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REA EXPRESS, INC.

1978

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ANNUAL REPORT

OF

REA EXPRESS, INC. (BANKRUPT)

INTERSTATE
COMMERCE COMMISSION

JUL 23 1979

TO THE

ADMINISTRATIVE SERVICES
MAIL UNIT

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1978

ANNUAL REPORT

OF

REA EXPRESS, INC. (BANKRUPT)

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1978

Name, official title, and office address of officer in charge of correspondence with the Commission regarding this report:

(Name) A. E. Larsen (Title) Controller

(Office address) 141 East 44th Street, New York, N. Y. 10017

(Street and number, city, State, and ZIP Code)

SCHEDULE 10—ORGANIZATION

1. State full and exact name of respondent making this report: REA Express, Inc. (Bankrupt)

doing business as _____

2. Name, title, telephone, and address of officer, owner or partner to whom correspondence concerning this report should be addressed.

A. E. Larsen

(Name)

Controller

(Title)

Telephone Number

212557-8809

(Area Code)

(Telephone Number)

141 East 44th StreetNew YorkNew York 10017

(Number)

(Street)

(City)

(State and ZIP Code)

3. Address of office where accounting records are maintained:

141 East 44th StreetNew YorkNew York 10017

(Number)

(Street)

(City)

(State of ZIP Code)

4. Carrier is Corporation

(Individual, partnership, corporation, association, etc.)

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

Name

Address

Proportion of interest

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

A. Incorporation or organization was—

In the state of Delawareon December 7, 19 28

B. The directors' names, addresses, and terms of office are:

Name

Address

Term expires

Number of voting
shares of carrier
actually or bene-
ficially owned

NONE

C. The names and titles of principal general officers are:

Name

Title

Number of voting
shares of carrier
actually or bene-
ficially owned

NONE

SCHEDULE 10—ORGANIZATION—Continued

7. Voting power, elections and stockholders:

A. Total voting securities outstanding:

(1) Common	2,416,268	shares	2,416,268	votes
(2) Preferred	0	shares	0	votes
(3) Other securities	0	shares	0	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. Date of the latest closing of the stock book, or listing of stockholders, if within a year prior to the actual filing of this report, if book is not closed or list prepared within year indicated, check here ☒ and answer item 7-D as of the last day of the reporting period.

D. State for each class of stock the total number of stockholders of record, corresponding to the answer to item 7-C.

(1) Common	3
(2) Preferred	
(3) Other	

8. Give names of the ten security holders of the respondent who, at the date corresponding to the answer to item 7-C, 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.

Line No.	Name of security holders (a)	Address (b)	Number of votes to which security holder was entitled (c)	Number of Votes, Classified		
				Common (d)	Preferred (e)	Other Securities (f)
1	REA Holding Corporation	141 East 44th St.	2,395,508	All		
2		New York, N.Y. 10017				
3						
4	Florida East Coast	1 Malaga Street	12,456	All		
5	Railway Company	St. Augustine, Fla.				
6		32084				
7						
8	Chicago Great Western	400 West Madison St.	8,304	All		
9	Railway Company	Chicago, Ill. 60607				
10						

9. If respondent was formed by consolidation or merger during year, furnish following for each transaction: Name of carriers, name of authorizing regulatory body, identification number for such authorization, and date consummated:

List names of carriers acquired during year, and furnish name of authorizing regulatory body, identification number for such authorization, and date consummated:

If operations of any of above carriers are included in this report, furnish names and periods of operations covered:

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

11. If 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 acquired _____
 D. Name of receiver, receivers, or trustee _____

12. 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 November 6, 1975
 B. Authority for trusteeship Bankruptcy, U.S. District Court SDNY
 C. Name of trustee C. Orvis Gowerwine
 D. Name of beneficiary or beneficiaries Creditors of REA Express, Inc.
 E. Purpose of trust Liquidation of the Bankrupt Estate

SCHEDULES 13-A THROUGH 13-D-RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 13-A through 13-D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
 2. Right to foreclose a first lien upon all or a major part in value of the tangible property of the controlled company.
 3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.
- Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lesser company.

SCHEDULE 13-A-COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1					
2					
3	REXCO, Inc.		Direct	100% of Stock Owned by Respondent	
4					
5					
6					
7					
8					
9	Railway Express Agency, Incorporated of Virginia		Direct	100% of Stock Owned by Respondent	
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					

SCHEDULE 13-B.-COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
1	(A) Rexco Supply Corporation	Distributor of Automotive parts and Supplies	Indirect	100%	REXCO, Inc. owns 100% of the stock of Rexco Supply Corp.
2					
3					
4					
5	Fast Service Shipping Terminals Inc.	Freight Consolidator	Indirect	100%	REXCO, Inc. Owns 100% of the Stock of Fast Service Shipping Terminals.
6					
7					
8					
9	(A) Adjudicated Bankrupt 11/6/75,	Bankruptcy No. 75B254			
10					

SCHEDULE 13-C.-COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

1. Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the name of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
1	(B) The Express Company, Inc.	International Air Freight Forwarder	Direct 100% Ownership of all stock	100%	REA Holding Corporation
2					
3					
4					
5	Reair Freight, Inc.	Domestic Air Freight Forwarder	Direct 100% Ownership of all stock	100%	REA Holding Corporation
6					
7					
8					
9	(B) Adjudicated Bankrupt 11/6/75,	Bankruptcy No. 75B252			
10					

ICC Auth. No.

YEAR 1978

SCHEDULE 13-D.-COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised by the company immediately controlled by it.
4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1	REA Holding Corporation		Direct -	99.14% of voting stock ownership
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14	Note: REA Holding Corporation adjudicated bankrupt 11/6/75. Bankruptcy No. 75 B 251			
15				
16				
17				
18				
19				
20				

SCHEDULE 15.-STOCKHOLDERS REPORTS

1. 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 reported.

ICC Auth. No.

Year 1978

Schedule 100.-COMPARATIVE STATEMENT OF FINANCIAL POSITION-ASSETS

6

For instructions covering this schedule, see the text pertaining to Balance Sheet Accounts in the Uniform System of Accounts for Express Companies. The entries in this balance sheet should be consistent with those in the supporting schedules indicated.

Line No.	Schedule No.	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)
Current Assets				
1	(111)	Cash*		
2	(112)	Temporary Investments	\$ 575,794	\$ 817,751
3	(113)	Notes Receivable	8,262,769	7,348,880
4	(114)	Accounts Receivable	22,209	24,821
		Less: Allowance for Uncollectible	2,931,548	3,152,016
5		Receivables(Account 115)		
6		Net Receivables	1,206,887	1,399,188
7		Material and Supplies(Account 116)	1,024,661	1,152,828
8	(117)	Prepayments	-	-
9	(118)	Affiliate Receivables	814	814
10	(119)	Other Current Assets	-	-
11	(119-5)	Deferred Income Tax Charges**	1,132,112	1,438,245
12		Total Current Assets	11,118,159	10,785,339
Tangible Property				
13	(121)	Operating Property	2,246,965	2,879,201
14	(122)	Less: Accumulated Depreciation on		
15		Operating Property	701,584	791,263
16	(123)	Net Operating Property	1,545,381	2,087,938
	(124)	Nonoperating Property	-	-
17		Less: Accumulated Depreciation on		
18		Nonoperating Property	-	-
19		Net Nonoperating Property	-	-
		Total Tangible Property	1,545,381	2,087,938
Investment Securities and Advances				
20	(131)	Affiliate Investments	-	-
21	(131A)	Undistributed Earnings from certain		
22		investments in affiliated companies	-	-
23	(132)	Other Investments	361,566	361,566
		Total Investments and Advances	361,566	361,566
Other Assets				
24	(141)	Intangible Property	-	-
25	(142)	Less: Accumulated Amortization on		
26		Intangible Property	-	-
27		Net Intangible Property	-	-
28	(143)	Deferred Charges and Affiliate Receivables	1,569,493	1,584,237
	(144)	Special Funds	-	-
29		Accumulated Deferred Income Tax Charges	-	-
30		(Account 145)**	-	-
31		Total Other Assets	1,569,493	1,584,237
		Total Assets	14,594,799	14,817,080

* For compensating balances not legally restricted, see Schedule 110.

** The totals of accounts 119-5, 145, 219-5 and 243 must correspond to the total of Federal income and other taxes deferred reported in Schedule 110-5.

Schedule 100.-COMPARATIVE STATEMENT OF FINANCIAL POSITION-LIABILITIES AND EQUITY

line No.	Schedule No.	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)
Current Liabilities				
41	(211)	Current Long-Term Debt	\$ -	\$ -
42		Dividends Declared(Account 212)	-	-
43	(213)	Notes Payable	-	-
44	(214)	Accounts Payable	-	-
45	(215)	Income Taxes Accrued	-	-
46	(216)	Other Taxes Accrued and Withheld	7,745	10,771
47	(217)	Accrued Expenses	27,692	29,490
48	(218)	Affiliate Payables	-	-
49	(219)	Other Current Liabilities	47,692	47,730
50		Deferred Income Tax Credits(Account 219-5)**	-	-
51		Total Current Liabilities	83,129	87,991
Long-Term Obligations				
52	(220)	Equipment Obligations(Account 221)	-	-
53	(220)	Bonds(Account 222)	-	-
54	(220)	Other Long-Term Obligations(Account 223)	-	-
55		Total Long-Term Obligations	-	-
Advances Payable				
56	(231)	Affiliate Advances Payable	142,492	151,041
57	(232)	Other Advances Payable	-	-
58		Total Advances Payable	142,492	151,041
Other Liabilities				
59	(241)	Accumulated Provision For Self-Insurance	-	-
60	(242)	Deferred Credits	82,134	82,369
61		Accumulated Deferred Income Tax Credits (243)**	-	-
62		Total Other Liabilities	82,134	82,369
		Deferred Liabilities-Prior to Chapter XI	(A) 67,726,084	67,747,728
		Deferred Liabilities-Chapter XI Period	(A) 19,854,914	19,857,863
Shareholders' Equity				
63	(251)	Preferred Stock	-	-
64	(252)	Common Stock	2,530,450	2,530,450
65		Capital Stock Subscribed(Account 253)	-	-
66	(254)	Capital Surplus	-	-
67	(102A)	Retained Income-Appropriated	-	-
68	(102B)	Retained Income-Unappropriated	(75,710,223)	(75,526,180)
69		Less: Treasury stock (Account 256)	(114,182)	(114,182)
70		Total Shareholders' Equity	(73,293,954)	(73,109,912)
71		Total Liabilities and Equity	14,594,799	14,817,080

Note: (A) Schedule Page 7B

Rail Notes in Dispute and Accrued Interest Applicable Thereto

On September 30, 1971, REA Express, Inc. filed a suit in U. S. District Court for the Southern District of New York contending, among other things, that notes held by various Railroads issued in 1959, amounting to \$27,206,376 are null and void. Such notes had a maturity date of December 31, 1973, and \$24,744,217 of the total was subordinated to all other Long-Term Debt. Interest on such notes has not been paid to the Railroads since April 1, 1971. The Board of Directors, on December 21, 1971, directed that such notes be removed as Long-Term Debt of the Company. Furthermore, it was directed that no provision be made for interest on such notes.

In 1975, the I.C.C. concluded that the notes had been validly approved by the Commission. After a petition for reconsideration was denied, a three Judge District Court, also sitting by special designation as a Second Circuit court of Appeals, affirmed the Commission on November 18, 1976.

The U.S. Supreme Court on June 13, 1977 refused to hear an appeal and affirmed prior decisions that the debt was legally incurred and valid.

The amount of the notes, \$27,206,376, has been restored as Long-Term Debt which arose prior to Chapter XI. The total is included in "Other Advances Payable" of \$27,911,457.

At February 18, 1975, when REA began operations as a Debtor in Possession, retained earnings (deficit) and current liabilities excluded \$5,287,427 of such interest.

Deferred Liabilities - December 31, 1978Deferred Liabilities - Prior to Chapter XI (February 18, 1975)

<u>Account No.</u>	<u>Title of Account</u>	<u>Amount</u>
214	Accounts Payable	\$14,408,969
216	Other Taxes Accrued and Withheld	5,154,562
217	Accrued Expenses	14,045,730
218	Affiliate Payables	1,292,883
219	Other Current Liabilities	61,994
231	Affiliate Advances Payable	840,000
232	Other Advances Payable	27,911,457
241	Accumulated Provision for Self-Insurance	8,140
242	Deferred Credits	<u>4,002,349</u>
Total Deferred Liabilities-Prior to Chapter XI (2/18/75) (Page 7)		<u>\$67,726,084</u>

Deferred Liabilities - Chapter XI Period (February 18, 1975 - November 6, 1975)

<u>Account No.</u>	<u>Title of Account</u>	<u>Amount</u>
211	Current Long - Term Debt	\$ 333,529
213	Notes Payable	45,807
214	Accounts Payable	9,282,492
216	Other Taxes Accrued and Withheld	4,168,659
217	Accrued Expenses	4,706,544
218	Affiliate Payables	410,751
219	Other Current Liabilities	65,039
220	Equipment Obligations	706,261
241	Accumulated Provision for Self-Insurance	6,493
242	Deferred Credits	<u>129,339</u>
Total Deferred Liabilities - Chapter XI Period (2/18/75-11/6/75) (Page 7)		<u>\$19,854,914</u>

Schedule 101.-RESULTS OF OPERATIONS

Report total operating revenues from schedule 300 on line 1 of column (b) and total operating expenses from schedule 500 on line 2 of column (b). Compute the ratios required on lines 27 and 28. Line 5 includes only dividends from investments accounted for under the cost method. Line 7 includes only dividends accounted for under the equity method. Line 8 includes the undistributed earnings(losses) from investments accounted for under the equity method. Line 9 represents the earnings(losses) of investee companies accounted for under the equity method.

Line No.	Schedule No.	Item (a)	Total (b)
ORDINARY ITEMS			
Carrier Operating Income			
1	(300)	Operating Revenues	\$ -
2	(500)	Operating Expenses	-
3		Net Carrier Operating Income	595,463
Other Income			
4	(610)	Noncarrier Income	-
	(620)	Interest and	500
5	(630)	Dividends(from investments under cost)	728,470
6	(640)	Other Income	-
7		Dividend Income(from investments under equity)	47,734
8		Equity in Undistributed Earnings(losses)	-
9		Equity in Earnings(losses of affiliated companies-lines 7 + 8)	-
10		Total Other Income	776,804
11		Total Income	1,372,267
Other Deductions From Income			
12	(710)	Interest Expense	-
13	(720)	Debt Expense and Credit	-
14	(730)	Other Expenses	-
15		Total Other Deductions	365,383
16		Ordinary Income before Income Taxes	1,006,884
17	(810)	Income Taxes on Ordinary Income	-
18		Provision For Deferred Taxes(Account 820)	-
19		Total Income Tax Deductions(lines 17 + 18)	-
20		Ordinary Income	1,006,884
EXTRAORDINARY AND PRIOR PERIOD ITEMS			
21		Extraordinary Items(net)(Account 910)	-
22		Prior Period Items(net)(Account 920)	-
23		Income Taxes on Extraordinary and Prior Period Items (Account 930)	-
24		Provision For Deferred Taxes-Extraordinary and Prior Period Items (Account 940)	-
25		Total Extraordinary and Prior Period Items	-
26		Net Income (or loss)	1,006,884
27		Operating Ratio(line 2 ÷ 1)(one decimal)	1
28		Ordinary income before income taxes ratio(line 16 ÷ line 1)(one decimal)	1

Schedule 102.-STATEMENT OF RETAINED INCOME

A.-APPROPRIATED

Line No.	Account No.	Description (a)	Balance at close of year (b)
1	(255-01)		
2			\$
3			
4			
5			
6			
Total			

B.-UNAPPROPRIATED

Line No.	Account No.	Description (a)	
CREDITS			
1	(255-02)	Unappropriated Retained Income(or deficit) at beginning of year	
2		Equity in undistributed earnings(losses) of affiliated companies at	
3	(255-03)	Current Net Income	beginning of year
4	(255-04)	Other Credits(detail):	
5		Amount of assigned income tax consequences	
6			
7			
8			
9			
DEBITS			
10	(255-05)	Current Net Loss	
11	(255-06)	Dividend Appropriations:	
12		Preferred, \$	quarters to
13		Preferred, \$	quarters to
14		Common, \$	per share
15	(255-07)	Other Appropriations(detail):	
16			
17			
18			
19	(255-08)	Other Debits(detail):	
20		Amount of assigned income tax consequences	
21			
22			
23			
24			
25			
26	(255-02)	Unappropriated Retained Income(or deficit) at close of year	
27		Equity in undistributed earnings(losses) of affiliated companies at	
28			end of year
29		Total unappropriated retained income and equity in undistributed earnings	

Schedule 102.-STATEMENT OF RETAINED INCOME-CONTINUED

B.-UNAPPROPRIATED

1. Show hereunder the items of the Retained Income Account of the respondent for the year, classified in accordance with the Uniform System of Accounts for Express Companies.
2. All contra entries hereunder should be indicated in parentheses.
3. Segregate in column (c) all amounts applicable to the equity in undistributed earnings(losses) of affiliated companies based on the equity method of accounting.
4. Line 3 (line 10, if debit balance), column (c) should agree with line 9, column (b), schedule 101. The total of columns (b) and (c), lines 3 and 10, should agree with line 26, column (b), schedule 101.
5. Include in column (b) only amounts applicable to Retained Income exclusive of any amounts included in column (b), schedule 101.

			Retained Income Accounts (b)	Equity in Undistributed Earnings of Affiliated Companies (c)	Line No.
			\$ (75,526,180)	\$ XXXXXXXXXXXXXXXX	1
			XXXXXXXXXXXXXXXXXX		2
					3
					4
					5
					6
					7
Total Credits			(75,526,180)		8
					9
			184,042		10
	Cash	Stock	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	11
	\$	\$	XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	12
			XXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXX	13
Total				XXXXXXXXXXXXXXXXXX	14
				XXXXXXXXXXXXXXXXXX	15
				XXXXXXXXXXXXXXXXXX	16
Total(255-07)			-0-	XXXXXXXXXXXXXXXXXX	17
				XXXXXXXXXXXXXXXXXX	18
					19
					20
					21
Total(255-08)			-0-		22
Total Debits			184,042		23
Net Increase(decrease)during year			(184,042)		24
			(75,710,222)	XXXXXXXXXXXXXXXXXX	25
			XXXXXXXXXXXXXXXXXX		26
Balance from line 27(c)			-0-	XXXXXXXXXXXXXXXXXX	27
(losses) of affiliated companies					28
at end of year(lines 26 and 28)			(75,710,222)	XXXXXXXXXXXXXXXXXX	29

SCHEDULE 104.—NOTES TO FINANCIAL STATEMENTS

The notes listed below are provided for the purpose of disclosing supplementary financial information which is an important aspect of carrier operations. This information is not disclosed in the financial statements or schedules.

1. Depreciation Accounting

The Internal Revenue Code (IRC) prescribes depreciation accounting that differs from the depreciation accounting prescribed by the Commission. Although the carrier may follow the Commission rules for accounting purposes, he may calculate his Federal Income Tax using IRC depreciation accounting.

If the carrier uses IRC depreciation accounting in either (a) or (b) below, show the dollar amount of any charges to account 900, Federal Income Tax Expense, that represents the difference between the IRS and Commission depreciation accounting. The dollar amount in each case should be a net figure. If there is a net increase, this should be indicated by parentheses.

(a) Show net increase or decrease in charges to account 900 caused by the difference between Accelerated Amortization of Emergency Facilities prescribed by the IRC (Section 168, formerly 124-A) and straight line depreciation prescribed by the Commission:

Current Year \$ NONE
Accumulated since December 31, 1949 \$ NONE

(b) Show net increase or decrease in charges to account 900 caused by the difference between the following IRC guidelines and the Commission guidelines:

- Accelerated depreciation under section 167 of the IRC (December 31, 1953)
- Guideline lives pursuant to Revenue Procedure 62-21 (December 31, 1961)
- Guideline lives under the Class Life System (Asset Depreciation Range) as provided in the Revenue Act of 1971 (December 31, 1970).

Current Year \$ NONE
Accumulated since the applicable date listed above \$ NONE

2. Investment Tax Credit

(a) Complete the section that applies to the accounting method you used for the Investment Tax Credit (Deferral or Flow Through) in the current year for tax accounting purposes.

Deferral Method	Deferred	Applied To Tax Accrual
Beginning balance in Deferred Investment Tax Credit.....	\$ 800,657	XXXXXXXX
Investment Tax Credit from current year operations reported to the Internal Revenue Service.....	XXXXXXXX	\$
Amount of current year's (above) Investment Tax Credit deferred for accounting purposes.....		
Prior years Deferred Investment Tax Credit applied to reduce current year tax accrual.....		
Over (specify, i.e., recapture) Expiration FYE 6/30/67.....	(131,551)	
Ending Balance in Deferred Investment Tax Credit.....	669,106	XXXXXXXX
Total Investment Tax Credit applied to current year tax accrual.....	XXXXXXXX	

Flow-Through Method

Show net increase (or decrease) in tax accrual because of the Investment Tax Credit.....

(b) Show estimated accumulated reduction in Federal Income Tax Expense since December 31, 1961, because of the Investment Tax Credit authorized by the Revenue Act of 1962, as amended, and the Revenue Act of 1971..... -0-

SCHEDULE 104.—NOTES TO FINANCIAL STATEMENTS—Continued

3. Pension Costs: See Footnote*

(a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year _____

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund _____ \$ _____

(c) Is any part of pension plan funded? Specify. Yes _____ No _____

(i) If funding is by insurance, give name of insuring company _____

(ii) If funding is by trust agreement, list trustee(s) _____

Date of trust agreement or latest amendment _____

If respondent is affiliated in any way with the trustee(s), explain affiliation _____

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under agreement _____

(e) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify. Yes _____ No _____

If yes, give number of the shares for each class of stock or other security _____

(ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes _____ No _____ If yes, who determines how stock is voted? _____

4. How did you elect to be taxed under the Internal Revenue Code:

☐ Sole Proprietorship or Partnership?

☒ Corporation?

5. Amount of Net Operating Loss Carryover remaining after filing a Federal Income Tax return for the current year. Computed for fiscal year ended June 30, 1978

\$ 42,946,589

6. Explain any stock purchase options granted to officers and employees

None

7. Explain any entires for net income or retained income restricted under provisions of mortgage and other arrangements

None

*The U.S. District Court for the Southern District of New York issued a court order terminating the Supplemental Retirement Plan on November 6, 1975. The Pension Benefit Guaranty Corp. was subsequently appointed Trustee of the Plan.

8. **Contingent Assets and Liabilities:** Show the requested information with respect to contingent assets and liabilities at the close of the year. Examples of contingent liabilities are items which may become obligations as a result of pending litigation, assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property. If carrier has no contingent assets or liabilities, insert the word "None".

Description (a)	Contingent assets (b)	Contingent liabilities (c)
Contingent assets:	\$	\$
Total —		
Contingent liabilities:		
This report does not reflect liabilities or contingent liabilities or changes therein, which may have resulted from the Chapter XI proceeding on February 18, 1975 or the adjudication of REA in Bankruptcy on November 6, 1975 (Case No. 75-B-253 both dates) except as detailed on Page 7B under captions, "Deferred Liabilities - Prior to Chapter XI" and "Deferred Liabilities - Chapter XI Period"		
Total —		

9. Give a brief description for all items, regardless of amount, included during the year in accounts 910, "Extraordinary items (Net)", 920, "Prior items (Net)", and 930, "Income taxes on extraordinary and prior period items".

10. In accordance with Docket No. 34178 (Sub-No. 2), show below the effect of deferred taxes on prior years net income as reported in annual reports to the Commission. Debit amounts in column (b) and (d), and credit amounts in column (c) should be indicated by parentheses.

Year (a)	Net income as reported (b)	Provision for deferred taxes (c)	Adjusted net income (d)
1977	(\$ 2,120,756)	\$	(\$ 2,120,756)
1976	(5,720,311)		(5,720,311)
1975	(26,552,757)		(26,552,757)

Schedule 10-15-58

State separately each item of \$10,000 or more reflected on the books at close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

Account No.	Purpose of deposit	Balance at close of year
(a)	(b)	(c)
(00 to		
81) Cash and Working Funds	Total	201,245
91) Special Deposits of Interest:		
92) Special Deposits of Dividends:	Total	-0-
93) Miscellaneous Special Deposits:	Total	-0-
Compensating balances legally restricted:		
Other:	Total	
Schedule Page 17-A		
	Total	474,549
(4) Cash in Transit	Total	-0-
	Grand Total	675,794

Schedule 112.-TEMPORARY INVESTMENTS

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000."

[illegible]

NOTES AND REMARKS

Account
No.Purpose of Deposit
(a)Balance at
Close of Year
(b)

	Schedule III Cash	
(93)	Miscellaneous Special Deposits:	
	Protective Insurance Co.	\$ 100,000
	Blue Cross - Blue Shield	103,437
	Irving Trust Co.	100,000
	Commercial Union Insurance Company (Performance Bonds)	96,755
	Peerless Insurance Co. (Customs Bonds)	35,000
	Collateral Held by N.Y.C. Sheriff's Office (Litigation)	32,337
	Minor items each less than \$10,000	<u>7,020</u>
	Total - Page 17, Line 17	<u>\$ 474,549</u>

Schedule 113.-NOTES RECEIVABLE

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000"

Line No.	Account No.	Name of debtor (a)	Notes whether secured or unsecured (b)	Date of issue (c)	Date of maturity (d)	Interest rate (e)	Balance at close of year (f)
		(01) Customers:					\$
1							
2		Sanford J. Heilner, Inc.	Unsecured	6/4/75	1/23/77*	9%	15,932
3							
4							
5							
6							
7		*Settlement 3/30/79					
8		(02) Employees:	Total	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXX		15,932
9							
10							
11							
12							
13							
14							
15							
16		(03) Others:	Total	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXX		-0-
17							
18		Minor items each less than					
19		\$10,000	Unsecured	Various			6,277
20							
21							
22							
23							
24							
25		Total	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXX			6,277
		Grand Total	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXX			22,209

Schedule 114.-ACCOUNTS RECEIVABLE

Show the requested information concerning accounts receivable reflected on the books at the close of the year.

Line No.	Account No.	Subaccount (a)	Balance at close of year (b)
		Customers and Interline:	\$
1		(01 and 10) Customers	389,872
2		(02, 11 and 17) Interline	-
3		Total	389,872
4		Agents, Employees and Others:	
5		(03, 12 and 18) Agents	-
6		(04) Employees	-
7		(05 to 09 and 20) Others	2,511,998
8		(114-19) Advances to Employees	1,580
9		(114-21) Employees Travel Advances	28,098
10			
11			
12			
13			
14			
15			
16		Total	2,541,576
		Grand Total	2,931,548

Schedule 117.-PREPAYMENTS

Show the requested information for each of the subdivisions of this account.

Line No.	Account No.	Items (a)	Balance at close of year (b)
1	(01)	Taxes and Licenses	\$ -
2	(02)	Insurance	-
3	(03)	Interest	-
4	(04)	Rents	-
5	(05)	Miscellaneous	814
6			-
7			-
8		Total	814

Schedule 118.-AFFILIATE RECEIVABLES

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000"

Line No.	Account No.	Name of debtor (a)	Date of issue (b)	Date of maturity (c)	Rate of interest (percent) (d)	Balance at close of year (e)
1	(01)	Loans Receivable:				\$ -
2						
3						
4						
5						
6						
7						
8						
9	(02)	Accounts Receivable:				
10		See Schedule 143, Page 32				
11						
12						
13						
14						
15						
16						
17	(03 and 04)	Interest and Dividends Receivable:				
18						
19						
20						
21						
22						
23						
24						
25						
Total						-0-
Grand Total						-0-

Schedule 121.-OPERATING PROPERTY

Account No.	Description of property (Subcontract) (a)	Balance at beginning of year (b)	Additions and betterments during year (c)	Book cost of property retired (schedule 121-1) (d)	Adjustments During Year		Balance at close of year (g)
					Contra Account No. (e)	Amount (f)	
(01)	Land and Landrights	177,109	\$	\$ 177,109	\$	\$	\$ -
(02)	Structures on Land Owned	455,127		455,127			-
(03)	Revenue Equipment	-					-
(04)	Service Cars and Equipment	-					-
(05)	Shop and Garage Equipment	-					-
(06)	Furniture & Office Equipment	7,779		-			7,779
(07)	Miscellaneous Equipment	-					-
(08)	Leasehold Improvements	-					-
(09)	Unfinished Construction	-		XXXXXXXXXX			-
(10)	Structures on Land Not Owned	2,239,186		XXXXXXXXXX			2,239,186
(11)	Unfin. Constr. Land Not Owned	-		XXXXXXXXXX			-
(12)	Unfin. Constr. Leasehd. Improv.	-		XXXXXXXXXX			-
	Total	2,879,201		632,236	XXXXXXXXXX		2,246,965

Schedule 121-A.-OPERATING PROPERTY RETIRED DURING YEAR

Account No.	Description of property (Subcontract) (a)	Book cost of property retired (b)	Depreciation accrued (c)	Amortization accrued (d)	Insurance recovered (e)	Salvage, trade-in, or other amount received less cost of removal (f)	Gain or loss on disposition (Account 24)		Other Items Dr. or Cr.	
							Debit LOSS (g)	Credit Gain (h)	Account No. (i)	Amount (j)
(01)	Land and Landrights	177,109	XXXXXXXXXX			XXXXXX	XXXXXX			
(02)	Structures on Owned	455,127	89,679				365,383			
(03)	Revenue Equipment									
(04)	Service Cars & Equip.									
(05)	Shop & Garage Equip.									
(06)	Furniture & Office									
(07)	Miscellaneous Equip.									
(08)	Leasehold Improvement									
(10)	Structures on Unowned									
	Total	632,236	89,679				365,383		XXXXXXXXXX	

Schedule 122.-ACCUMULATED DEPRECIATION ON OPERATING PROPERTY

Account No.	Description of property (a)	Balance at beginning of year (b)	CREDITS	DEBITS	OTHER ITEMS, Dr. or Cr.		Balance at close of year (g)
			Charges to depreciation expense (c)	Depreciation accrued on property retired (d)	Contra Account No. (e)	Amount (f)	
(02)	Structures on Land Owned	\$ 89,679		\$ 89,679		\$	\$ -
(03)	Revenue Equipment	-					-
(04)	Service Cars and Equipment	-					-
(05)	Shop and Garage Equipment	-					-
(06)	Furniture and Office Equipment	6,548					6,548
(07)	Miscellaneous Equipment	-					-
(08)	Leasehold Improvements	-					-
(09)	Structures on Land Not Owned	695,036					695,036
	Total	791,263		89,679			701,584

Schedule 119.-OTHER CURRENT ASSETS

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "minor items each less than \$10,000".

Account No.	Description (a)	Balance at close of year (b)
1	(01) Rental Property:	\$
2		
3		
4		
5		
6	(02) Salvage Property:	
7		
8		
9		
10		
11	(03) Miscellaneous:	
12	Cash deposits with Commercial Union Insurance Company for	
13	potential claims arising from traffic dated prior to 2/18/75	991,462
14	subsequent to 2/18/75	140,650
15		
16		
17		
18		
	Total	1,132,112
	Grand Total	1,132,112

Schedule 123.-NONOPERATING PROPERTY

Line No.	Description of property (a)	Purpose for which used (b)	Balance at close of year (c)
1	NONE		\$
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
		TOTAL	

Schedule 124.-ACCUMULATED DEPRECIATION ON NONOPERATING PROPERTY

Line No.	Description (a)	Balance at beginning of year (b)	Additions during Year (c)	Retirements during year (d)	OTHER ITEMS, Dr. or Cr.		Balance at close of year (e)
					Contra Account No. (f)	Amount (g)	
1	NONE	\$	\$ -	\$		\$	\$ -0-

Schedule 132.-OTHER INVESTMENTS

Give the details of the securities and other obligations held by respondent during the year. Classify the investments by indicating the appropriate symbol (as shown on currently page) in column (b).

Line No.	Name of company	Class symbol	Par, stated, or face value* of stocks or bonds	Balance at beginning of year	CHANGES MADE	
					Investments made Book cost	Investments Book cost
	(a)	(b)	(c)	(d)	(e)	(f)
1	Terminal Property Notes	D	\$	\$305,564	\$	\$
2	Terminal Property Notes	D		52,002		
3	Pinnacle Club	E	1,000	4,000		
4						
5						
6						
7						
8						
9						
10						
11						
12						
	Total			\$361,566		

*For nonpar stock, without stated value, show the number of shares.

Schedule 144.-SPECIAL FUNDS

Show the requested information for each item of \$10,000 or more recorded in account 144, Special Funds, during the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

Line No.	Name and purpose of fund	Description of security	Par, stated, or face value* of stocks or bonds	Balance at beginning of year
	(a)	(b)	(c)	(d)
1	NONE	\$	\$	\$
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16		Total		-0-

*For nonpar stock, without stated value, show the number of shares.

Schedule 141.-INTANGIBLE PROPERTY

Show the requested information for each of the accounts.

Line No.	Acct. No.	Description of changes during year (a)	Balance at beginning of year (b)	Additions during year (c)	Retirements during year (d)	Adjustments during year (e)	Balance at close of year (f)
1	(01) Organization		-0-				-0-
2	(02) Franchises		-0-	XXXXXXXXXXXXXXXXXXXX		XXXXXXXXXXXX	XXXXXX
3			XXXXXXXXXX				XXXXXXXXXX
4	(03) Patents		-0-				-0-
5			XXXXXXXXXX				-0-
6	(04) Other		-0-				-0-
7	Total		-0-				-0-

Schedule 142.-ACCUMULATED AMORTIZATION ON INTANGIBLE PROPERTY

Line No.	Acct. No.	Description (a)	Balance at beginning of year (b)	Additions during year (c)	Retirements during year (d)	CHARGES DURING YEAR		Balance at close of year (g)
						Debits (e)	Amount (f)	
1	(01) Organization		-0-					-0-
2	(02) Franchises		-0-					-0-
3	(03) Patents		-0-					-0-
4	(04) Other		-0-			XXXXXX		-0-
	Total		-0-					-0-

Schedule 143.-DEFERRED CHARGES & AFFILIATE RECEIVABLES

Show the requested information separately for each issue of long-term or equipment obligations recorded in account 143-01, Debt Discount. State separately each item of \$10,000 or more recorded in accounts 143-02 to 143-05 at the close of the year. Items of less than \$10,000 may be combined in a single entry described "Minor items each less than \$10,000".

Line No.	Description (a)	Principal amount of debt to which related (b)	Original amount of discount under issue (c)	AMORTIZATION PERIOD		Balance in account at beginning of year (f)	Charges to account during year (g)	Credits to account during year (h)	Balance at close of year (i)
				From (d)	To (e)				
				Year	Year	\$	\$	\$	\$
1	143-01 Debt Discount:								
2									
3									
4	Total								-0-
	143-03 Capital Stock Discount:								
5									
6									
7	Total								-0-
	143-04 Capital Stock Commissions:								
8									
9									
10	Total								-0-
11	143-02 Other Deferred Debits:								
12	Charges Due From Data Carriers					42,115	-	-	42,115
13	Affiliate Receivables (Acct. 119)					1,535,796	-	-	1,535,796
14	Minor Items Each Less Than \$10,000					5,325	-	-	5,325
15									
16	Total					1,583,236	-	-	1,583,236
17	Grand Total					1,583,236	-	-	1,583,236

34

34

20

Schedule 218.-AFFILIATE PAYABLES

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

124

Balance at
close of year

(•)

NONE

- 0 -

See Schedule 231. Page 38

- 6 -

NONE

— 0 —

NONE

- 5 -

GRAND TOTAL

Schedule 215.-INCOME TAXES ACCRUED

Line No.	Description (a)	Balance at close of year (b)
1	(01) Federal:	\$ -0-
2	(02) State:	-0-
3	(03) Local (describe):	-0-
4		
5		
6		
7	TOTAL	-0-

Schedule 216.-OTHER TAXES ACCRUED AND WITHHELD

Line No.	Description (a)	Balance at close of year (b)
1	(01) Real Estate:	\$ -0-
2	(02) Personal Property:	-0-
3	(03) and (04) Railroad Retirement and Unemployment:	5,013
4	(06 to (08) Federal, State and City Withholdings:	2,725
	(09) and (10) Other (describe):	-0-
5		
6		
7		
8		
10		
11	TOTAL	7,745

Schedule 217.-ACCURED EXPENSES

Line No.	Description (a)	Balance at close of year (b)
1	(01) Wages Payable:	\$ 7,309
2	(02) Interest:	-0-
3	(03) Rents:	-0-
4	(04) Insurance:	-0-
5	(08) to (11) Vacations:	-0-
6	(07)(12) and (13) Others (describe):	
7	(12) Group Insurance Withholdings	20,382
8		
9	Total	27,692

Schedule 219.-OTHER CURRENT LIABILITIES

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

Line No.	Description (a)	Balance at close of year (b)
1	(02) Savings Bond Deductions	\$ 125
2	(03) Unremitted C.O.D.'s	42,804
3	(05) Union Dues Deductions	4,763
4		
5		
6		
7		
8		
9	Total	47,692

Schedule 231.-AFFILIATE ADVANCES PAYABLE

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

Line No.	Account No.	Name of creditor (a)	Date of issue (b)	Date of maturity (c)	Rate of interest (per cent) (d)	Balance at close of year (e)
		(01) Notes Payable:				
1		NONE			5	5 -0-
2						
3						
4						
5						
6						
7		(02) Accounts Payable:				
8		The Express Company, Inc.				34,240
9		Rexco Supply Corporation				58,628
10		Fast Service Shipping Terminals Inc.				50,224
11						
12						
13						
14		(03) Interest Payable:				
15		NONE				-0-
16						
17						
18						
19						
20						
21						
Totals						142,492

Schedule 232.-OTHER ADVANCES PAYABLE

State separately each item of \$10,000 or more reflected on the books at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

Line No.	Name of creditor (a)	Date of issue (b)	Date of maturity (c)	Rate of interest (per cent) (d)	Due within 1 year (estimated) (e) 211	Due after 1 year (estimated) (f) 212
	(01) Other Notes Payable:					
1	NONE					
2						
3						
4						
5						
6						
7	(02) Other Accounts Payable:					
8	NONE					-0-
9						
10						
11						
12						
13						
14	(03) Other Interest Payable:					
15	NONE					-0-
16						
17						
18						
19						
20						
21						
Totals					-0-	-0-

Schedule 241.-ACCUMULATED PROVISION FOR SELF-INSURANCE

Show the requested information for each of the subdivisions of this account.

Line No.	Account No.	Description of property (a)	Character of risk (b)	Rate used (c)	Amount (d)
1	(01) General Insurance;				
2	NONE				\$
3					
4					
5					
6					
7					
			Total	XXXXXXXX	-0-
8	(02) Public Liability;				
9	NONE				
10					
11					
12					
13					
14					
			Total	XXXXXXXX	-0-
15	(03) Workmen's Compensation;				
16	NONE				
17					
18					
19					
20					
			Total	XXXXXXXX	-0-
	(04) Surface Cargo Loss and		Surface	Air Cargo	Total
21	(05) Air Cargo Loss		\$	\$	\$
	Balance at beginning of year		15,902	-0-	15,902
	Credits during the year:				
22	(a) Through accruals charged to secondary account 12, Insurance		-	-	-
	(b) Through reimbursement received from other carriers, insurance companies and salvage recovered		-	-	-
23	(c) Other credits		-	-	-
24			-	-	-
25	Total Credits		-	-	-
	Debits during the year:				
26	(a) Amounts payable to shippers, other carriers and insurance companies in settlement of claims		2,269	-	2,269
27	(b) Other Debits		-	-	-
28			-	-	-
29	Total Debits		2,269	-	2,269
	Balance at end of year		14,633	-0-	14,633
30	(06) Other:				
31	For balance sheet presentation above bal-				-0-
32	ances included in Deferred Liabilities, Page				
33	7B: Cargo claims reserve for traffic prior				
34	to 2/18/75				(8,140)
35	Cargo claims reserve for traffic subsequent				(6,493)
36	to 2/18/75 (Chapter XI)				
	Total				(14,633)
37	Grand Total (lines 7, 14, 20, 29 and 36)		XXXXXXXX	XXXXXXXX	-0-

Schedule 241.-SUPPLEMENTAL INFORMATION

Line No.	Description (a)	Amount (b)
	Detail of Account 12, Insurance (cargo loss and damage):	\$
38	(a) Insurance premiums-Net of refund	-0-
39	(b) Accruals for claims (see line 22)	-0-
40	(c) Claims charged directly to secondary account 12	-0-
41	(d) Other (describe)	-0-
42		
43		
44		Total -0-
45	Total amount representing unsettled claims on the last day of the reporting period	3,114,457

Explain basis for determining the amount accrued:

*Represents total approved Loss and Damage claims unpaid at close of period and included in Accounts Payable (Account 214), Deferred Liabilities, Page 7B in the following amounts:

Prior to Chapter XI (2/18/75)	\$1,957,901
Chapter XI Period (2/18/75 - 11/6/75)	<u>1,156,556</u>
	<u>\$3,114,457</u>

Schedule 242, -DEFERRED CREDITS

On lines 1 through 11, show the requested information separately for each issue of long-term or equipment obligations recorded in account 242, Deferred Credits, for unamortized premium on debt.

On lines 12 through 28, state each item of \$10,000 or more reflected in account 242, for other deferred credits at the close of the year. Items of less than \$10,000 may be combined in a single entry and described as "Minor items each less than \$10,000".

Line	Description (a)	Principal amount of debt to which related (b)	Original amount of premium (c)	AMORTIZATION PERIOD		Balance at beginning of year (f)	Credits to account during year (g)	Charges to account during year (h)	Balance at close of year (i)
				From— (year) (d)	To— (year) (e)				
1	Unamortized premium on debt: None								
2									
3									
4									
5									
6									
7									
8									
9									
10									
11	Total	-0-	-0-	xxx	xxx	-0-			-0-
12	Other deferred credits:								
13	Accruals for Penn Central Bents								47,134
14	Accrued Exp.-Cost of handling Loss & Damage Surface Cargo Claims								35,000
15									
16									
17									
18									
19									
20									
21									
22									
23									
24									
25									
26									
27									
28								TOTAL	82,134
29								Grand Total	82,134

42.

In case any "Preferred" or "Debenture" stock is outstanding, the rate of dividend requirements should be shown in column (u) and it should be stated whether the dividends are cumulative or noncumulative.

Per "Common" stock, state in column (a) whether par or nonpar, and if nonpar indicate either with or without stipulated value.

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REA EXPRESS, INC.
SCHEDULE 900 - OPERATING EXPENSES
YEAR 1978

<u>Acct. No.</u>	<u>Account Title</u>	<u>Amount</u>
560	Finance & Administration:	
-01	Payroll	\$315,763
-02	Employee Welfare	16,455
-04	Taxes & Licenses	64,342
-06	Supplies	2,104
-07	Services Purchased	80,960
-08	Unclassified	25,510
-09	Traveling	403
-10	Communications	13,281
-12	Insurance	11,460
-14	Professional Services	3,640
-17	Equipment Rentals	8,059
-20	Real Property Rentals	<u>53,486</u>
	Total	<u>\$585,463</u>

Schedule 504.-OPERATING TAXES AND LICENSES - Year 1978

The taxes charged to secondary account 04 shall be segregated to show the amount paid to the Federal Government and the amount paid each State. Amounts paid to counties, municipalities, or other political subdivisions shall be included in the amount for the State in which situated. Line 54, column (g) should agree with schedule 500, line 56, column (f).

Taxing authority (a)	Highway Use Tax (b)	Vehicle License & Registration (c)	Real Estate Personal Property (d)	Retirement & Unemployment (e)	Other Taxes (f)	Total (g)
Federal				43,322	18	43,340
Alabama					230	230
Alaska					100	100
Arizona					30	30
Arkansas			66		11	77
California					348	348
Colorado					(125)	(125)
Connecticut			9,156		71	9,227
Delaware					270	270
Dist. of Columbia					25	25
Florida					35	35
Georgia					5	5
Hawaii					10	10
Idaho					346	346
Illinois					167	167
Indiana					15	15
Iowa					10	10
Kansas					60	60
Kentucky					5	5
Louisiana					75	75
Maine					30	30
Maryland						
Massachusetts					228	228
Michigan					25	25
Minnesota					112	112
Mississippi					15	15
Missouri					100	100
Montana					5	5
Nebraska						
Nevada					14	14
New Hampshire					150	150
New Jersey					15	15
New Mexico					20	20
New York			2,928		5,017	7,945
North Carolina					10	10
North Dakota					20	20
Ohio					51	51
Oklahoma					56	56
Oregon					200	200
Pennsylvania					20	20
Rhode Island					25	25
South Carolina					10	10
South Dakota					285	285
Tennessee					544	544
Texas					55	55
Utah					30	30
Vermont					70	70
Virginia						
Washington					40	40
West Virginia					17	17
Wisconsin						
Wyoming						
Foreign countries			12,150	43,322	8,870	64,342
TOTAL						

Schedule 526.-GAIN OR LOSS ON SALE OF ASSETS

Show the requested information for items included in secondary account 26.

Line No.	Description of items (a)	Amount (b)
1	NONE	\$
2		
3		
4		
5		
6		
7		
Net Debit or Credit		

Schedule 610.-NONCARRIER INCOME-NET

Show the requested information concerning items included in the account during the year.

Line No.	Description of Operation (a)	Account 611 Total Revenue (b)	Account 612 Total Expenses (c)	Net Amount During Year (d)
1	(611-00) Rental Income			
2		500	-0-	500
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
	Total	600	-0-	600

Schedule 620.-INTEREST INCOME

Schedule 630.-DIVIDEND INCOME

Show the sources of interest and dividend income recorded during the current year.

Line No.	Source (a)	Account 620 Interest (b)	Account 630 Dividend (c)	Total (d)
1	(621 and 631) Investments: A/C 621-01			
2	Certificates of Deposit	640,787		640,787
3	U.S. Treasury Bonds	821		821
4	Special Escrow Deposits	85,937		85,937
	Total	727,545		727,545
5	(623) Miscellaneous Interest Income:			
6	Interest on Security Deposit and sale of			
7	two properties in Michigan	925		925
8				
9				
10				
11				
12				
13	Total	925		925
	Grand Total	728,470	-0-	728,470

Schedule 640.-OTHER INCOME

State separately each item included in the account during the year.

Line No.	Description of Item (a)	Amount (b)
1	(641-01) Miscellaneous Income	\$ -
2	Prior Period Insurance Refund	5,670
3	Recovery on Claim Payment	10,000
4	Reimbursement of Taxes & Insurance - Sale of Property	30,320
5	Miscellaneous	1,744
6		
7		
8		
9		
10	Total	47,734

Schedule 710.-INTEREST EXPENSE

Schedule 720.-DEBT EXPENSE AND CREDIT

Show the debt classification of interest expense recorded during the year.

Line No.	Description of each class of debt applicable. (a)	Amount (b)
1	(711-01) Advances	\$ -
2	(711-02) Bonds	-
3	(711-03) Equipment Obligations	-
4	(711-04) Other Long-term Obligations	-
5	(711-05) Current Obligations	-
6	(712) Affiliate Interest Expense	-
7	(721) Debt Discount Expense	-
8	(722) Debt Premium-CREDIT	-
9	Total	-0-

Schedule 730.-OTHER EXPENSES

State separately each item reflected in the books at the close of the year.

Line No.	Description (a)	Amount (b)
1	(01) Contract Guarantees	\$ -
2		
3	(02) Loss Reimbursements	-
4		
5	(03) Nonoperating Bad Debts	-
6		
7	(04) Intangible Write-Offs	-
8		
9	(05) Nonoperating Donations	-
10		
11		
12	(06) Fines and Penalties	-
13		
14	(07) Excess Life Insurance Premiums	-
15		
16	(08) Sundry Expenses	-
17		
18	(26) Gain or Loss on Sales of Assets	365,383
19		
20		
21		
22	(09) Salvage Value of Revenue Equipment	-
23		
24	Total	365,383

Schedule 902.- EMPLOYEES, SERVICE AND COMPENSATION

Particulars of the numbers of employees, of the services rendered by them, and of the compensation paid for such services should be compiled in accordance with the following instructions:

COLUMN 1-"Reporting divisions" refers to the divisions of employees shown in the Classification of Express Employees adopted by the Interstate Commerce Commission.

COLUMN 2-Number of employees actually at work, on leave with pay, or not working account of assigned day of rest, as of the 15th of the month of report, or as of the next preceding full day if the 15th falls on a Saturday, Sunday or holiday.

Line No.	O. V. N. O.	REPORTING DIVISION (1)	NUMBER OF EMPLOYEES AT MIDDLE OF MONTH (2)	NUMBER OF EMPLOYEE MONTHS (COMPUTED) (3)
		I. EXECUTIVES, OFFICIALS, AND STAFF ASSISTANTS		
1	1	Executive and general officers.....	2	2
2	2	Staff officials, division officers, and assistants.....	10	10
3	(901)	TOTAL (EXECUTIVES, OFFICIALS, AND STAFF ASSISTANTS).....	12	12
		II. PROFESSIONAL, CLERICAL, AND GENERAL		
4	3	Professional and subprofessional assistants.....		
5	4	Chief clerks (A).....	1	1
6	5	Chief clerks (B), head clerks, and clerical specialists.....	1	1
7	6	Clerks.....		
8	7	Nonlisting, adding, and calculating-machine operators.....		
9	8	Stenographers and typists.....	2	2
10	9	Office attendants.....		
11	10	Division supervisors.....		
12	11	Agents--office, depot, and terminal.....		
13	12	Foremen--vehicle, depot, and platform.....		
14	13	Warehouse and platform clerks.....		
15	14	Warehouse and platform laborers.....		
16	15-A	Vehicle employees: Agency service.....		
17	15-B	Vehicle employees: Over the road truck service.....		
18	16	Police.....		
19	17	Claim agents and claim adjusters.....		
20	(902)	TOTAL (PROFESSIONAL, CLERICAL, AND GENERAL).....	4	4
		III. TRAIN TRANSPORTATION		
21	18	Train messengers.....		
22	19	Train helpers and guards.....		
23	(903)	TOTAL (TRAIN TRANSPORTATION).....		
		IV. MAINTENANCE AND STORES		
24	20	Foremen.....		
25	21	Mechanists.....		
26	22	Other craftsmen.....		
27	23	Apprentices and helpers--all trades.....		
28	24	Garage employees.....		
29	25	Laborers, unclassified.....		
30	(904)	TOTAL (MAINTENANCE AND STORES).....		
31	(905)	GRAND TOTAL, ALL EMPLOYEES.....	16	16

Schedule 902. - EMPLOYEES, SERVICE, AND COMPENSATION

COLUMN 3-Total hours of straight time divided by 8 times the number of calendar days (less Saturdays, Sundays and holidays) in the month. This gives the number of persons required to accomplish the work done under straight time if each person worked 8 hours a day except Saturdays, Sundays and holidays.

COLUMN 4-There should be stated for each of the Reporting Divisions, the total number of hours paid for at straight time rates by the employees whose service is includible in the particular Division.

COLUMN 5-Overtime hours of all employees. COLUMN 6-Enter the total of columns 4 and 5. COLUMN 7-Enter the compensation for the time shown in column 4. COLUMN 8-Enter the compensation for the time shown in column 5.

COLUMN 9-Enter the total of columns 7 and 8.

SERVICE HOURS			COMPENSATION (WHOLE DOLLARS)			Line No.
TOTAL STRAIGHT-TIME HOURS (4)	OVERTIME HOURS (5)	TOTAL TIME PAID FOR (6)	TOTAL COMPENSATION FOR STRAIGHT TIME (7)	COMPENSATION FOR OVERTIME (8)	TOTAL COMPENSATION (9)	
3,736		3,736	68,440		68,440	1
19,796		19,796	208,171		208,171	2
23,532		23,532	276,611		276,611	3
						4
2,000		2,000	13,091		13,091	5
2,440		2,440	12,755		12,755	6
						7
						8
4,016		4,016	26,438		26,438	9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
8,456		8,456	52,284		52,284	20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
31,988		31,988	328,895		328,895	31

Schedule 902B.-PAYMENTS FOR SERVICES NOT RENDERED BY EMPLOYERS

Give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowances for expenses, or any form of payments amounting in the aggregate to \$40,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person (other than one of the respondent's employees covered in preceding schedule) for services or as a donation. In the case of contributions of under \$40,000 which are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$40,000 or more.

be included are, among others, payments, directly or indirectly, for legal, medical, engineering, advertising, valuation, accounting, statistical, financial, educational, entertainment, charitable, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, brokers, insurance companies, trustees, promoters, soliditors, consultants, actuaries, investigators, inspectors, and efficiency engineers. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.

To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local governments, payments for heat, light, power, telegraph, and telephone services, and payments to other carriers on the basis of lawful tariff charges, as well as other payments for services which both as to their nature and amount may be reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad, but any special and unusual payments for services should be reported.

If any doubt exists in the mind of the reporting officer as to the reportability of any type of payment, request should be made for a ruling before filing this report.

Line No.	Name of recipient (a)	Nature of service (b)	Amount of payment (c)
1	NONE		\$
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25		Total	-0-

Schedule 910. - CONTRACTS, AGREEMENTS, ETC.

Here give a concise statement of all important contracts, agreements, arrangements, etc., with other companies or persons, together with revisions, modifications, terminations, and other changes thereof, concerning the transportation of express matter or the conduct of express business, which became effective or were removed during the year covered by this report. Give the statement in the following order:

1. Railroad companies.
2. Electric transportation companies or lines.
3. Carriers by water.
4. Motor carriers.
5. Other express companies.
6. United States Government.
7. Other contacts.

Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$25,000 per year, and which, by its terms, is otherwise unimportant.

Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by Section 6(5), Part I, of the Interstate Commerce Act, which reads as follows:

"Every common carrier subject to this part shall also file with said Commission copies of all contracts, agreements, or arrangements with other common carriers in relation to any traffic affected by the provisions of this part to which it may be a party."

No. 1 - None

No. 2 - None

No. 3 - None

No. 4 - None

No. 5 - None

No. 6 - None

No. 7 - None

To verify the foregoing report, both the Oath and the Supplemental Oath must be executed by one of the respective parties designated below. Alteration of the Verification, in any manner, is not permitted.

OATH

(To be made only by the sole proprietor, partner, or officer, as may be applicable to the respondent)

STATE OF New York

COUNTY OF New York

A. E. Larsen

(Insert here the name of the affiant)

Controller

(Insert here the title of the affiant)

of REA Express, Inc. (Bankrupt)

(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 knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; 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 report is a correct and complete statement of the business and affairs of the above-named respondent during the period of time from and including the 1st day of January, 1978, to and including the 31st day of December, 1978.

A. E. Larsen
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public

county above named, this 13th day of July, 1979

My commission expires March 30, 1980

Henry Fulle
(Signature of officer authorized to administer oaths)

NOTARY PUBLIC, State of New York, USE AN L. S.
Qualified in Putnam County IMPRESSION
Commission Expires March 30, 1980 SEAL

SUPPLEMENTAL OATH

(To be made only by the sole proprietor, partner, president, or other chief officer, as may be applicable to the respondent)

STATE OF _____

COUNTY OF _____

(Insert here the name of the affiant)

makes oath and says that he is

(Insert here the official title of the affiant)

of _____

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

that he has carefully examined the foregoing report, that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including the _____ day of _____, 19____, to and including the _____ day of _____, 19____.

(Signature of affiant)

Subscribed and sworn to before me, a _____, in and for the State and county above named, this _____ day of _____, 19____.

My commission expires _____

USE AN L. S.
IMPRESSION
SEAL

(Signature of officer authorized to administer oaths)

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NOTE - The page numbers used in reports for 1974 and subsequent years have been retained in 1978 for easy reference.

Those pages not applicable in 1978 are listed above for completeness.