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February 3, 2015

VIA ELECTRONIC FILING

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D. C. 20423

Re: Docket No. MCF 21060, Academy Bus LLC—Acquisition of Property
Of—Evergreen Trails Incorporated d/b/a Horizon Coach Lines

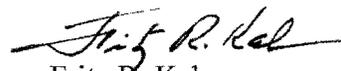
Dear Ms. Brown:

Enclosed for filing in the subject proceeding is the Verified Application of
Academy Bus LLC.

Information about my credit card used to pay the \$2,100 filing fee was facsimile
transmitted to the Board earlier this morning.

If you have any question concerning this pleading or if I otherwise can be of
assistance, please get back to me.

Sincerely yours,


Fritz R. Kahn

FEE RECEIVED
February 3, 2015
SURFACE
TRANSPORTATION BOARD

FILED
February 3, 2015
SURFACE
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SURFACE TRANSPORTATION BOARD

Docket No. MCF 21060

ACADEMY BUS LLC
--ACQUISITION OF PROPERTY OF--
EVERGREEN TRAILS INC. d/b/a HORIZON COACH LINES

VERIFIED APPLICATION
OF
ACADEMY BUS LLC

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Attorney for

ACADEMY BUS LLC

Dated: February 3, 2015

SURFACE TRANSPORTATION BOARD

Docket No. MCF 21060

ACADEMY BUS LLC
--ACQUISITION OF PROPERTY OF--
EVERGREEN TRAILS INC. d/b/a HORIZON COACH LINES

VERIFIED APPLICATION
OF
ACADEMY BUS LLC

Applicant, Academy Bus LLC, a Florida limited liability company and an interstate motor carrier of passengers, with offices at 124 Via Florenza, Palm Beach Gardens, Florida 33418, pursuant to 49 U.S.C. § 14303(a)(2) and 49 C.F.R. Part 1182, respectfully requests the Board's authorization to acquire property of interstate motor carrier of passengers Evergreen Trails Inc, d/b/a Horizon Coach Lines ("Evergreen"), a Washington corporation, with offices at 14901 Qurum drive (Ste. 715), Dallas, Texas 75254 , namely, the sublease to its terminal at 2020 South Briggs Avenue, Durham, North Carolina 27703, certain of its charter contracts, all furniture, fixtures, equipment, computers, machinery apparatus, appliances, signage, supplies, parts inventory, forklifts, shop tools, office equipment, desks, telephones, telex and telephone facsimile numbers and other directory listings, goodwill and other intangible assets, advertising, marketing and promotional materials, studies, reports and all other printed or written materials used in and relating solely and exclusively to its business operations from the Durham terminal.

(1) The name and address of each party to the transaction:

Academy Bus LLC
124 Via Florenza
Palm Beach Gardens, Florida 33418

Evergreen Trails Inc. d/b/a Horizon Coach Lines
14901 Quorum Drive (Ste. 715)
Dallas, Texas 75254

(2) The parties' interstate motor carrier operating authorities:

Academy Bus LLC: USDOT No. 1771456, MC-646780

Evergreen Trails Incorporated: USDOT No. 12016, MC-107638

(3) Description of proposed transaction:

Academy Bus LLC is a motor carrier of passengers engaged primarily in charter operations within Florida. By acquiring the sublease to Evergreen's Durham, North Carolina, terminal, certain of its charter contract, all furniture, fixtures, equipment, computers, machinery apparatus, appliances, signage, supplies, parts inventory, forklifts, shop tools, office equipment, desks, telephone, telex and telephone facsimile numbers and other directory listings, goodwill and other intangible assets, advertising, marketing and promotional materials, studies, reports and all other printed or written materials used in and relating solely and exclusively to Evergreen's business operations from the Durham terminal, Academy Bus LLC plans to expand its charter operations to serve the southeastern areas of the country. Evergreen will continue in business as a motor carrier of passengers at other locations, including other locations in North Carolina.

(4) Identification of affiliated parties:

Academy Bus LLC is owned by Academy Bus (Florida) ESB Trust, which is controlled by Francis Tedesco, Trustee. Francis Tedesco and Mark Tedesco are the

Academy Bus (Florida) ESB Trust beneficiaries. At the time the aforesaid Trust beneficiaries created Academy Bus (Florida) ESB Trust, the Tedescos simultaneously caused their respective Grantor Revocable Trusts, the Francis Tedesco Revocable Trust and the Mark Tedesco Revocable Trust, to transfer the membership interest held by each Trust to Academy Bus (Florida) ESB Trust, and in exchange, Francis Tedesco and Mark Tedesco became Academy Bus (Florida) ESB Trust beneficiaries. Consequently, for all practical purposes, the transfer did not result in any substantive change of control. Academy Bus (Florida) ESB Trust is the sole member of Academy Bus LLC. The Tedesco Family ESB Trust (a separate trust of which the Messrs Tedesco are the beneficiaries), and Franmar Logistics, Inc. (a New Jersey corporation owned by the Tedesco Family ESB Trust) own Academy Bus, L.L.C. (New Jersey), a non-carrier holding company, that owns three interstate motor carriers of passengers, Academy Express, L.L.C., primarily a charter bus operator, Academy Lines, L.L.C., a regular-route scheduled bus operator, and Number 22 Hillside, L.L.C. a bus operator performing a variety of functions. The Tedesco Family ESB Trust additionally owns two non-carriers, Log Re, Inc., and Franmar Equities, Inc., which together own Franmar Leasing, Inc., a non-carrier, engaged in the business of leasing buses. Thirty vehicles which had been operated from the Durham terminal by Evergreen are being sold to Franmar Leasing, Inc., a non-carrier. Exhibit A is the corporate structure from top to bottom.

Evergreen is directly owned by TMS West Coast, Inc., a non-carrier holding company, which is in turn owned by FSCS Corporation, another non-carrier holding company. Mr. Francis W. Sherman is the controlling shareholder of FSCS Corporation. FSCS Corporation also owns TNS Canada Holdings, Ltd., a non-carrier holding

company, which owns Horizon Coach Lines, Ltd., an interstate motor carrier based in Canada that is principally engaged in charter operations. Exhibit B is the corporate structure from top to bottom.

(5) Gross annual operating revenues

Academy Bus LLC and its affiliated companies have aggregate gross annual operating revenues in excess of \$2 million. Mr. Francis W. Sherman and his affiliated companies have aggregate gross annual operating revenues in excess of \$2 million.

(6) Environmental effects:

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

(7) Public interest considerations:

The proposed acquisition by Academy Bus LLC, of the sublease to Evergreen's Durham, North Carolina terminal, certain charter contracts, all furniture, fixtures, equipment, computers, machinery apparatus, appliances, signage, supplies, parts inventory, forklifts, shop tools, office equipment, desks, telephones, telex and telephone facsimile numbers and other directory listings goodwill and other intangible assets, advertising, marketing and promotional materials, studies, reports and all other printed or written materials used in and relating solely and exclusively to Evergreen's business operations from its Durham terminal will permit an established charter bus operator in Florida to expand its operations to serve the southeastern area of the country. The potential charter parties in the vicinity of Durham will not lose the facility through which they have been served but instead will secure the terminal's continued operations by an

experienced and successful motorbus operator. There will be no diminishment of competition and, as noted, Evergreen will continue to operate from other locations in North Carolina.

The proposed transaction will result in no increase in total fixed charges.

There should be no adverse effect upon the Durham terminal's employees, for they will have the opportunities to gain employment with the successor operator of the Durham terminal, Academy Bus LLC.

(8) Safety fitness ratings.

Both Academy Bus LLC and Evergreen have satisfactory safety ratings, as do their affiliated motor carriers of passengers, with the exception of Number 22 Hill Side, L.L.C. which is unrated.

(9) Insurance

Academy Bus LLC is acquiring no operating authority. Nevertheless, it has sufficient liability insurance to satisfy the requirements of 49 U.S.C. § 13906(a).

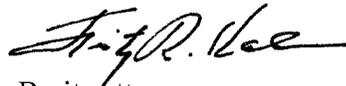
(10) Mexican affiliation

Neither Academy Bus LLC nor Evergreen is domiciled in Mexico or is controlled by a person or persons of that country.

WHEREFORE, Applicant, Academy Bus LLC asks that it be authorized to acquire the above described property of Evergreen Trails Inc. d/b/a Horizon Coach Lines and use that property to conduct passenger motor carrier operations.

Respectfully submitted,

ACADEMY BUS LLC

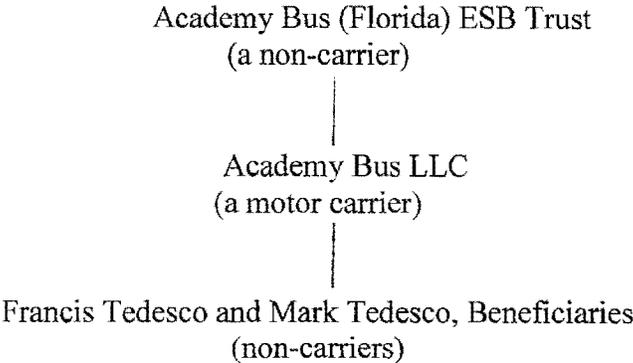
A handwritten signature in black ink, appearing to read "Fritz R. Kahn". The signature is fluid and cursive, with a long horizontal stroke at the end.

By its attorney,

Fritz R. Kahn
Fritz R. Kahn, P.C.
1919 M Street, NW (7th fl.)
Washington, DC 20036
Tel.: (202) 263-4152

Dated: February 3, 2015

EXHIBIT A



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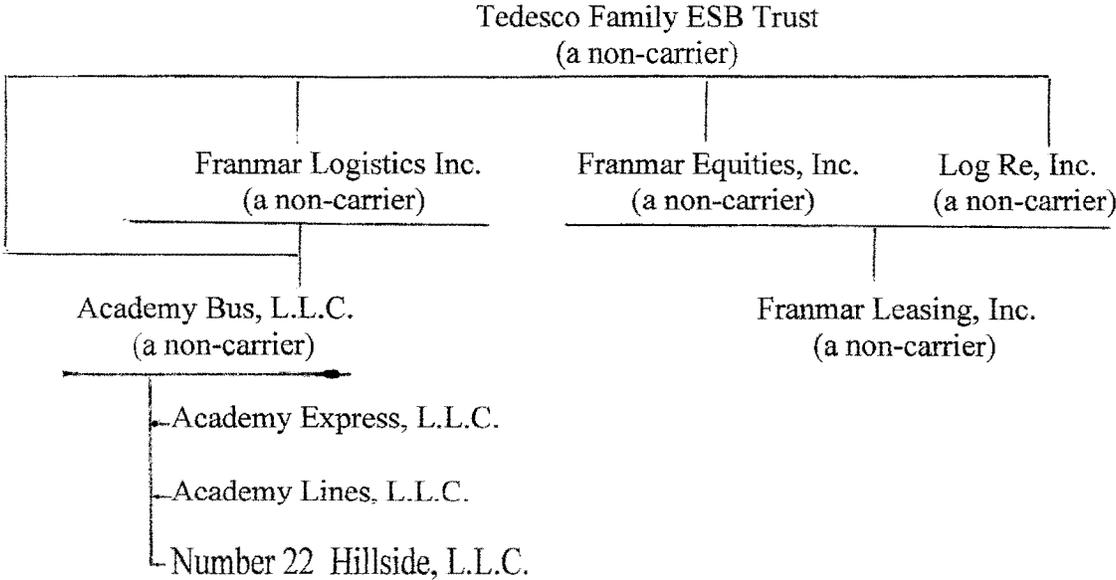
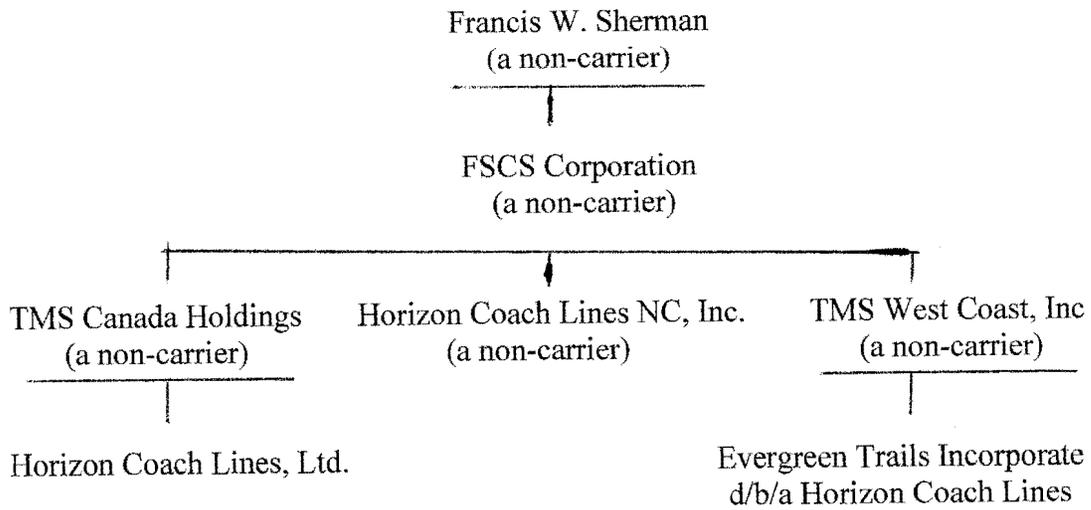


EXHIBIT B



BUYER'S VERIFICATION

I, Francis Tedesco, Manager of Academy Bus LLC, declare under penalty of perjury, under the laws of the United States of America that I have read the foregoing Verified Application of Academy Bus LLC and that its contents 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 Academy Bus LLC. I know that willful misstatements or omission of material fact 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 imprisonment up to five years for each offense.

Dated at Hoboken, NJ, this 22nd day of January, 2015.

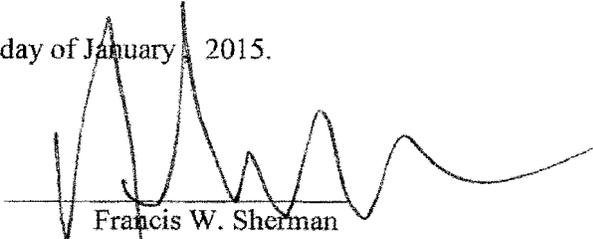


Francis Tedesco
Manager

SELLER'S VERIFICATION

I, Francis W. Sherman, owner and chief executive officer of FSCS Corporation which owns TMS West Coast, Inc., and which in turn owns Evergreen Trails Incorporated d/b/a Horizon Coach Lines, of which I am the chief executive officer, declare under penalty of perjury, under the laws of the United States of America that I have read the foregoing Verified Application of Academy Bus LLC and that its contents 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 TMS West Coast, Inc., and its subsidiary, Evergreen Trails Incorporated d/b/a Horizon Coach Lines. I know that willful misstatements or omission of material fact 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 imprisonment up to five years for each offense.

Dated at Sandy Spring, MD, this 27th day of January, 2015.

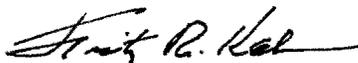


Francis W. Sherman
Owner and CEO

CERTIFICATE OF SERVICE

I certify that I this day have served copies of the foregoing Verified Application by mailing copies by prepaid first-class mail to the North Carolina Department of Transportation, 1100 New Bean Avenue, Raleigh, NC 27699, the Florida Department of Transportation, 605 Suwannee Street, Tallahassee, FL 32301, and Chief Licensing and Insurance Division, U.S. Department of Transportation, 1200 New Jersey Avenue, S.E., Washington, DC 20590.

Dated at Washington, DC, this 3rd day of February, 2015.



Fritz R. Kahn