

FF 000164

ARROW-LIEFSCHULTZ FREIGHT FORWARDERS, INC. 1979 1

FF000164

12/01/80

Freight Forwarders
(Class A)

Annual Report Form
F-1

1979

Approved by GAO
B-180230 (R0254)
Expires

Due: March 31, 1980

1. CORRECT NAME AND ADDRESS IF DIFFERENT THAN SHOWN. (See instructions)

NAME AND ADDRESS OF REPORTING CARRIER (Attach label from front cover on original, copy in full on duplicate)

FF 164
Arrow-Lifschultz Freight Forwarders, Inc.
386 Park Avenue South
New York, N.Y. 10016

2. State whether respondent is an individual owner, partnership, corporation, association, etc.: Corporation

3. If a partnership, state the names and addresses of each partner including silent or limited, and their interests:

Name	Address	Proportion of Interest

4. If a corporation, association or other similar form of enterprise, give:

(a) Dates and States of incorporation or organization: June 2, 1957

(b) Directors' names, addresses, and expiration dates of terms of office:

Name	Address	Term Expires
See Attached Schedule		

(c) The names and titles of principal general officers:

Name	Title

5. Give the voting power, elections, and stockholders, as follows:

A. Total voting securities outstanding:

(1) Common	<u>39</u>	shares	<u>39</u>	votes
(2) 1st Preferred		shares		votes
(3) 2nd Preferred		shares		votes
(4) Other securities		shares		votes

B. Does any class of securities carry any special privileges in any elections or in the control of corporate action?
No If so, describe each such class or issue, showing the character and extent of such privileges:

C. State for each class of stock the total number of stockholders of record at the latest date of closing of stock book or compilation of list of stockholders prior to date of submitting this report:

(1) Common 5 (2) 1st Preferred _____ (3) 2nd Preferred _____
 (4) Other _____ (5) Date of closing stock book _____

6. Give names of the ten security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him. If any such holder held securities in trust, give (in a footnote) the particulars of the trust. If the stock book was not closed or the list of stockholders compiled within such year, show such ten security holders as of the close of the year.

Name of security holder (a)	Address (b)	Number of votes, to which entitled (c)	Number of votes, classified			
			Common (d)	1st Preferred (e)	2nd Preferred (f)	Other securities (g)
Sidney Lifschultz	New York, N.Y.	9	9			
Rose Grossman	Chicago, Ill.	9	9			
Bernice Eisenberg	" "	9	9			
Nora Bergman	" "	9	9			
Barry Lifschultz	" "	3	3			

7. The respondent is required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders.

Not Applicable

Check appropriate box:

Two copies are attached to this report.

Two copies will be submitted _____ (date)

No annual report to stockholders is prepared.

8. If the respondent was formed as a result of consolidations or mergers during the year, name all constituent companies, and give specific references to charters or general laws governing each organization, date and authority for each consolidation and each merger received from a regulatory body, and date of consummation.

Not Applicable

9. If the respondent was reorganized during the year, give name of original corporation and the laws under which it was organized, or the name of owner or partners, the reason for the reorganization, and date of reorganization.

Not Applicable

10. If the respondent was subject to a receivership during the year, state—

Not Applicable

- A. Date of receivership _____
- B. Court of jurisdiction under which operations were conducted _____
- C. Date when possession under it was required _____
- D. Name of receiver, receivers, or trustee _____

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<u>Name</u>	<u>Address</u>
Sidney B. Lifschultz	386 Park Avenue South New York, N.Y. 10016
Rose Grossman	3150 N. Lake Shore Chicago, Ill.
Bernice Eisenberg	1300 N. Lake Shore Chicago, Ill.
Nora Bergman	1040 N. Lake Shore Chicago, Ill.
Conrad Grossman	3150 N. Lake Shore Chicago, Ill.

Term Expires

Until new annual stockholder meeting successors are duly elected and qualified.

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<u>Name</u>	<u>Address</u>	<u>Title</u>
Sidney B. Lifschultz	386 Park Avenue South New York, N.Y. 10016	President
David A. Berman	370 E. 76th St. New York, N.Y.	Vice Pres. Asst. Treas.
David A. Lifschultz	386 Park Avenue South New York, N.Y. 10016	Vice Pres. Asst. Sec.
M.E. Brown	28 N. Franklin St. Chicago, Ill	Vice Pres. Sec.-Treas.
H. Schor	356 Selby Lane Ahterton, Calif.	Vice Pres.
M. Edelman	3981 E. Washington Blvd. Los Angeles, CA. 90023	Vice Pres.
M. Milgram	3981 E. Washington Blvd. Los Angeles, CA 90023	Vice Pres.
C. Smith	1540 Marietta Road N.W. P.O. Box 93069 Atlanta, Georgia 30318	Vice Pres.

11. If any individual, individuals, association, or corporation held control, as trustee, other than receivership, over the respondent at the close of the year, state--

Not Applicable

- A. Date of trusteeship _____
- B. Authority for trusteeship _____
- C. Name of trustee _____
- D. Name of beneficiary or beneficiaries _____
- E. Purpose of trust _____

12. Give a list of companies under common control with respondent:

Lifschultz Terminal & Leasing Co. Inc.
 Lifschultz Fast Freight
 Trans-Air Freight System Inc.
 28 N. Franklin Building Corp.

13. Furnish a complete list of all companies controlled by the respondent, either directly or indirectly, at the close of the year. List under each directly controlled company the companies controlled by it and under each company any others of more remote control. Each step of control should be appropriately indented from the left margin. After each company state the percentage, if any, of the voting power represented by securities owned by the immediately controlling company:

Trans-Air Freight System Inc.

41.169%

14. Give a complete list showing companies controlling the respondent, as of the close of the year. Commence with the company which is the most remote and list under each such company the company immediately controlled by it. Each step of control should be appropriately indented from the left margin. After each company state the percentage, if any, of the voting power represented by securities owned by the immediately controlling company. When any company listed is immediately controlled by or through two or more companies jointly, list all such companies and list the controlled company under each of them, indicating its status by appropriate cross references:

15. States in which traffic is originated and/or terminated: (check appropriate boxes)

Alabama	<input checked="" type="checkbox"/>	Georgia	<input checked="" type="checkbox"/>	Maryland	<input checked="" type="checkbox"/>	New Jersey	<input checked="" type="checkbox"/>	South Carolina	<input checked="" type="checkbox"/>
Alaska	<input checked="" type="checkbox"/>	Hawaii	<input checked="" type="checkbox"/>	Massachusetts	<input checked="" type="checkbox"/>	New Mexico	<input checked="" type="checkbox"/>	South Dakota	<input checked="" type="checkbox"/>
Arizona	<input checked="" type="checkbox"/>	Idaho	<input checked="" type="checkbox"/>	Michigan	<input checked="" type="checkbox"/>	New York	<input checked="" type="checkbox"/>	Tennessee	<input checked="" type="checkbox"/>
Arkansas	<input checked="" type="checkbox"/>	Illinois	<input checked="" type="checkbox"/>	Minnesota	<input checked="" type="checkbox"/>	North Carolina	<input checked="" type="checkbox"/>	Texas	<input checked="" type="checkbox"/>
California	<input checked="" type="checkbox"/>	Indiana	<input checked="" type="checkbox"/>	Mississippi	<input checked="" type="checkbox"/>	North Dakota	<input checked="" type="checkbox"/>	Utah	<input checked="" type="checkbox"/>
Colorado	<input checked="" type="checkbox"/>	Iowa	<input checked="" type="checkbox"/>	Missouri	<input checked="" type="checkbox"/>	Ohio	<input checked="" type="checkbox"/>	Vermont	<input checked="" type="checkbox"/>
Connecticut	<input checked="" type="checkbox"/>	Kansas	<input checked="" type="checkbox"/>	Montana	<input checked="" type="checkbox"/>	Oklahoma	<input checked="" type="checkbox"/>	Virginia	<input checked="" type="checkbox"/>
Delaware	<input checked="" type="checkbox"/>	Kentucky	<input checked="" type="checkbox"/>	Nebraska	<input checked="" type="checkbox"/>	Oregon	<input checked="" type="checkbox"/>	Washington	<input checked="" type="checkbox"/>
District of Columbia	<input checked="" type="checkbox"/>	Louisiana	<input checked="" type="checkbox"/>	Nevada	<input checked="" type="checkbox"/>	Pennsylvania	<input checked="" type="checkbox"/>	West Virginia	<input checked="" type="checkbox"/>
Florida	<input checked="" type="checkbox"/>	Maine	<input checked="" type="checkbox"/>	New Hampshire	<input checked="" type="checkbox"/>	Rhode Island	<input checked="" type="checkbox"/>	Wisconsin	<input checked="" type="checkbox"/>
								Wyoming	<input checked="" type="checkbox"/>

16. COMPARATIVE BALANCE SHEET STATEMENT - ASSET SIDE

Give the following financial data at the beginning of the year and at the close of the year (omit cents):

Line No.	Balance at beginning of year (a)	Item (b)	Balance at close of year (c)
		I. CURRENT ASSETS	
1	454,511	(100) Cash	289,334
2	300,000	(101) Special cash deposits (Sec. 18)	
3		(102) Temporary cash investments	
4	XXXXXX 3,100	1. Pledged \$	XXXXXX 3,900
5		2. Unpledged \$	
6	XXXXXX	(103) Working advances	XXXXXX
7	XXXXXX	(104) Notes receivable	XXXXXX
8	1,241,267	(105) Accounts receivable	1,609,405
9		(106) Less: Reserve for doubtful accounts	
10		(107) Accrued accounts receivable	
11		(108) Materials and supplies	
12		(109) Other current assets	
13	1,998,878	(110) Deferred income tax charges (Sec. 19)	1,962,639
		Total current assets	
		II. SPECIAL FUNDS AND DEPOSITS	
14	XXXXXX	(120) Sinking and other funds	XXXXXX
15		Less: Nominally outstanding	
16	XXXXXX 1,225	(121) Special deposits	XXXXXX 1,400
17	1,225	Less: Nominally outstanding	
18		Total special funds	1,400
		III. INVESTMENT SECURITIES AND ADVANCES	
19	592,158	(130) Investments in affiliated companies (Sec. 20)	592,158
20		1. Pledged \$	
21	XXXXXX 701,633	2. Unpledged \$	XXXXXX 776,640
22	5,000	Undistributed earnings from certain investments in affiliated companies (Sec. 21)	5,000
23	XXXXXX	(131) Other investments (Sec. 20)	XXXXXX
24		1. Pledged \$	
25		2. Unpledged \$	
26	1,298,791	(132) Less: Reserve for adjustment of investments in securities	
		(133) Allowance for net unrealized loss on noncurrent marketable equity securities	
		Total investment securities and advances	1,373,798
		IV. TANGIBLE PROPERTY	
27	XXXXXX 66,326	(140) Transportation property (Sec. 22-A)	XXXXXX 734,471
28		(149) Less: Depreciation and amortization reserve	
		Transportation property (Sec. 22-B)	147,714
29	XXXXXX	(160) Nontransportation property (Sec. 23)	XXXXXX
30		(161) Less: Depreciation reserve	
		Nontransportation property (Sec. 23)	586,757
31	66,326	Total tangible property	586,757
		V. INTANGIBLE PROPERTY	
32		(165) Organization	
33		(166) Other intangible property	
34		Total intangible property	
		VI. DEFERRED DEBITS AND PREPAID EXPENSES	
35	24,306	(170) Prepayments	11,656
36		(172) Other deferred debits	
37	24,306	(173) Accumulated deferred income tax charges (Sec. 19)	11,656
38		Total deferred debits and prepaid expenses	
		VII. REACQUIRED AND NOMINALLY ISSUED SECURITIES	
39	XXXXXX	(190) Reacquired and nominally issued long-term debt	XXXXXX
40	XXXXXX	Reacquired: 1. Pledged	XXXXXX
41	XXXXXX	2. Unpledged	XXXXXX
42	XXXXXX	Nominally issued: 1. Pledged	XXXXXX
43	XXXXXX	2. Unpledged	XXXXXX
44	XXXXXX	(191) Nominally issued capital stock	XXXXXX
45	XXXXXX 3,389,526	1. Pledged \$ 2. Unpledged \$	
46		TOTAL ASSETS	3,936,250
47		Contingent assets (not included above)	

For compensating balances not legally restricted, see Sec. 17.

COMPARATIVE BALANCE SHEET STATEMENT—LIABILITY SIDE

Line No.	Balance at beginning of year (a)	Item (b)	Balance at close of year (c)
	\$	VIII. CURRENT LIABILITIES	\$
48		(200) Notes payable	
49	1,111,696	(201) Accounts payable	1,293,106
50		(202) Accrued interest	
51		(203) Dividends payable	
52	36,036	(204) Accrued taxes	1,085
53		(205) Accrued accounts payable	
54		(208) Deferred income tax credits (Sec. 19)	
55		(209) Other current liabilities	
56	1,147,734	Total current liabilities	1,294,191
		IX. LONG-TERM DEBT	
		(b1) Less—Nominally outstanding	(b2) Less—Nominally issued
57		(210) Funded debt (Sec. 29) \$	481,250
58	49,087	(210.5) Capitalized leased obligations	56,733
59		(211) Receivers' and trustees' securities (Sec. 29)	
60		(212) Amounts payable to affiliated companies (Sec. 30)	
61		(213) Long-term debt in default (Sec. 29)	
62		(218) Discount on long-term debt	
63		(219) Premium on long-term debt	
64	49,087	Total long-term debt	537,983
		X. RESERVES	
65	50,576	(220) Insurance reserves	
66		(221) Provident reserves	
67		(222) Other reserves	
68	50,576	Total reserves	
		XI. DEFERRED CREDITS	
69	29,100	(231) Other deferred credits	14,630
70	29,100	(232) Accumulated deferred income tax credits (Sec. 19)	
71		Total deferred credits	14,630
		XII. CAPITAL AND SURPLUS	
72	4,333	(240) Capital stock (Sec. 31)	4,333
73		(241) Premiums and assessments on capital stock	
74		Total (Lines 70 and 71)	4,333
75		Less—Nominally issued capital stock	
76		(242) Discount, commission and expense on capital stock	
77		Total (Lines 73 and 74)	
78		Total (Lines 72 and 75)	4,333
79		(243) Proprietorial capital	
80		(250) Unearned surplus	
81	XXXXXXX	1. Paid in \$ 2. Other \$	XXXXXXX
82		(260) Earned surplus—Appropriated	
83	2,108,696	(270) Earned surplus—Unappropriated (Deficit in paren.) (Sec. 32)	2,085,113
84	XXXXXXX	1. Distributed \$ 2. Undistributed \$	XXXXXXX
85		(279) Net unrealized loss on noncurrent marketable equity securities	
86		(280) Less Treasury stock	
87	XXXXXXX	1. Pledged \$ 2. Unpledged \$	XXXXXXX
88	2,113,029	Total capital and surplus	2,089,446
89	3,389,526	TOTAL LIABILITIES	3,936,250
90		Contingent liabilities (not included above)	

COMPARATIVE BALANCE SHEET STATEMENT—EXPLANATORY NOTES

Estimated accumulated net Federal income tax reduction realized since December 31, 1949, under section 168 (formerly section 124-A) of the Internal Revenue Code because of accelerated amortization of emergency facilities in excess of recorded depreciation \$ _____

Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below \$ _____

—Accelerated depreciation since December 31, 1953, under section 167 of the Internal Revenue Code.

—Guideline livz since December 31, 1961, pursuant to Revenue Procedure 62-21.

—Guideline _____ under Class Life System (Asset Depreciation Range) since December 31, 1970, as provided in the Revenue Act of 1971.

(1) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended _____

(2) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit at beginning of year \$ None

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$ None

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax liability \$ None

Other adjustments (indicate nature such as recapture on early disposition) \$ None

Total deferred investment tax credit at close of year \$ None

Investment tax credit carryover at year end \$ None

Cost of pension plan:

Past service costs determined by actuaries at year end \$ None

Total pension costs for year:

Normal costs \$ _____

Amortization of past service costs \$ _____

Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made \$ None

State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610). YES _____ NO _____

Marketable Equity Securities—to be completed by companies with \$100 million or more in gross operating revenues:

1. Changes in Valuation Accounts

		Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
Current year	Current Portfolio	\$ _____	\$ _____	\$ _____	x x x x
as of / /	Noncurrent Portfolio	5,000	5,000	x x x x	\$ x x x x
Previous year	Current Portfolio			x x x x	x x x x
as of / /	Noncurrent Portfolio			x x x x	x x x x

2. At / / , gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	<u>None</u>	<u>None</u>

3. A net unrealized gain (loss) of \$ _____ on the sale of marketable equity securities was included in net income for _____ (year). The cost of securities sold was based on the _____ (method) cost of all the shares of each security held at time of sale.

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date date of the current year unless specified as previous year.

17.—COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

Using the following notes as a guideline, show the requirements of compensating balances and short-term borrowing arrangements if operating revenues are \$10 million or more. Footnote disclosure is required even though the arrangement is not reduced to writing.

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
4. Compensating balances under an agreement which legally restricts the use of such funds, and which constitute support for short-term borrowing arrangements, should be included in section 18, account 101, Special cash deposits.
5. Compensating balances under an agreement which legally restricts the use of such funds and which constitute support for long-term borrowing arrangements and are reported in account 121, Special deposits, should also be separately disclosed below.
6. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).
7. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

None

18.—SPECIAL CASH DEPOSITS

For other than compensating balances, state separately each item of \$10,000 or more reflected in account 101. Special cash deposits, at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items less than \$10,000". For compensating balances, state separately the total amounts held on behalf of respondent and held on behalf of others.

None

Line No.	Purpose of deposit (a)	Balance at close of year (b)
	Interest special deposits:	\$
1		
2		
3		
4		
5		
6	Total	
	Dividend special deposits:	
7		
8		
9		
10		
11		
12	Total	
	Miscellaneous special deposits:	
13		
14		
15		
16		
17		
18	Total	
	Compensating balances legally restricted:	
19	Held on behalf of respondent	
20	Held on behalf of others	
21	Total	

19. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other", including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".

Indicate in column (b) the beginning of the year balance of accumulated deferred tax credits (debits) applicable to each particular in column (a).

Indicate in column (c) the net change in accounts 110, 173, 208 and 232 for the net tax effect of timing difference originating and reversing in the current accounting period.

The total of net credits (charges) for the current year in column (c) should agree with the contra charges (credits) to account 432, Provision for deferred taxes, and account 451, Provision for deferred taxes, Extraordinary and prior period items, for the current year.

Indicate in column (d) any adjustment as appropriate, including adjustments to eliminate or reinstate deferred tax effect (credits or debits) due to applying or recognizing a loss carryforward or a loss carryback.

Indicate in column (e) the cumulative total of columns (b), (c) and (d). The total of column (e) must agree with the balances in accounts 110, 173, 208 and 232 in Section 16.

ANALYSIS OF FEDERAL INCOME AND OTHER TAXES DEFERRED

None

Line No.	Particulars	Beginning of Year Balance (b)	Net credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C. Guideline lives pursuant to Rev. Proc. 62-21	\$	\$	\$	\$
2	Accelerated amortization of facilities Sec. 168 I.R.C.				
3	Other (Specify)				
4					
5					
6					
7	Investment tax credit				
8	TOTALS				

20. Give the details called for of investments in securities and advances held at the close of the year as stated for accounts (130) and (131) in section 16.

Names of issuing company and description of security held	Par value	Number of shares	Book cost	Income earned during year	
				Kind	Amount
Trans-Air Freight System Common Stock	\$.10	335,951	\$ 592,158	Dividends Equity	- 75,007
State of Israel 4% 2/1/92		5 X	5,000		
Total	XXXXXXX	XXXXXXX	597,158	XXXXXXX	75,007

21. Report below the details of all investments in common stocks included in account 130 Investments in affiliated companies, which qualify for the equity method under instruction 28 in the Uniform System of Accounts for Freight Forwarders.
 Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of accounting in accordance with instruction 28(b) (11) of the Uniform System of Accounts.

Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.
 Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost at date of acquisition. See instruction 28(b)(4).

The total of column (g) must agree with column (b), line 21, Section 16.

UNDISTRIBUTED EARNINGS FROM CERTAIN INVESTMENTS IN AFFILIATED COMPANIES

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)
1	Carriers (List specifics for each company)						
2	Trans-Air Freight System	\$ 592,158	\$ 701,633	\$ 75,007	\$	\$	\$ 776,640
3							
4							
5							
6							
7							
8							
9		No Dividends					
10		41.169%					
11							
12							
13							
14							
15							
16							
17	Total	592,158	701,633	75,007			776,640
18							
19	Noncarriers (Show totals only for each column)	592,158	701,633	75,007			776,640
20	Total (lines 18 and 19)						

24.—RENTAL EXPENSE OF LESSEE

Not Applicable

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) if gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Otherwise, show total rental expense (reduced by rentals from subleases) entering into the determination of results of operations for each period for which an income statement is presented. Rental payments under short-term leases for a month or less which are not expected to be renewed need not be included. Contingent rentals, such as those based on usage or sales, shall be reported separately from the basic or minimum rentals.

Line No.	Type of lease (a)	Current year (b)	Prior year (c)
	Financing leases:	\$	\$
1	Minimum rentals		
2	Contingent rentals		
3	Sublease rentals	()	()
4	Total financing leases		
	Other leases:		
5	Minimum rentals		
6	Contingent rentals		
7	Sublease rentals	()	()
8	Total other leases		
9	Total rental expense of lessee		

NOTE: As used in sections 24 through 28, a "financing lease" is defined as a lease which, during the noncancellable lease period, either (a) covers 75% or more of the economic life of the property or (b) has terms which assure the lessor a full recovery of the fair market value (which would normally be represented by his investment) of the property at the inception of the lease plus a reasonable return on the use of the assets invested subject only to limited risk in the realization of the residual interest in the property and the credit risks generally associated with secured loans.

25.—MINIMUM RENTAL COMMITMENTS

Not Applicable

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Show the minimum rental commitments under all noncancellable leases, as of the date of the latest balance sheet presented, in the aggregate (with disclosure of the amounts applicable to noncapitalized financing leases) for (a) each of the five succeeding fiscal years; (b) each of the next three five-year periods; and, (c) the remainder as a single amount. The amounts so determined should be reduced by rentals to be received from existing noncancellable subleases (with disclosure of the amounts of such rentals). For purposes of this rule, a noncancellable lease is defined as one that has an initial or remaining term of more than one year and is noncancellable, or is cancellable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.

Line No.	Year ended (a)	A			B	
		Financing leases (b)	Other Leases (c)	Total (d)	Sublease rentals*	
					Financing leases (e)	Other leases (f)
1	Next year	X	X	X	X	X
2	In 2 years					
3	In 3 years					
4	In 4 years					
5	In 5 years					
6	In 6 to 10 years					
7	In 11 to 15 years					
8	In 16 to 20 years					
9	Subsequent					

* The rental commitments reported in Part A of this schedule have been reduced by these amounts.

26.—LESSEE DISCLOSURE

Not Applicable

Complete this schedule only if carrier operating revenues are \$10 million or more.

Relate in general terms: (a) the basis for calculating rental payments if dependent upon factors other than the lapse of time; (b) existence and terms of renewal or purchase options, escalation clauses, etc.; (c) the nature and amount of related guarantees made or obligations assumed; (d) restrictions on paying dividends, incurring additional debt, further leasing, etc.; and, (e) any other information necessary to assess the effect of lease commitments upon the financial position, results of operations, and changes in financial position of the lessee.

Line No.	
	(a)
1	
2	
3	
4	
5	
6	
7	
8	
	(b)
9	
10	
11	
12	
13	
14	
15	
16	
	(c)
17	
18	
19	
20	
21	
22	
23	
24	
	(d)
25	
26	
27	
28	
29	
30	
31	
32	
	(e)
33	
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35	
36	
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27.—LEASE COMMITMENTS—PRESENT VALUE

Not Applicable

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) if the present value of the minimum lease commitments are more than five percent of the sum of the long-term debt, stockholders' equity and the present value of the minimum lease commitments, or if the impact on net income (as computed in section 28, Income impact—Lessee) is three percent or more of the average net income for the most recent three years.

Show all noncapitalized financing leases, the present value of the minimum lease commitments in the aggregate and by major categories of properties. Present values shall be computed by discounting net lease payments (after subtracting, if practicable, estimated, or actual amounts, if any, applicable to taxes, insurance, maintenance and other operating expenses) at the interest rate implicit in the terms of each lease at the time of entering into the lease.

Show either the weighted average interest rate (based on present value) and range of rates or specific interest rates for all lease commitments.

Line No.	Asset category (a)	Present value		Range		Weighted average	
		Current year (b)	Prior year (c)	Current year (d)	Prior year (e)	Current year (f)	Prior year (g)
		\$	\$				
1	Structures						
2	Revenue equipment						
3	Shop and garage equipment						
4	Service cars and equipment						
5	Noncarrier operating property						
	Other (Specify)						
6							
7							
8							
9							
10	Total						

28.—INCOME IMPACT—LESSEE

Complete this schedule only if carrier operating revenues are \$10 million or more.

If the impact on net income is less than three percent of the average net income for the most recent three years, a statement to that effect will suffice to complete this schedule. Otherwise, show the impact on net income for each period for which an income statement is presented if all noncapitalized financing leases were capitalized, related assets were amortized on a straight-line basis and interest cost was accrued on the basis of the outstanding lease liability. The amounts of amortization and interest cost shall be separately identified.

In calculating average net income, loss-years should be excluded. If losses were incurred in each of the most recent three years, the average loss shall be used for purposes of this test.

Not Applicable

Line No.	Item (a)	Current year (b)	Prior year (c)
1	Amortization of lease rights	\$	\$
2	Interest		
3	Rent expense		
4	Income tax expense		
5	Impact (reduction) on net income		

32. Show items of Earned surplus—Unappropriated for the year, classified in accordance with the Uniform System of Accounts for Freight Forwarders. All contra entries hereunder should be indicated in parentheses. Include in column (b) only amounts applicable to earned surplus exclusive of any amounts included in column (c). Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting. See account (270) in section 16.

Line No.	Item (a)	Retained earnings accounts (b)	Equity in undistributed earnings of affiliated companies (c)
		\$ 1,407,065	xxx
1	(270) Earned surplus (or deficit) at beginning of year _____	xxx	701,633
2	(300) Equity in undistributed earnings (losses) of affiliated companies at beginning of year _____	676,853	75,007
3	(300) Income balance (Sec. 33) _____		
4	(301) Miscellaneous credits' _____		
5	(302) Prior period adjustments to beginning earned surplus account _____		
6	(310) Miscellaneous debits' _____		xxx
7	(311) Miscellaneous reservations of earned surplus _____	(775,445)	xxx
8	(312) Dividend appropriations of earned surplus _____	1,308,473	xxx
9	(270) Earned surplus (or deficit) at close of year _____	xxx	776,640
10	Equity in undistributed earnings (losses) of affiliated companies at end of year _____	776,640	xxx
11	Balance from line 10(c) _____		
12	Total unappropriated earned surplus and equity in undistributed earnings (losses) of affiliated companies at end of year (lines 9 and 11) _____	2,085,113	xxx

Net of assigned income taxes: account 301 \$ _____ (explain)
 account 310 _____ (explain)

33.—INCOME STATEMENT FOR THE YEAR

Give the following income account for the year (omit cents):

	Item (a)	Amount (b)
ORDINARY ITEMS		
FORWARDER OPERATING INCOME		
1	(400) Operating revenues (Sec. 34) _____	\$ 4,291,366
2	(410) Operating expenses (Sec. 35) _____	3,512,100
3	*Net revenue from forwarder operations (line 1; line 2) _____	779,266
4	(411) Transportation tax accruals (Sec. 36) _____	7,688
5	*Net revenue, less taxes, from forwarder operations (line 3; line 4) _____	771,578
OTHER INCOME		
6	(401) Dividend (other than from affiliates) and interest income _____	1,679
7	(402) Release of premium on long-term debt _____	
8	(403) Miscellaneous income _____	
Income from affiliated companies:		
9	Dividends _____	75,007
10	Equity in undistributed earnings (losses) _____	76,686
11	Total other income _____	848,264
12	*Total income (line 5; line 11) _____	
MISCELLANEOUS DEDUCTIONS FROM INCOME		
13	(412) Provision for uncollectible accounts _____	
14	(413) Miscellaneous tax accruals _____	55,250
15	(414) Miscellaneous income charges _____	55,250
16	Total income deductions _____	793,014
17	*Income from continuing operations before fixed charges (Lines 12, 16) _____	
FIXED CHARGES		
18	(420) Interest on long-term debt _____	41,154
19	(421) Other interest deductions _____	
20	(422) Amortization of discount on long-term debt _____	41,154
21	Total fixed charges _____	
22	(423) Unusual or infrequent items _____	
23	*Income from continuing operations before income taxes (lines 17, 21, 22) _____	751,860
PROVISION FOR INCOME TAXES		
24	(431) Income taxes on income from continuing operations (Sec. 36) _____	
25	(432) Provision for deferred taxes _____	751,860
26	Income (loss) from continuing operations (lines 23-25) _____	
DISCONTINUED OPERATIONS		
27	(433) Income (loss) from operations of discontinued segments** _____	
28	(434) Gain (loss) on disposal of discontinued segments** _____	
29	Total income (loss) from discontinued operations (lines 27, 28) _____	
30	*Income before extraordinary items (lines 26, 29) _____	751,860
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
31	(435) Extraordinary items-Net Credit (Debit) (p. 20) _____	
32	(450) Income taxes on extraordinary and prior period items-Debit (Credit) (p. 20) _____	
33	(451) Provision for deferred taxes-Extraordinary and prior period items _____	
34	Total extraordinary items _____	
35	(452) Cumulative effect of changes in accounting principles** _____	
36	Total extraordinary items and accounting changes (lines 34, 35) _____	
37	*Net income transferred to earned surplus (lines 30, 36) _____	751,860
<p>*If a loss or debit, show the amount in parentheses.</p> <p>**Less applicable income taxes of:</p> <p>(433) Income (loss) from operations of discontinued segments _____ \$ _____</p> <p>(434) Gain (loss) on disposal of discontinued segments _____ _____</p> <p>(452) Cumulative effect of changes in accounting principles _____ _____</p>		

33.—INCOME STATEMENT - EXPLANATORY NOTES

None

1. (a) Indicate method elected by carrier, as provided in the Revenue Act of 1971, to account for the investment tax credit:
 Flow-through----- Deferral-----
- (b) If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit----- \$ _____
- (c) If deferral method was elected, indicate amount of investment tax credit utilized as reduction of tax liability for current year----- \$ _____
- Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes----- (\$ _____)
- Balance of current year's investment tax credit used to reduce current year's tax accrual----- \$ _____
- Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual----- \$ _____
- Total decrease in current year's tax accrual resulting from use of investment tax credits----- \$ _____
2. An explanation of all items included in accounts 435, "Extraordinary items," and 450, "Income taxes on extraordinary items" should be made in the space below. (See instruction 540.0-4, Uniform System of Accounts for Freight Forwarders.)

34.—OPERATING REVENUES

Show the forwarder operating revenues of the respondent for the year, classified by accounts as follows (omit cents):

Line No.	Account (a)	Amount (b)
	I. TRANSPORTATION REVENUE	\$
1	501. Forwarder revenue	14,404,742
	II. TRANSPORTATION PURCHASED—DR.	
2	511. Railroad transportation	7,575,198
3	512. Motor transportation	1,350,033
4	513. Water transportation	1,215,108
5	514. Pick-up, delivery, and transfer service	
6	515. Other transportation purchased*	10,140,339
7	Total transportation purchased	4,264,403
8	Revenue from transportation (line 1 minus line 7)	
	III. INCIDENTAL REVENUE	
9	521. Storage—Freight	26,963
10	522. Rent revenue	
11	523. Miscellaneous	26,963
12	Total incidental revenues	4,291,366
13	Total operating revenues (line 8 plus line 12)	

*Report separately hereunder, by type of transport (air, express, forwarder, or any other type), the amounts included in Account 515, "Other transportation purchased":

35.—OPERATING EXPENSES

Show the forwarder operating expenses of the respondent for the year, classified by accounts as follows (omit cents):

Line No.	Account (a)	Amount	
			(b)
1	601. General office salaries	\$	384,749
2	602. Traffic department salaries		283,729
3	603. Law department salaries		-
4	604. Station salaries and wages*		449,182
5	605. Loading and unloading by others		451,453
6	606. Operating rents		91,131
7	607. Traveling and other personal expense		113,001
8	608. Communications		79,362
9	609. Postage		23,433
10	610. Stationery and office supplies		35,228
11	611. Tariffs		26,103
12	612. Loss and damage—Freight		84,145
13	613. Advertising		49,484
14	614. Heat, light, and water		6,488
15	615. Maintenance		69,132
16	616. Depreciation and amortization		80,094
17	617. Insurance		103,470
18	618. Payroll taxes (Sec. 36)		90,764
19	619. Commissions and brokerage		305,553
20	620. Vehicle operation (Sec. 36)		20,445
21	621. Law expenses		9,645
22	622. Depreciation adjustment		755,959
23	630. Other expenses		3,512,100
24	Total operating expenses		

*Includes debits totaling \$_____ for the pay of employees engaged in handling freight over platforms.

36.—TAXES

Give particulars called for with respect to taxes and licenses accrued to accounts (411) and (431) in Section 35, and accounts (618) and (620) in Section 35.

Line No.	Kind of tax (a)	(411) Trans-	(431) Income taxes	(618) Payroll	(620) Vehicle	Total (f)
		portation tax accruals (b)	on income from continuing operations (c)	taxes (d)	operation (e)	
1	Social security tax	\$	\$	\$ 90,764	\$	\$ 90,764
2	Real estate and personal property taxes	203				203
3	Gasoline, other fuel and oil taxes	2,701				2,701
4	Vehicle licenses and registration fees	2,962				2,962
5	Corporation taxes					
6	Capital stock taxes					
7	Federal excise taxes					
8	Federal excess profits taxes					
9	Federal income taxes					579
10	State income taxes	579				579
	Other taxes (describe):					895
11	(a) Occupancy	895				895
12	(b) Disc.	349				349
13	(c)					
14	(d)					
15	(e)			90,764		90,764
16	Total	7,689		90,764		98,453

37. Give particulars as called for with respect to motor vehicles owned outright and held under purchase obligations at the close of the year:

Line No.	Vehicle		Book value included in account (140) of sec. 16 (c)	Accrued depreciation included in account (149) of sec. 16 (d)
	Make, kind and capacity (a)	Number of (b)		
1			\$	\$
2				
3				
4			None	
5				
6				
7				
8	Total			

38. Give the particulars as called for concerning the respondent's employees and their compensation for the year. The data on number of employees shall be based on the number of employees on the payroll at close of pay period containing the 12th day of the months specified. If operations were interrupted during such period due to strikes, fires, floods, etc., the data should be reported for the nearest representative payroll period. Enter the total number of employees in each class on the payrolls covered by this report who worked full or part time or received pay for any part of the period reported.

Line No.	Class	Number of employees on payroll at close of the pay period containing the 12th day of				Total compensation during year
		February	May	August	November	
General office employees:						
1	Officers	1	1	1	1	\$ 41,978
2	Clerks and attendants	31	32	34	31	342,771
3	Total	32	33	35	32	384,749
Traffic department employees:						
4	Officers	4	4	4	4	97,834
5	Managers	5	5	5	5	93,743
6	Solicitors	13	14	13	14	91,652
7	Clerks and attendants					
8	Total	22	23	22	23	283,229
Law department employees:						
9	Officers					
10	Solicitors					
11	Attorneys					
12	Clerks and attendants					
13	Total					
Station and warehouse employees:						
14	Superintendents					
15	Foremen					
16	Clerks and attendants	1	1	1	1	14,365
17	Laborers	22	26	28	24	434,836
18	Total	23	27	29	25	449,132
All other employees (specify):						
19						
20						
21						
22						
23	Total	77	83	86	80	1,117,160
24	Grand total					

Length of payroll period: (Check one) one week; two weeks; other (specify) _____

39. Give the various statistical items called for concerning the forwarders' operations of the respondent during the year. State tons of 2,000 pounds.

Line No.	Item (a)	Number (b)
1	Tons of freight received from shippers	41,494
2	Number of shipments received from shippers	88,779

40.—COMPENSATION OF OFFICERS, DIRECTORS, ETC.

Give the name, position, salary, and other compensation, such as bonus, commission, gift, reward, or fee, of each of the five persons named in Section 5, item (b) and (c) of this report to whom the respondent paid the largest amount during the year covered by this report as compensation for current or past service over and above necessary expenses incurred in discharge of duties and in addition, all other officers, directors, pensioners or employees, if any, to whom the respondent similarly paid \$40,000 or more. If more convenient, this schedule may be filled out for a group of companies considered as one system and shown only in the report of the principal company in the system, with references thereto in the reports of the other companies. Any large "Other compensation" should be explained in a footnote. If an officer, director, etc., receives compensation from another transportation company (whether a subsidiary or not), reference to this fact should be made if his aggregate compensation amounts to \$40,000 or more, and the details as to division of the salary should be stated. By salary column (c) is meant the annual rate at which an employee is paid, rather than the amount actually paid. If salary of an individual was changed during the year, show salary before each change as well as at close of year.

Line No.	Name of person (a)	Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)	
1	Sidney B. Lifschultz	President	\$	\$ 178,949	(1)
2	Bernice Eisenberg			178,949	(1)
3	Dora Bergman			178,949	(1)
4	Rose Grossman			178,949	(1)
5	Barry Lifschultz			59,649	(1)
6	David Berman			41,978	
7					
8					
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30					

41.—COMPETITIVE BIDDING — CLAYTON ANTITRUST ACT

dealings shall be made with the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations, Part 1030-Competitive Bids through Part 1030.7 - Carriers Subject to the Interstate Commerce Act.

Section 10 of the Clayton Antitrust Act (15 U.S.C. 20) states that "no common carrier engaged in commerce shall have any dealings in securities, supplies or other articles of commerce, or shall make or have any contracts for construction or maintenance of any kind, to the amount of more than \$50,000, in the aggregate, in any one year, with another corporation, firm, partnership or association when the said common carrier shall have upon its board of directors or as its president, manager or as its purchasing or selling officer, or agent in the particular transaction, any person who is at the same time a director, manager, or purchasing or selling officer of, or who has any substantial interest in, such other corporation, firm, partnership or association, unless and except such purchases shall be made from, or such

In column (g), identify the company awarded the bid by including company name and address, name and title of respondent; officers, directors, selling officer, purchasing officer and/or general manager that has an affiliation with the seller.

Not Applicable

Line No.	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1							
2							
3							
4							
5							
6							
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28							
29							
30							

Name, title, telephone number and address of the person to be contacted concerning this report:

NAME David A. Berman TITLE Vice-President

TELEPHONE NUMBER 212-578-4529
(Area code) (Telephone number)

OFFICE ADDRESS 386 Park Avenue South, N.Y., N.Y. 10016
(Street and number) (City, State, and ZIP Code)

OATH

(To be made by the officer having control of the accounting of the respondent)

STATE OF New York

COUNTY OF New York

David A. Berman makes oath and says that he is
Vice-President

(Insert here the official title of the affiant)

of Arrow-Lifschultz Freight Forwarders, Inc.

(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true, and that the said reports is a correct and complete statement of the business and affairs of the above-named respondent during the period of the time from and including December 31, 1980, to and including January 1, 1981.

David A. Berman
David A. Berman

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and County above named,

this 8th day of May, 1980

My commission expires March 30th 1982

LORE A. SMITH
NOTARY PUBLIC, State of New York
No. 24-92739715 Qualified in Kings Co.
Commission Expires March 30, 1982

Lore A. Smith
(Signature of officer authorized to administer oaths)

[USE AN L. S. IMPRESSION SEAL]