

FF 000081 CALIFORNIA WESTERN FREIGHT ASSOC. 1979 1

FF 000081

ORIGINAL

17/018

Freight Forwarders
(Class A)Annual Report Form
F-1

1979

Due: March 31, 1980

Approved by GAO
B-180230 (R0254)
Expires1. CORRECT NAME AND ADDRESS IF DIFFERENT THAN
SHOWN. (See instructions)

MAY 16 1980

ICC - P.O. 2040

FF000081 121018 A D 525
CALIFORNIA WESTERN FREIGHT ASSOCI
P. O. BOX 54037
LOS ANGELES CA 90051

90051

2. State whether respondent is an individual owner, partnership, corpo

3. If a partnership, state the names and addresses of each partner incl

Name

A

BATCH NUM

124

OFF

404

INF ICC

403

Batch S.D. WF13

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

(a) Dates and States of incorporation or organization:

Level 2:

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

Name	Address
John W. Wolcott	747 Third Aven
John F. Joyce	3336 San Ferna
L. Berman	747 Third Aven
David C. Bevan, Jr.	747 Third Aven
R. Lehman	747 Third Aven

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N. Y. 10017 5-06-81

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

Name	Title
John W. Wolcott	Chairman of the Board
John F. Joyce	President
Joseph McGrath	V. President
Joan Fabio	Treasurer
L. Berman	V. P. - Law & Secretary
David C. Bevan, Jr.	V. P. Finance
R. Lehman	V. P. Operation
C. E. Gillis	Asst. Secretary

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

A. Total voting securities outstanding:

	shares	votes
(1) Common 45,000	45,000	
(2) 1st Preferred		
(3) 2nd Preferred		
(4) Other securities		

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:

ORIGINAL

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

D. 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)
TRANSWAY INTERNATIONAL CORP.	747 THIRD AVENUE NEW YORK, N. Y. 10017	45,000	45,000			

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

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.

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.

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

- 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 _____

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--
- 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:

SEE ATTACHED

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:

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		Hawaii		Massachusetts	<input checked="" type="checkbox"/>	New Mexico		South Dakota	
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		Illinois	<input checked="" type="checkbox"/>	Minnesota	<input checked="" type="checkbox"/>	North Carolina	<input checked="" type="checkbox"/>	Texas	
California	<input checked="" type="checkbox"/>	Indiana	<input checked="" type="checkbox"/>	Mississippi		North Dakota		Utah	<input checked="" type="checkbox"/>
Colorado		Iowa		Missouri	<input checked="" type="checkbox"/>	Ohio	<input checked="" type="checkbox"/>	Vermont	<input checked="" type="checkbox"/>
Connecticut	<input checked="" type="checkbox"/>	Kansas		Montana	<input checked="" type="checkbox"/>	Oklahoma		Virginia	<input checked="" type="checkbox"/>
Delaware	<input checked="" type="checkbox"/>	Kentucky	<input checked="" type="checkbox"/>	Nebraska		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		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)
	\$ 200,182	I. CURRENT ASSETS	\$ 36,838
1		(100) Cash	
2		(101) Special cash deposits (Sec. 18)	
3		(102) Temporary cash investments	
4	xxxxxxx	1. Pledged \$	xxxxxxx
5		2. Unpledged \$	
6	xxxxxxx	(103) Working advances	xxxxxxx
7	xxxxxxx	(104) Notes receivable	xxxxxxx
8	2,310,416	(105) Accounts receivable	2,959,557
9		(106) Less: Reserve for doubtful accounts	
10		(107) Accrued accounts receivable	
11		(108) Materials and supplies	
12		(109) Other current assets	
13		(110) Deferred income tax charges (Sec. 19)	
		Total current assets	2,959,557
		II. SPECIAL FUNDS AND DEPOSITS	
14	xxxxxxx	(120) Sinking and other funds	xxxxxxx
15		Less: Nominally outstanding	
16	xxxxxxx	(121) Special deposits	xxxxxxx
17		Less: Nominally outstanding	
18	1,735	Total special funds	2,219
		III. INVESTMENT SECURITIES AND ADVANCES	
19		(130) Investments in affiliated companies (Sec. 20)	
20	xxxxxxx	1. Pledged \$	xxxxxxx
21		2. Unpledged \$	
22		Undistributed earnings from certain investments in affiliated companies (Sec. 21)	
23	xxxxxxx	(131) Other investments (Sec. 20)	xxxxxxx
24		1. Pledged \$	
25		2. Unpledged \$	
26		(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	0
		IV. TANGIBLE PROPERTY	
27	xxxxxxx	(140) Transportation property (Sec. 22-A)	61,048
28		(149) Less: Depreciation and amortization reserve	20,093
29	xxxxxxx	Transportation property (Sec. 22-B)	79,382
30		(160) Nontransportation property (Sec. 23)	xxxxxxx
31	19,877	(161) Less: Depreciation reserve	73,886
		Nontransportation property (Sec. 23)	5,496
		Total tangible property	46,451
		V. INTANGIBLE PROPERTY	
32		(165) Organization	
33		(166) Other intangible property	
34		Total intangible property	
		VI. DEFERRED DEBITS AND PREPAID EXPENSES	
35	16,585	(170) Prepayments	18,179
36	44,563	(172) Other deferred debits	
37		(173) Accumulated deferred income tax charges (Sec. 19)	
38		Total deferred debits and prepaid expenses	18,179
		VII. REACQUIRED AND NOMINALLY ISSUED SECURITIES	
39	xxxxxxx	(190) Reacquired and nominally issued long-term debt	xxxxxxx
40	xxxxxxx	Reacquired: 1. Pledged	xxxxxxx
41	xxxxxxx	2. Unpledged	xxxxxxx
42	xxxxxxx	Nominally issued: 1. Pledged	xxxxxxx
43	xxxxxxx	2. Unpledged	xxxxxxx
44	xxxxxxx	(191) Nominally issued capital stock	xxxxxxx
45	xxxxxxx	1. Pledged	
46	2,593,258	2. Unpledged	
		TOTAL ASSETS	3,063,244
47		Contingent assets (not included above)	

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

Subsidiaries of the Registrant are listed below:

<u>Corporate Name</u>	<u>Jurisdiction of Incorporation</u>	<u>Per Cent of Voting Securities Owned</u>
Bahama Cruise Line, Inc.	Florida	100
California Western Freight Association	California	100
Coordinated Caribbean Transport, Inc.	New York	100
Custom Cartage Company	Delaware	100
Custom Equipment Rentals, Inc.	New York	100
Custom Storage Warehouse Company, Inc.*	New York	100
Dependable Consolidators, Inc.	Illinois	100
Empire Freight Company, Inc.*	California	100
Great Dane Trailers, Inc.	Georgia	100
Great Dane Atlanta, Inc.	Delaware	100
Great Dane Birmingham, Inc.	Delaware	100
Great Dane Charlotte, Inc.	Delaware	100
Great Dane Indianapolis, Inc.	Delaware	100
Great Dane Jacksonville, Inc.	Delaware	100
Great Dane Knoxville, Inc.	Tennessee	100
Great Dane Memphis, Inc.	Tennessee	100
Great Dane Miami, Inc.	Delaware	100
Great Dane Nashville, Inc.	Delaware	100
Great Dane Orlando, Inc.	Florida	100
Great Dane Richmond, Inc.	Virginia	100
Great Dane Springdale, Inc.	Arkansas	100
Great Dane Tampa, Inc.	Delaware	100
Great Dane Trailer Sales, Inc.	Delaware	100
Great Dane Trailers Indiana, Inc.	Delaware	100
Great Dane Trailers Tennessee, Inc.	Tennessee	100
Trailer Insurance Agency, Inc.	Georgia	100
Transway Finance Company	Delaware	100
Lasham Cartage Co.	Illinois	100
Merchant Shippers	California	100

<u>Corporate Name</u>	<u>Jurisdiction of Incorporation</u>	<u>Per Cent of Voting Securities Owned</u>
Modern Shipping Service, Inc.*	New York	100
Odecca Terminal Company	Florida	100
Pacific Forwarding Company, Inc.	New York	100
Robertson Drayage Co., Inc.	California	100
SPS Real Estate Corp.*	Arizona	100
St. Louis Cartage, Inc.*	Missouri	100
Stor Dor Freight System, Inc.	Illinois	100
Transport Cartage and Distributing Co.	Illinois	100
Tropigas International Corp.	Delaware	100
Triad Hydrocarbons, Inc.*	Delaware	100
Tropigas Data Services, Inc.	Florida	100
Tropigas Inc. of Florida	Florida	100
Tropigas Inc. of North Carolina	North Carolina	100
Garner Gas Company, Incorporated	North Carolina	51
Jenkins Gas Company, Incor- porated of Jacksonville, North Carolina	North Carolina	51
Jenkins Gas Company, Incor- porated of New Bern, North Carolina	North Carolina	51
Jenkins Gas Company, Incor- porated of Pollocks- ville, North Carolina	North Carolina	51
Jenkins Gas Company, Incor- porated of Richlands, North Carolina	North Carolina	51
Jenkins Gas Company, Incor- porated of Swansboro, North Carolina	North Carolina	51
Jenkins Gas Company, Incor- porated of Warsaw, North Carolina	North Carolina	51
Jenkins Oil Company, Incor- porated of Warsaw, North Carolina	North Carolina	51
Jenkins Oil Company, Incor- porated of Pollocks- ville, North Carolina	North Carolina	51

<u>Corporate Name</u>	<u>Jurisdiction of Incorporation</u>	<u>Per Cent of Voting Securities Owned</u>
Jenkins Gas Company, Incorporated of Mount Olive, North Carolina	North Carolina	51
Jenkins Oil Company, Incorporated of Jackson- ville, North Carolina	North Carolina	51
Tropigas Investments, Inc.	Florida	100
Tropigas, S.A.	Panama	100
Antilles Gas Corporation	U.S. Virgin Islands	100
Cilgas Jamaica, Limited	Jamaica	100
Copan, S.A.*	Panama	100
Freeport Cruise Lines Panama, Inc.	Panama	83**
International Trading & Transport Co., Inc.*	Panama	100
Tropical Gas Company (U.K.), Limited*	United Kingdom	100
Tropigas Limited	Bahamas	100
Tropigas Carriers, Inc.	Liberia	100
Tropigas de Costa Rica, S.A.	Costa Rica	100
Tropigas de Puerto Rico, Inc.	Puerto Rico	100
Tropigas Tankers, Inc.	Liberia	100
Ultracal, S.A.*	Panama	100
USF Caribbean Enterprises, Inc.	U.S. Virgin Islands	100
USF Warehouse, Inc.*	Florida	100
Universal Carloading & Distributing Co., Inc.	Delaware	100
Universal Terminal Warehouse Co.*	Texas	100
Universal-Transcontinental Corporation	New York	100
Vector Air Express, Inc.	Delaware	100
Wescartage Company, Inc.	Nevada	100
Western Carloading Co., Inc.	Delaware	100
Western Freight Handlers, Inc.	New York	100
Western Terminal Company	Illinois	100

* Inactive.

** Remaining 17% of voting securities are owned by the Registrant.

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	1,343,732	(201) Accounts payable	1,684,409
50		(202) Accrued interest	
51		(203) Dividends payable	
52		(204) Accrued taxes	
53		(205) Accrued accounts payable	
54		(208) Deferred income tax credits (Sec. 19)	
55	118,837	(209) Other current liabilities	68,762
56	1,462,569	Total current liabilities	1,753,171
		IX. LONG-TERM DEBT	
		(b1) Less—Nominally outstanding (b2) Less—Nominally issued	
57		(210) Funded debt (Sec. 29)	
58		(210.5) Capitalized leased obligations	
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		Total long-term debt	
		X. RESERVES	
65		(220) Insurance reserves	
66		(221) Provident reserves	
67	102,386	(222) Other reserves	100,266
68	102,386	Total reserves	100,266
		XI. DEFERRED CREDITS	
69	30,006	(231) Other deferred credits	79,328
70		(232) Accumulated deferred income tax credits (Sec. 19)	
71	30,006	Total deferred credits	79,328
		XII. CAPITAL AND SURPLUS	
72	450,000	(240) Capital stock (Sec. 31)	450,000
73		(241) Premiums and assessments on capital stock	
74		Total (Lines 70 and 71)	450,000
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)	450,000
79		(243) Proprietary capital	
80	583,072	(250) Unearned surplus	583,072
81	XXXXXXX	1. Paid in \$ 2. Other \$	XXXXXXX
82		(260) Earned surplus—Appropriated	
83	(34,675)	(270) Earned surplus—Unappropriated (Deficit in paren.) (Sec. 32)	97,407
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	998,397	Total capital and surplus	1,130,479
89	2,593,358	TOTAL LIABILITIES	3,063,244
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 lives since December 31, 1961, pursuant to Revenue Procedure 62-21 _____

Guideline lives 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 \$ _____

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$ _____

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual \$ _____

Other adjustments (indicate nature such as recapture on early disposition) \$ _____

Total deferred investment tax credit at close of year \$ _____

Investment tax credit carryover at year end \$ _____

Cost of pension plan:

Past service costs determined by actuaries at year end \$ _____

Total pension costs for year: SEE ATTACHED NOTE "A" 147,991

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 \$10.0 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			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

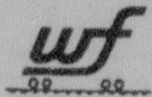
2. At / / , gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	_____	_____

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.



WESTERN FREIGHT ASSOCIATION

EXECUTIVE OFFICES: 3336 SAN FERNANDO ROAD • LOS ANGELES, CALIFORNIA 90065
MAILING ADDRESS: P. O. BOX 54037 • LOS ANGELES, CALIFORNIA 90054 • PHONE 254-7111

PERIOD ENDING 12-31-1979

NOTE "A": "The Company's 1979 pension expenses relating to the Tranway International Corporation Pension Plan and Union administered plans aggregated \$147,991. Past service costs are not allocated to the individual subsidiary companies participating in the Transway Plan."

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.

"The Company does not have short-term borrowing arrangements with a financial institution. Although there are no formal agreements regarding the maintenance of compensating balances, an average of approximately \$157,000 of the Company's 1979 collected bank balances were used as compensating balances in connection with the lines of credit of Transway International Corporation and Transway Finance Company."

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 effects (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.

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.

[illegible]

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 29(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							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18	Total						
19	Noncarriers (Show totals only for each column)						
20	Total (lines 18 and 19)						

22. Give details as called for of investment in transportation property, and reserve for depreciation and amortization for balances as stated for accounts (140) and (149) in section 16.

A. INVESTMENT

Property accounts	Balance at beginning of year	Charges	Credits	Adjustments Dr. - Debit Cr. - Credit	Balance at close of year
141. Furniture and office equipment	\$ 99,238	\$ 3,068	\$ 22,924	\$	\$ 79,382
142. Motor and other highway vehicles					
143. Land and public improvements					
144. Terminal and platform equipment	39,106	30,936	8,994		61,048
145. Other property account charges					
Total	138,344	34,004	31,918		140,430

B. DEPRECIATION AND AMORTIZATION RESERVE

Property accounts	Balance at beginning of year	Charges	Credits	Adjustments Dr. - Debit Cr. - Credit	Balance at close of year
141. Furniture and office equipment	\$ 95,567	\$ 22,924	\$ 1,243	\$	\$ 73,886
142. Motor and other highway vehicles					
143. Land and public improvements (depreciable property)					
144. Terminal and platform equipment	22,900	8,994	6,187		20,093
145. Other property account charges (depreciable property)					
Total	118,467	31,918	7,430		93,979

23. Give details of investment in nontransportation property, and depreciation reserve for balances at close of the year, as stated for accounts (160) and (161) in section 16.

Description of property	Book cost of property	Depreciation reserve
FURNITURES & FIXTURES	\$ 42,744	\$ 41,679
OFFICE MACHINES	36,638	32,207
Total	79,382	73,886

24.—RENTAL EXPENSE OF LESSEE

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.

1978 Operating Revenue \$6,394,259

1979 Operating Revenue \$6,949,374

25.—MINIMUM RENTAL COMMITMENTS

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	\$	\$	\$	\$	\$
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.

1978 Operating Revenue \$6,394,259

1979 Operating Revenue \$6,949,374

26.—LESSEE DISCLOSURE

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.	1978 Operating Revenue	\$6,394,259
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(a)	1979 Operating Revenue	\$6,949,374
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27.—LEASE COMMITMENTS—PRESENT VALUE

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						

1978 Operating Revenue \$6,394,259
1979 Operating Revenue \$6,949,374

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.

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		

1978 Operating Revenue \$6,394,259

1979 Operating Revenue \$6,949,374

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	(270) Earned surplus (or deficit) at beginning of year	\$ (34,675)	xxx
2	(300) Equity in undistributed earnings (losses) of affiliated companies at beginning of year	xxx	
3	(300) Income balance (Sec. 33)	267,082	
4	(301) Miscellaneous credits		
5	(302) Prior period adjustments to beginning earned surplus account		
6	(310) Miscellaneous debits		
7	(311) Miscellaneous reservations of earned surplus		xxx
8	(312) Dividend appropriations of earned surplus	135,000	xxx
9	(270) Earned surplus (or deficit) at close of year	97,407	xxx
10	Equity in undistributed earnings (losses) of affiliated companies at end of year	xxx	
11	Balance from line 10(c)		xxx
12	Total unappropriated earned surplus and equity in undistributed earnings (losses) of affiliated companies at end of year (lines 9 and 11)	97,407	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):

Line No.	Item (a)	Amount (b)
ORDINARY ITEMS		
FORWARDER OPERATING INCOME		
1	(400) Operating revenues (Sec. 34) _____	\$ 6,949,374
2	(410) Operating expenses (Sec. 35) _____	6,372,765
3	*Net revenue from forwarder operations (line 1, line 2) _____	576,609
4	(411) Transportation tax accruals (Sec. 36) _____	41,270
5	*Net revenue, less taxes, from forwarder operations (line 3, line 4) _____	535,339
OTHER INCOME		
6	(401) Dividend (other than from affiliates) and interest income _____	
7	(402) Release of premium on long-term debt _____	
8	(403) Miscellaneous income _____	15,224
9	Income from affiliated companies _____	
10	Dividends _____	
11	Equity in undistributed earnings (losses) _____	15,224
12	Total other income _____	550,563
12	*Total income (line 5, line 11) _____	
MISCELLANEOUS DEDUCTIONS FROM INCOME		
13	(412) Provision for uncollectible accounts _____	55,966
14	(413) Miscellaneous tax accruals _____	
15	(414) Miscellaneous income charges _____	
16	Total income deductions _____	55,966
17	*Income from continuing operations before fixed charges (Lines 12, 16) _____	494,597
FIXED CHARGES		
18	(420) Interest on long-term debt _____	
19	(421) Other interest deductions _____	
20	(422) Amortization of discount on long-term debt _____	
21	Total fixed charges _____	
22	(423) Unusual or infrequent items _____	
23	*Income from continuing operations before income taxes (lines 17, 21, 22) _____	494,597
PROVISION FOR INCOME TAXES		
24	(431) Income taxes on income from continuing operations (Sec. 36) _____	227,515
25	(432) Provision for deferred taxes _____	
26	Income (loss) from continuing operations (lines 23-25) _____	267,082
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) _____	267,082
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) _____	267,082
*If a loss or debit, show the amount in parentheses. **Less applicable income taxes of: (433) Income (loss) from operations of discontinued segments _____ \$ _____ (434) Gain (loss) on disposal of discontinued segments _____ \$ _____ (452) Cumulative effect of changes in accounting principles _____ \$ _____		

33.—INCOME STATEMENT - EXPLANATORY NOTES

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-----	\$ 25,889,133
	II. TRANSPORTATION PURCHASED—DR.	
2	511. Railroad transportation-----	10,234,091
3	512. Motor transportation-----	1,814,780
4	513. Water transportation-----	
5	514. Pick-up, delivery, and transfer service-----	6,908,372
6	515. Other transportation purchased*-----	
7	Total transportation purchased-----	18,957,243
8	Revenue from transportation (line 1 minus line 7)-----	6,931,890
	III. INCIDENTAL REVENUE	
9	521. Storage—Freight-----	9,469
10	522. Rent revenue-----	
11	523. Miscellaneous-----	8,015
12	Total incidental revenues-----	17,484
13	Total operating revenues (line 8 plus line 12)-----	6,949,374

*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	\$ 786,887
2	602. Traffic department salaries	696,922
3	603. Law department salaries	
4	604. Station salaries and wages*	666,093
5	605. Loading and unloading by others	2,143,754
6	606. Operating rents	169,201
7	607. Traveling and other personal expense	333,031
8	608. Communications	118,048
9	609. Postage	51,268
10	610. Stationery and office supplies	64,108
11	611. Tariffs	32,050
12	612. Loss and damage—Freight	236,000
13	613. Advertising	15,249
14	614. Heat, light, and water	27,052
15	615. Maintenance	62,439
16	616. Depreciation and amortization	7,430
17	617. Insurance	70,430
18	618. Payroll taxes (Sec. 36)	151,475
19	619. Commissions and brokerage	327,934
20	620. Vehicle operation (Sec. 36)	
21	621. Law expenses	4,644
22	622. Depreciation adjustment	
23	630. Other expenses	408,750
24	Total operating expenses	6,372,765

*Includes debits totaling \$ 243,134 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) Transportation tax accruals (b)	(431) Income taxes on income from continuing operations (c)	(618) Payroll taxes (d)	(620) Vehicle operation (e)	Total (f)
1	Social security taxes	\$	\$	\$ 119,581	\$	\$ 119,581
2	Real estate and personal property taxes					
3	Gasoline, other fuel and oil taxes					
4	Vehicle licenses and registration fees					
5	Corporation taxes					
6	Capital stock taxes					
7	Federal excise taxes					
8	Federal excess profits taxes		227,515			227,515
9	Federal income taxes	38,419				38,419
10	State income taxes					
	Other taxes (describe):					
11	(a) Federal U. I.			5,101		5,101
12	(b) States U. I.			26,793		26,793
13	(c) Personal Property	356				356
14	(d) Misc. Lic. & Fees	2,495				2,495
15	(e)					
16	Total	41,270	227,515	151,475		420,260

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				
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	\$ 59,048
2	Clerks and attendants	28	29	30	30	630,717
3	Total	29	30	31	31	689,765
	Traffic department employees:					
4	Officers	1	1	1	1	30,340
5	Managers	8	8	8	8	158,973
6	Solicitors	32	32	33	36	507,609
7	Clerks and attendants					
8	Total	41	41	42	45	696,922
	Law department employees:					
9	Officers					
10	Solicitors					
11	Attorneys					
12	Clerks and attendants					
13	Total					
	Station and warehouse employees:					
14	Superintendents					
15	Foremen	2	2	2	2	30,968
16	Clerks and attendants	26	26	25	26	422,959
17	Laborers	10	10	10	10	212,166
18	Total	38	38	37	38	666,093
	All other employees (specify):					
19						
20						
21						
22						
23	Total					
24	Grand total	108	109	110	114	2,052,780

Length of payroll period: (Check one) ☐ one week. ☐ two weeks. ☒ other (specify) 12 months

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	99,995
2	Number of shipments received from shippers	153,974

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	JOHN F. JOYCE	PRESIDENT	\$ 46,048	\$ 13,000
2	JOSEPH McGRATH	V. P.	26,440	3,900
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41.—COMPETITIVE BIDDING — CLAYTON ANTITRUST 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

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 1010-Competitive Bids through Part 1010.7 - Carriers Subject to the Interstate Commerce Act.

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.

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

NAME CONNIE TOM TITLE ASST. CONTROLLER
TELEPHONE NUMBER 213 254 7111
(Area code) (Telephone number)
OFFICE ADDRESS 3336 SAN FERNANDO ROAD, LOS ANGELES, CA. 90065
(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 CALIFORNIA)
COUNTY OF LOS ANGELES) ss.
CONNIE TOM makes oath and says that he is
ASST. CONTROLLER
(Insert here the official title of the affiant)
of CALIFORNIA WESTERN FREIGHT ASSN., 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 JANUARY 1, 1980, to and including DECEMBER 31, 1979

Connie Tom

(Signature of affiant)

Subscribed and sworn to before me, a notary public, in and for the State and County above named, this 14 day of May, 1980
My commission expires _____

[USE AN L. S.
IMPRESSION
SEAL]

Carole A. Sabel
(Signature of officer authorized to administer oaths)

