to acquire a complete 100 percent of PTS by acquiring the stock of both of PTS' shareholders (Kent Wood and Alan Sielbeck – the only two shareholders that PTS has at this time). Additionally, the result of this transaction would still leave these owners as jointly in control of PTS, along with the current owners of Brevard Extraditions.⁶

In short, we oppose the application for acquisition of control because it could allow the conveyance of all assets, without an assumption of PTS's liabilities, to the newly created entity, Prisoner Transportation Services, LLC. Such a transition of all assets to the newly formed entity without a corresponding transfer of responsibility for liabilities could foreseeably take from our clients the ability to fully vindicate any wrongs and acquire payment of all damages that may in the future be proven to be resultant from PTS' prior acts and omissions. To the extent the application is approved over this opposition, we would request that any approval require the newly-formed entity to assume all liabilities of PTS of America, LLC, or otherwise include provisions that would prevent a conveyance of PTS assets so as to prevent those assets from being subject to collection in the above pending actions.

Should the Board have any questions or wish to obtain additional information from us, please do not hesitate to contact us.

Sincerely,



Cale Conley, of CONLEY GRIGGS PARTIN LLP

Ranse M. Partin, of CONLEY GRIGGS PARTIN LLP

Curry Pajcic, of PAJCIC & PAJCIC

Bob Link, of PAJCIC & PAJCIC

Larry Domenico, of MOZLEY, FINLAYSON & LOGGINS LLP

CC:cp

⁶ Each of the above assertions about the purpose and scope of this acquisition were noted by the Surface Transportation Board in its "Notice Tentatively Approving and Authorizing Finance Transaction" published on July 24, 2015.

VERIFICATION

The undersigned verifies pursuant to 49 C.F.R. 1182.5 and 49 C.F.R. 1182.8 that the facts contained herein are true and correct.

Executed on September 8, 2015



CALE CONLEY

CERTIFICATE OF SERVICE

The undersigned hereby certifies service of this letter in compliance with the Surface Transportation Board's July 24, 2015 "Notice Tentatively Approving and Authorizing Finance Transaction" in Docket No. MCF 21064, and in compliance with 49 C.F.R. 1182.5 and 1182.8, by depositing in the United States Mail a copy of the same in an envelope with adequate postage thereon, and with return receipt requested, addressed to the applicant's counsel as follows:

Henry E. Seaton, Esq.,
Law Office of Seaton & Husk, L.P.
2240 Gallows Road
Vienna, VA 22182

The undersigned has additionally provided the same in PDF formatting via E-mail to the address provided to the undersigned by the applicant's counsel, as consented to by the applicant's counsel:

heseaton@aol.com

Respectfully submitted this 8th day of September, 2015.

CONLEY GRIGGS PARTIN LLP



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