



**FLOTT
& Co.**
ATTORNEYS

*A Virginia
Professional
Corporation*

December 14th, 2004

BY LEGAL COURIER
Order No. 339176

Honorable Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

ENTERED
Office of Proceedings

DEC 15 2004

Part of
Public Record



**Re: CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters - Acquisition
of Control of the Assets and Business Operations of Laidlaw Transit Services, Inc.
d/b/a Roesch Lines - MC-F-21009 /TA**

EXPEDITED ACTION REQUESTED

Dear Secretary Williams: 212759

Enclosed please find: 212761

- the original and ten copies of an application pursuant to 49 U.S.C. §14303(a) for approval of a transaction involving the acquisition of the assets and operations of a division of a federally regulated motor carrier of passengers, Laidlaw Transit Services, Inc.;
- a check in the amount of \$1,850 for payment of the filing fees;
- a floppy disk containing the proposed *Federal Register* notice in Microsoft Word format and a printed copy of same; and
- a copy of this letter to be date stamped to acknowledge the date of time we filed this application.

P.O. Box 17655
Courthouse Postal
Station
Arlington, Virginia
22216-7655

2009 North 14th Street
Suite 600
Arlington, Virginia
22201-2514

703.523.5110
703.523.5122 FAX
www.flottco.com

We respectfully request the Board's expeditious handling of the Request for Interim Approval.

Please contact the undersigned, counsel for the purchaser, or Fritz Kahn, counsel for the seller, should you need further assistance.

Yours truly,

Stephen Flott

Enclosures (4)

cc: Fritz R. Kahn, Esq.

Parties as Identified on the Application's Certificate of Service

FILE RECEIVED

DEC 14 2004

OFFICE
SURFACE TRANSPORTATION BOARD

ORIGINAL

EXPEDITED ACTION REQUESTED
BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.



FINANCE DOCKET NO. MC-F-21009

CUSA PCSTC, LLC D/B/A PACIFIC COAST SIGHTSEEING TOURS & CHARTERS
-- ACQUISITION OF ASSETS AND BUSINESS OPERATIONS --
LAIDLAW TRANSIT SERVICES, INC. D/B/A ROESCH LINES

212759

212761

VERIFIED APPLICATION AND
REQUEST FOR INTERIM APPROVAL

Stephen Flott, Esq.
FLOTT & CO. PC
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Arlington, VA 22216-7655
Tel: 703-525-5110, ext. 26

Attorney for CUSA PCSTC, LLC d/b/a
Pacific Coast Sightseeing Tours & Charters

Fritz R. Kahn
FRITZ R. KAHN, P.C.
1920 N Street, N.W., 8th Floor
Washington, DC 20036
Tel. 202-263-4152

Attorney for Laidlaw Transit Services, Inc.

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



FINANCE DOCET NO. MC-F-21009 TA

**CUSA PCSTC, LLC D/B/A PACIFIC COAST SIGHTSEEING TOURS & CHARTERS
-- ACQUISITION OF ASSETS AND BUSINESS OPERATIONS --
LAIDLAW TRANSIT SERVICES, INC., D/B/A ROESCH LINES**

REQUEST FOR INTERIM APPROVAL

Pursuant to 49 U.S.C. §14303(i) and 49 C.F.R. §1182.7, Applicant, CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters ("CUSA PCSTC" or "Applicant"), of 2001 South Manchester Avenue, Anaheim, CA 92802, hereby requests interim approval from the Surface Transportation Board ("Board") for the purchase of such of the properties and passenger service operations of Laidlaw Transit Services, Inc. ("Seller"), heretofore operated as Roesch Lines ("Roesch"). Roesch, a motor carrier of passengers, which was authorized to render special and charter operations pursuant to operating authority granted in Docket No. MC-119843 (Sub.No. 11), has been operated as a division of Seller.

As described more fully below, interim approval is warranted in this case because failure to grant it may result in the loss of certain of these assets or in the substantial devaluation of other of the assets for the purposes of providing adequate and continuous passenger services to the public. Roesch, which specializes in rendering sightseeing, tour and charter service in the Las Vegas, Nevada, and Southern California areas, has become a non-core asset to Seller and,

since 9/11/01 has generated grossly insufficient returns on invested capital. The parties respectfully request that the Board act on this Request for Interim Approval ("Request") by no later than December 31st, 2004 as they are planning to close the transaction on or about January 9th, 2005.

By Verified Application ("Application") accompanying this Request, CUSA PCSTC seeks authority to acquire control and operate certain properties of Roesch pursuant to an Asset Purchase Agreement between Applicant and Seller (the "Transaction"). Following completion of the Transaction, Seller plans to have Roesch cease providing motor passenger service to the public. Granting this Request will allow CUSA PCSTC to utilize the assets being acquired to provide bus service to the public following Roesch's planned cessation of operations as of closing, well before final Board action on the Application, which will not take place before the end of February 2005 at the earliest if no adverse comments are filed.

The showing required by 49 C.F.R. §1182.7(b) are met in these circumstances because failure to grant this Request may substantially interfere with the future usefulness of the Roesch properties being acquired by Applicant in providing adequate and continuous sightseeing, tour and charter services to the public. For reasons stated earlier, Roesch has been unable to restore its sightseeing, tour and charter business to sufficiently profitable levels in years following 9/11/01. Seller, having decided to discontinue the business being conducted by Roesch, sought to sell the business or wind it up. Thus, Applicant and Seller agreed to a prompt purchase and sale of the Roesch assets and business in order that such operations as Roesch is currently rendering would not be impaired or discontinued.

The Applicant proposes to continue to provide the services now being offered by Roesch provided that the Transaction is approved by the Board on an interim basis so that there is no

interruption of Roesch's present business operations pending the Board's consideration of the Transaction. Given Seller's decision to have Roesch give up its motor carrier operations, interim approval will ensure that there is no cessation of operations and that the properties that the Applicant has agreed to purchase will retain their value and be put to use for the benefit of the public during the completion of this regulatory proceeding.

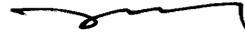
Although being made on somewhat short notice, this Request has been dictated by business considerations of the parties. The Applicant and Seller reached final agreement on the Transaction only on December 13th, 2004, agreeing that this Request would be made as quickly as possible thereafter. If this Request is not granted quickly, Seller may curtail Roesch's operations resulting in loss of service to the touring public in Las Vegas and Southern California.

The Board has granted interim approval applications on very short notice in recent years in circumstances similar to those described here. The most recent example is *Stagecoach Group PLC and Coach USA, Inc., et al. – Acquisition and Consolidation of Assets – Rockford Coach Lines, LLC*, STB Docket MC-F-21006 (served April 29, 2004) (Board granted application within two weeks of filing because sellers were no longer willing to absorb losses). *See also Northwest Motor Coach LLC – Control – Evergreen Stage Line, Inc. and Evergreen Bus Co., Inc.*, STB Docket No. MC-F-20956 (served October 18, 1999) (Board granted application for interim approval within two weeks of request because owners were not willing to invest further in the carriers).

For the above reasons, the parties respectfully ask that this Request be granted by December 31, 2004 in order to preserve the value and efficacy of the Roesch properties, operations and franchise and to meet the Applicant's business needs to close the Transaction on or about January 9th, 2005.

Respectfully submitted,

For CUSA PCSTC, LLC



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Flott & Co. PC
PO Box 17655
Arlington, VA 22216-7655
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Fax: 703-525-5122

For Laidlaw Transit Services, Inc.



Fritz R. Kahn
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Tel. 202-263-4152
Fax. 202-331-8330

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCET NO. MC-F-21009

**CUSA PCSTC, LLC D/B/A PACIFIC COAST SIGHTSEEING TOURS & CHARTERS
-- ACQUISITION OF ASSETS AND BUSINESS OPERATIONS --
LAIDLAW TRANSIT SERVICES, INC., D/B/A ROESCH LINES**

VERIFIED APPLICATION

Applicant, CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours and Charters (“CUSA PCSTC” or “Applicant”), pursuant to 49 U.S.C. §14303(a) and 49 C.F.R. §1182.1 *et seq.* seeks Board approval to acquire such of the properties and business of Laidlaw Transit Services, Inc. (“Seller’), heretofore operated as Roesch Lines (“Roesch”). The proposed transaction would assure no interruption in the service now provided by Roesch to the public, who will continue to receive the same type and quality of service from the Applicant as that now provided by Roesch. Upon closing of the transaction, CUSA PCSTC will continue to carry on the sightseeing, tour and charter business now conducted by Roesch. The Applicant is wholly owned by CUSA, LLC, a non-carrier, which in addition to CUSA PCSTC, owns eighteen other federally regulated and several non-federally regulated motor carriers.¹ CUSA, LLC (“CUSA”) is in turn wholly owned by KBUS Holdings, LLC (“KBUS”), which is also a non-carrier.²

¹A list of all of the federally regulated motor carriers owned by CUSA is attached to this application as Appendix A.

²Board approved the acquisition by KBUS of the assets and business conducted by 30 federally regulated motor carriers then owned by Coach USA, Inc. in STB Docket No. MC-F-21000, *KBUS Holdings – Acquisition of Assets and Business Operations – All West Coach Lines, Inc., et al.*, (served July 23rd, 2003), a copy of which is attached to this Application as Appendix B. The assets and business acquired by KBUS have been consolidated into the nineteen federally regulated carriers listed in Appendix A plus several non-federally regulated entities.

Approval of this Application is consistent with the public interest standard set forth in 49 U.S.C. §14303(b), as discussed further below. Furthermore, for reasons set forth in an accompanying Request for Interim Approval, the Applicant seeks interim control of the Roesch properties pending action on this Application in order to preserve the value of those assets, which might otherwise be at risk.

1. Name, Address and Telephone Numbers of the Parties:

The Applicant

CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters
2001 South Manchester Avenue
Anaheim, CA 92802
Tel: (714) 978-8855

The Seller

Laidlaw Transit Services, Inc.
d/b/a Roesch Lines
844 East 9th Street
San Bernardino, CA 92410
Tel: (909) 885-4465

2. Information about the Parties

Applicant:

Applicant was created by KBUS Holdings, LLC as part of the transaction whereby it acquired the assets and business conducted by 30 federally regulated motor carriers then owned by Coach USA, Inc., which the Board approved by its Decision in STB Docket No. MC-F-21000. The assets and businesses acquired by KBUS in that transaction were consolidated into eighteen federally regulated carriers listed in Appendix A plus several non-federally regulated entities.³ CUSA PCSTC holds motor common carrier passenger authority for charter and special

³A nineteenth operating entity, CUSA RAZ, LLC d/b/a Raz Transportation Company, was created by CUSA, LLC earlier this year to acquire and operate the assets and business purchased from Raz Transportation Company, which

operations and for regular route operations and contract carrier authority under Docket No. MC 463273. In the year since completing the transaction approved by the Board in STB Docket No. MC-F-21000, CUSA has successfully reorganized the assets and businesses acquired into a number of federally and non-federally regulated companies. Annual revenues for the CUSA group of companies for 2004 are forecast to be \$220 million. The companies in the CUSA group operate more than 1,000 coaches and 600 other revenue vehicles in 35 states and have more than 3,500 employees. The experienced senior management team that CUSA now has in place has identified the acquisition of Roesch as a strategic way to expand its market scope in the Southern California market. Individually, CUSA PCSTC operates 37 motor coaches and 40 other revenue vehicles, principally in Southern California and Nevada, and employs approximately 180 people year round and as many as 210 in the Summer. Applicant is profitable.

Seller:

Seller is a motor carrier of passengers. Roesch, a motor carrier of passengers, which was authorized to render sightseeing, tour and charter services, principally in Southern California and Nevada, pursuant to authority granted in Docket No. MC-119843 (Sub.No. 11), has been operated as a division of Seller.

The Applicant is acquiring Roesch's operating authority, but plans to surrender it for cancellation. CUSA PCSTC will operate the assets and conduct the business it is acquiring in this transaction under its existing operating authorities as described above.

3. Description of the Proposed Transaction

Applicant has entered into an agreement with the Seller to buy certain assets of Roesch, including Roesch's vehicles, trade receivables, and business operations (the "Agreement"). The

transaction is subject of an application before Board in STB Docket No. MC-F-21007, *CUSA RAZ, LLC d/b/a Raz Transportation Company – Acquisition of Assets and Business Operations – Raz Transportation Company*, tentatively approved by Decision served October 8th, 2004.

Agreement is scheduled to close on January 9th, 2005. For reasons set forth in an accompanying Request for Interim Approval, the Applicant seeks interim control of the Roesch assets pending action on this Application in order to preserve the value of the Roesch assets, which may otherwise be at risk. Upon surrendering Roesch's Sub.No. 11 Certificate for cancellation, Applicant will operate the business pursuant to its own federal operating authority. Applicant's purchase of Roesch's assets and business operations requires Board authorization pursuant to 49 USC § 14303(a)(5).

4. Affiliated Motor Passenger Carriers, their Operations and Relationships

Seller is an indirect subsidiary of Laidlaw International, Inc. and is affiliated with the federally regulated motor carriers listed in Appendix C, which also includes a chart showing the relationship among KBUS, CUSA and the affiliated carriers controlled by CUSA. Applicant is owned by CUSA, a non-carrier, which is in turn owned by KBUS, another non-carrier. KBUS, through CUSA, controls the FMCSA registered motor passenger carriers listed in Appendix A.

5. Jurisdiction Statement

The Board has jurisdiction over this matter under 49 USC 14303(g), because the annual aggregate gross operating revenue of the motor carriers party to this proposed transaction exceeds \$2 million.

6. Environmental Impact

The parties assert approval of this application will not constitute a Federal action having a significant effect on the quality of the human environment and the conservation of energy resources. There will be no significant operational changes as a consequence of the transaction described in this application.

7. Consistency with the Public Interest

Adequacy of Transportation Services to the Public

The proposed transaction will improve the adequacy of transportation services available for the touring public.

The proposed transaction involves the acquisition of the properties and business of a struggling sightseeing, tour and charter bus operator. The Applicant is part of a new, but successful and well-funded industry group, lead by a management team with extensive bus industry experience.

CUSA PCSTC intends to integrate Roesch's business and assets, which it is acquiring from Seller, into the business now conducts successfully in Southern California and Nevada. Service to the public will be enhanced by the transaction, in that the Applicant will employ the acquired assets to expand its service to the public. CUSA PCSTC will continue to operate within the centralized management structure that KBUS established under CUSA when it entered the business industry last year and continue to enjoy the advantages of volume purchasing power in areas such as equipment and fuel, which will further its ability to provide efficient public service.

Board approval of this Application also will relieve Applicant of the need to seek state approval that might otherwise be required. This will reduce regulatory burdens and allow the transaction to proceed in an efficient manner.

Fixed Charges

The proposed transaction will have no effect on total fixed charges.

Employee Interests

It is anticipated that no carrier employees will be adversely affected by the contemplated transaction. All qualified drivers of Roesch who wish to continue employment will be offered employment with CUSA PCSTC.

8. Safety Fitness Ratings

CUSA PCSTC and the other federally regulated motor carriers owned by CUSA have satisfactory safety ratings or are as yet unrated as shown on Exhibit A attached hereto. Seller has a satisfactory safety rating.

9. Insurance

CUSA PCSTC has the required \$5 million of BIPD insurance.

10. Mexican Domicile or Control

Applicant, CUSA, KBUS, and Seller are not domiciled in Mexico or controlled by persons of that country.

Respectfully submitted,

For CUSA PCSTC, LLC

For Laidlaw Transit Services, Inc.,



Stephen Flott, Esq.
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STB Docket No. MCF-21009 - Appendix A

CUSA, LLC Entities with MC#, USDOT #, DOT Safety Rating & EIN

Carrier Name	MC #	US DOT #	Safety Rating	EIN
CUSA, LLC	MC # 471723	1183818	Unrated	65-1193523
CUSA ASL, LLC d/b/a Arrow Stage Lines	MC # 465199	1167618	Unrated	20-0152030
CUSA AT, LLC d/b/a Americoach Tours	MC # 463166	1167631	Unrated	20-0152071
CUSA AWC, LLC d/b/a All West Coachlines	MC # 465200	1167523	Unrated	20-0152084
CUSA BCCAE, LLC d/b/a Blackhawk-Central City Ace Express	MC # 463169	1167642	Unrated	20-0152017
CUSA CC, LLC d/b/a Airport Bus of Bakersfield	MC # 465201	1167647	Unrated	20-0151999
CUSA CC, LLC d/b/a Antelope Valley Bus	MC # 463167	1167647	Unrated	20-0151999
CUSA CC, LLC d/b/a California Charters	MC # 465198	1167647	Unrated	20-0151999
CUSA EE, LLC d/b/a El Expreso	MC # 463171	1167656	Unrated	20-0151982
CUSA ELKO, LLC d/b/a K-T Contract Services Elko	MC #467153	1167661	Unrated	20-0154648
CUSA ES, LLC d/b/a Express Shuttle	MC # 463168	1167664	Unrated	20-0151941
CUSA FL, LLC d/b/a Franciscan Lines	MC # 465197	1167666	Unrated	20-0151920
CUSA FTT, LLC d/b/a Fun Time Tours	MC # 463172	1167670	Unrated	20-0151907
CUSA GBL, LLC d/b/a Grosvenor Bus Lines	MC # 463174	1167668	Unrated	20-0151920
CUSA GCBS, LLC d/b/a Goodall's Charter Bus Service	MC # 463173	1167671	Satisfactory	20-0151891
CUSA GCT, LLC d/b/a Gulf Coast Transportation	MC # 465196	1167675	Satisfactory	20-0151833
CUSA KBC, LLC d/b/a Kerrville Bus Company	MC # 463270	1167678	Unrated	20-0151808
CUSA K-TCS, LLC d/b/a K-T Contract Services	MC # 463271	1167677	Unrated	20-0151741
CUSA K-TCS, LLC d/b/a Arizona Charters	MC # 468081	1167677	Unrated	20-0151741
CUSA NC, LLC d/b/a Nevada Charters	MC # 465263	1167637	Unrated	20-0151724
CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters	MC # 463273	1167672	Unrated	20-0151701
CUSA PRTS, LLC d/b/a Powder River Transportation Services	MC # 463274	1167669	Satisfactory	20-0151591
CUSA RAZ, LLC d/b/a Raz Transportation Company	MC #499453	1285207	Unrated	20-1610640

33753
EB

SERVICE DATE - JULY 23, 2003

SURFACE TRANSPORTATION BOARD

DECISION

STB Docket No. MC-F-21000

**KBUS HOLDINGS, LLC — ACQUISITION OF ASSETS AND BUSINESS OPERATIONS —
ALL WEST COACHLINES, INC., ET AL.**

AGENCY: Surface Transportation Board.

ACTION: Notice Tentatively Approving Finance Transaction.

SUMMARY: KBUS Holdings, LLC (KBUS or Applicant), a noncarrier, has filed an application under 49 U.S.C. 14303 to purchase and merge the assets and business operations of: All West Coachlines, Inc. (MC-212056); American Charters & Tours, Inc. (MC-153814); Americoach Tours, Ltd. (MC-212649); Antelope Valley Bus, Inc. (Antelope) (MC-125057); Airport Bus of Bakersfield, Inc., a subsidiary of Antelope (MC-163191); Arrow Stage Lines, Inc. (MC-029592); Bayou City Coaches, Inc. (MC-245246); Blackhawk, Central City Ace Express, Inc. (MC-273611); Browder Tours, Inc. (MC-236290); California Charters, Inc. (MC-241211); Desert Stage Lines, owned by Antelope (MC-140919); El Expreso, Inc. (MC-244195); Express Shuttle, Inc. (MC-254884); Franciscan Lines, Inc. (MC-425205); Fun Time Tours, Inc. (MC-176329); Goodall's Charter Bus Service, Inc. (MC-148870); Grosvenor Bus Lines, Inc. (MC-157317); Gulf Coast Transportation Company (MC-201397); Kerrville Bus Company, Inc. (MC-27530), and 3 subsidiaries, Community Rentals Company (MC-257338), Sunset Tours & Travel, Inc. (MC-241422), and William Timothy Vaught d/b/a Vaught Bus Leasing Company (MC-209574); K-T Contract Services, Inc. (MC-218583); PCSTC, Inc. (MC-184852); Powder River Transportation Services, Inc. (MC-161531); Royal West Tours & Cruises, Inc. (MC-239135); Stardust Tours-Memphis, Inc. (MC-318341); Texas Bus Lines, Inc. (MC-037640); Travel Impressions, LLC (MC-340826); Valcn Transportation, Inc. (MC-212398); and Worthen Van Service, Inc. (MC-142573) (collectively, Sellers). Persons wishing to oppose this application must follow the rules at 49 CFR 1182.5 and 1182.8. The Board has tentatively approved the transaction, and, if no opposing comments are timely filed, this notice will be the final Board action.

DATES: Comments must be filed by September 8, 2003. Applicant may file a reply by September 22, 2003. If no comments are filed by September 8, 2003, this notice is effective on that date.

STB Docket No. MC-F-21000

ADDRESSES: Send an original and 10 copies of any comments referring to STB Docket No. MC-F-21000 to: Surface Transportation Board, 1925 K Street, N.W., Washington, DC 20423-0001. In addition, send one copy of any comments to applicant's representative: Stephen Flott, Flott & Co. PC, PO Box 17655, Arlington, VA 22216-7655.

FOR FURTHER INFORMATION CONTACT: Beryl Gordon, (202) 565-1600. [Federal Information Relay Service (FIRS) for the hearing impaired: 1-800-877-8339.]

SUPPLEMENTARY INFORMATION: KBUS is a private limited liability company organized under the laws of the state of Delaware by Kohlberg & Company, LLC (Kohlberg), a noncarrier. Kohlberg is a private equity firm specializing in middle market investments. KBUS, which was specifically created to undertake this transaction, entered into an agreement with the Sellers to buy the assets, including vehicles, and business operations of the Sellers and to take over vehicle leases. KBUS is undertaking this transaction under Kohlberg Fund IV, which closed in 2001 with a total capital of \$576 million.

KBUS is a noncarrier and will remain a noncarrier after this transaction. Applicant plans to consolidate the assets and business operations of the Sellers into two entities: a leasing company and CUSA, LLC (CUSA). The leasing company will acquire the vehicles and CUSA will conduct carrier operations. CUSA has applied for twelve operating authorities from the Federal Motor Carrier Safety Administration to operate as a motor contract and common carrier of passengers in interstate commerce, in order to accommodate the twenty-four operating names under which CUSA intends to carry on business. The Federal operating authorities currently held by each of the Sellers will, upon consummation, be surrendered.

Under 49 U.S.C. 14303(b), the Board must approve and authorize a transaction found to be consistent with the public interest, taking into consideration at least: (1) the effect of the transaction on the adequacy of transportation to the public; (2) the total fixed charges that result; and (3) the interest of affected carrier employees.

Applicant has submitted information, as required by 49 CFR 1182.2, including information to demonstrate that the proposed transaction is consistent with the public interest under 49 U.S.C. 14303(b). Applicant states that the proposed transaction will not reduce competitive options, adversely impact fixed charges, or adversely impact the interests of employees of companies whose assets and businesses are being acquired. It asserts that granting the application will allow CUSA to take advantage of economies of scale and substantial benefits offered by Applicant, including interest cost savings and reduced operating costs. Additional information, including a copy of the application, may be obtained from Applicant's representative.

STB Docket No. MC-F-21000

On the basis of the application, the Board finds that the proposed transaction is consistent with the public interest and should be authorized. If any opposing comments are timely filed, this finding will be deemed vacated and, unless a final decision can be made on the record as developed, a procedural schedule will be adopted to reconsider the application. See 49 CFR 1182.6(c). If no opposing comments are filed by the expiration of the comment period, this decision will take effect automatically and will be the final Board action.

Board decisions and notices are available on our website at "WWW.STB.DOT.GOV."

This decision will not significantly affect either the quality of the human environment or the conservation of energy resources.

It is ordered:

1. The proposed finance transaction is approved and authorized, subject to the filing of opposing comments.

2. If timely opposing comments are filed, the findings made in this decision will be deemed vacated.

3. This decision will be effective on September 8, 2003, unless timely opposing comments are filed.

4. A copy of this notice will be served on: (1) the U.S. Department of Transportation, Federal Motor Carrier Safety Administration, 400 7th Street, S.W., Room 8214, Washington, DC 20590; (2) the U.S. Department of Justice, Antitrust Division, 10th Street & Pennsylvania Avenue, N.W., Washington, DC 20530; and (3) the U.S. Department of Transportation, Office of the General Counsel, 400 7th Street, S.W., Washington, DC 20590.

Decided: July 17, 2003.

By the Board, Chairman Nober.

Vernon A. Williams
Secretary

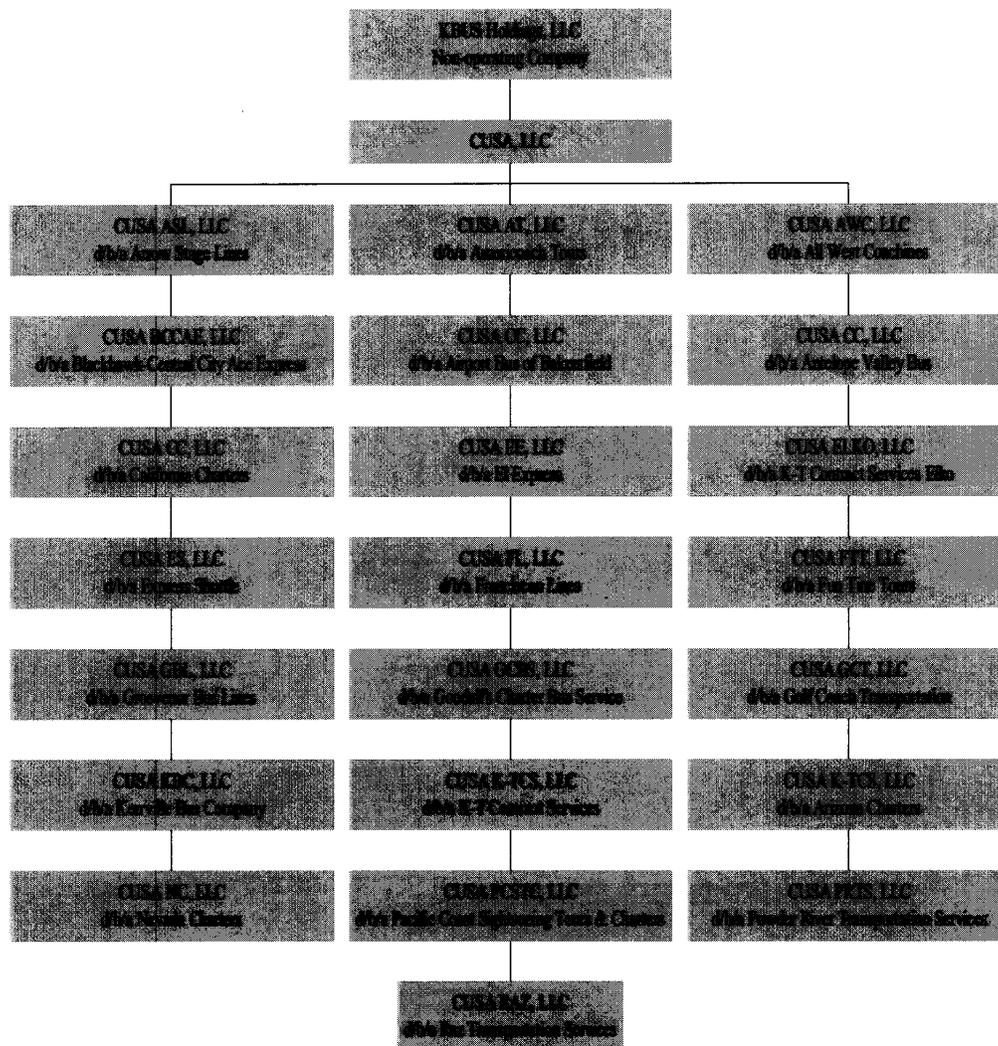
STB Docket No. MCF-21009 - Appendix C

LIDLAW INTERNATIONAL, INC.

FMCSA REGISTERED MOTOR CARRIER AFFILIATES

<u>Carrier</u>	<u>MC Number</u>	<u>DOT Number</u>	<u>Safety Rating</u>
Americanos U.S.A., L.L.C.	309813	781086	Satisfactory
Carolina Coach Company, Inc.	13300	90775	Satisfactory
Coastliner, d/b/a Mississippi Coast Limousine, Inc.	133182	87845	Unrated
Crucero U.S.A., L.L.C.	438895	1053370	Unrated
Gray Line of Vancouver Holdings Ltd.	357855	803584	Unrated
Gray Line of Victoria, Ltd., The	380234	313005	Unrated
Greyhound Canada Transportation Corp.	304126	14106	Satisfactory
Greyhound Lines, Inc.	1515	44110	Satisfactory
Hotard Coaches, Inc.	143881	156451	Conditional
Laidlaw Transit, Inc.	161299	711716	Unrated
Laidlaw Transit Ltd.	102189	16797	Unrated
Laidlaw Transit Services, Inc.	163344	847250	Unrated
Rockton Bus Company, Inc.	165295	233910	Unrated
Safe Ride Services, Inc.	246193	516743	Satisfactory
C. Seeley's Bus Lines Ltd.	203827	889095	Unrated
Texas, New Mexico & Oklahoma Coaches, Inc.	61120	149331	Satisfactory
Valley Transit Company, Inc.	74	136567	Satisfactory
Vancom Transportation - Illinois, L.P.	167816	Unassigned	Unrated
Vermont Transit Co., Inc.	45626	86293	Satisfactory
Victoria Tours Limited	404543	942200	Unrated
Voyageur Corp.	360339	810112	Unrated
Willett Motor Coach Co.	16073	143014	Satisfactory

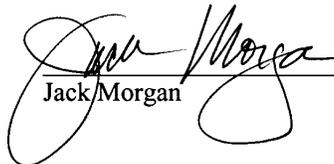
KBUS Holdings, LLC/CUSA, LLC
 Ownership Structure of Federally-Regulated Carriers



VERIFICATION

I, Jack Morgan, Chief Financial Officer of CUSA PCSTC, LLC, declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Verified Application of CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters 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 CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters, the purchaser of assets being acquired from Seller. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 USC 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 USC 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

Dated at Dallas, Texas, this 10th day of December 2004.

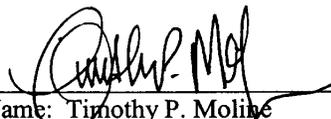


Jack Morgan

VERIFICATION

I, Timothy P. Moline, Vice President - Charter and Tours of Greyhound Travel Services, having management responsibility for Laidlaw Transit Inc., d/b/a Roesch Lines declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Verified Application of CUSA PCSTC, LLC d/b/a Pacific Coast Sightseeing Tours & Charters 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 Transit Inc., d/b/a Roesch Lines. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 USC 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 USC 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

Dated at Dallas, Texas, this 10th day of December 2004.



Name: Timothy P. Moline
Title: Vice President - Charter and Tours
Greyhound Travel Services

Certificate of Service

I hereby certify that I have served a copy of the foregoing Application on the following entities by serving a copy thereof as follows:

By causing to be hand delivered to:

Director of Operations
Antitrust Division
US Department of Justice
601 D Street, NW, Room 1013
Washington, DC

Premerger Notification Office
Bureau of Competition
Federal Trade Commission
600 Pennsylvania Avenue, NW, Room 303
Washington, DC 20580

By mailing a copy thereof, via first class mail, postage prepaid, to:

Chief, Licensing & Insurance Division
U.S.D.O.T. Office of Motor Carriers-HIA 30
400 Virginia Avenue, SW, Suite 600
Washington, DC 20004

California Public Utilities Commission
Attn: Licensing Division
505 Van Ness Ave.
San Francisco, CA 94102

Nevada Department of Business and Industry
Transportation Services Authority
Administrative & Filing Office
2290 S. Jones Boulevard, Suite 110
Las Vegas, NV 89146

Dated at Arlington, Virginia, this 14th day of December 2004.



Stephen Flott