

THOMAS W WILCOX  
202 274 2913 telephone  
202 854 5808 facsimile  
tom.wilcox@troutmansanders.com  
Admitted in DC

# TROUTMAN SANDERS

TROUTMAN SANDERS LLP  
Attorneys at Law  
401 9th Street N W  
Suite 1000  
Washington District of Columbia  
20004-2134  
202 274 2950 telephone  
202 274 2984 facsimile  
troutmansanders.com

December 4, 2008

VIA HAND DELIVERY

The Honorable Anne K. Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423



Re. **STB Docket MCF-21031, National Express Corporation—Intra-Corporate Family Transaction**

224117

Dear Ms. Quinlan:

Enclosed for filing in the above-captioned docket please find the original and ten (10) copies of the Verified Notice of Exemption of National Express Corporation pursuant to 49 C.F.R. § 1182.9. Also enclosed please find a check covering the associated filing fee of \$1,700.00. An extra paper copy of this Verified Notice is included for date-stamping and return to the undersigned.

Please feel free to contact me if you have any questions.

Sincerely,

*Michael H. Higgins*

Thomas W. Wilcox  
Michael H. Higgins

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SURFACE  
TRANSPORTATION BOARD

Enclosure

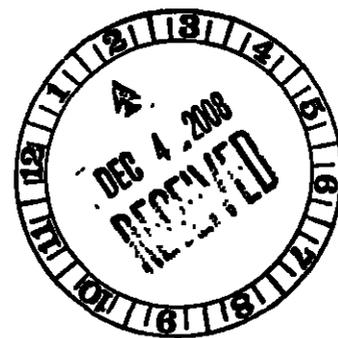
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SURFACE  
TRANSPORTATION BOARD

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**STB DOCKET NO. MCF—21031**



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**NATIONAL EXPRESS CORPORATION  
—INTRA-CORPORATE FAMILY TRANSACTION—**

\_\_\_\_\_  
**VERIFIED NOTICE OF EXEMPTION OF  
NATIONAL EXPRESS CORPORATION**

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Public Record**

Thomas W. Wilcox  
Michael H. Higgins  
Troutman Sanders LLP  
401 9<sup>th</sup> Street N.W.  
Suite 1000  
Washington, D.C. 20004

*Counsel for  
National Express Corporation*

December 4, 2008

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**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**STB DOCKET NO. MCF—21031**

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**NATIONAL EXPRESS CORPORATION  
—INTRA-CORPORATE FAMILY TRANSACTION—**

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**VERIFIED NOTICE OF EXEMPTION OF  
NATIONAL EXPRESS CORPORATION**

Comes now, Applicant, National Express Corporation (“NEC”), a non-carrier, pursuant to 49 U.S.C. § 14303 and 49 C.F.R. § 1182.9, and, through its undersigned counsel, submits this Verified Notice of Exemption for the Intra-Corporate Family Transaction more fully described herein. Pursuant to 49 C.F.R. § 1182.9(b), NEC states as follows:

1. Brief summary of the proposed transaction: NEC intends to reorganize its corporate structure by consolidating certain of its directly and indirectly controlled subsidiaries into a single Delaware limited partnership, Durham School Services, L.P (“DSSLP”), a motor passenger carrier. NEC shall retain its ultimate ownership and control of DSSLP because it is the sole member of Durham Holding II, L.L.C. and Durham Holding I, L.L.C, respectively the general partner and limited partner of DSSLP, both of which are non-carriers. The directly and indirectly controlled subsidiaries provide exempt school bus services pursuant to 49 U.S.C. § 13506(a)(1) and limited charter passenger carrier services to the public.

NEC's restructuring involves two stages First, Polli Leasing, Inc will be merged into Reliance Motor Coach Company, Inc , and Murphy Bus Service, Inc. will be merged into Murphy Transportation, Inc. Second, Jones School Bus Service, Inc., Reliance Motor Coach Company, Inc., Double A Transportation, Inc., and Murphy Transportation, Inc. will be merged into DSSLP. After the restructuring, DSSLP will continue to exist, and the other directly and indirectly controlled subsidiaries will cease to exist.

2. Names, addresses, and telephone numbers of the applicant and affected entities.

(a) Applicant

National Express Corporation  
1431 Opus Place  
Suite 200  
Executive Towers West 1  
Downers Grove, IL 60515  
(630) 435-8000

(b) Affected directly or indirectly owned subsidiaries

<p>Durham School Services, L.P. 1431 Opus Place Suite 200 Executive Towers West 1 Downers Grove, IL 60515 (630) 435-8000</p>	<p>Reliance Motor Coach Company, Inc. (parent of Polli Leasing, Inc ) 2595 S. George St. Suite 4 York, PA 17403 (717) 747-9633</p>
<p>Jones School Bus Service, Inc 511 S. Lincoln St. Elkhorn, WI 53121 (262) 723-4309</p>	<p>Murphy Transportation, Inc. (parent of Murphy Bus Service, Inc.) 49 Kanes Lane Middletown, NJ 07748 (732) 671-7200</p>
<p>Double A Transportation, Inc. 647 Cromwell Avenue Rocky Hill, CT 06067 (860) 563-3126</p>	<p>[Intentionally Blank]</p>

3. **Names, address, and telephone number of counsel:**

Thomas W Wilcox  
Michael H. Higgins  
Troutman Sanders LLP  
401 9<sup>th</sup> St., N.W.  
Suite 1000  
Washington, D.C. 20004  
(202) 274-2950

4. **Purpose of the Transaction:** NEC seeks to implement the restructuring as part of an overall consolidation of NEC's corporate structure in order to achieve organizational and operational efficiencies and related cost reductions

5. **Consummation Date:** The anticipated consummation date for the reorganization is December 31, 2008, and, in any event, at least seven days after the filing date of this Notice.

6. **Contracts or agreements:** NEC will accomplish the reorganization through an Agreement and Plan of Merger entered into by and between the affected entities.

7. **Effect on employees:** There will be no material effect upon the employees of the companies involved in the restructuring.

8. **Effect on the environment and energy resources:** Because operations after the restructuring will remain the same as before, it is not anticipated that the transaction will have a 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 NEC, a non-carrier, will not result in adverse changes in service levels, significant operational changes,

or a change in the competitive balance with motor passenger carriers outside the corporate family

Respectfully submitted,



Thomas W Wilcox  
Michael H. Higgins  
Troutman Sanders LLP  
401 9<sup>th</sup> Street N.W  
Suite 1000  
Washington, D.C. 20004

*Counsel for  
National Express Corporation*

December 4, 2008

**VERIFICATION**

I, Robert Beal, verify under penalty of perjury that the foregoing is true and correct based on my knowledge, information, and belief. Further, I certify that I am qualified and authorized to file this Verified Notice of Exemption on behalf of National Express Corporation.

  
\_\_\_\_\_  
Signature

Controller  
\_\_\_\_\_  
Title

12/2/08  
\_\_\_\_\_  
Date