

WASHINGTON METROPOLITAN AREA TRANSIT COMMISSION

SILVER SPRING, MARYLAND

ORDER NO. 16,697

IN THE MATTER OF:

Investigation of Corporate Status, Directed to:	)	Served November 22, 2016
FUN TRAVEL SERVICE, INC., WMATC No. 230	)	Case No. MP-2016-139
QUIANA TOURS, INC., WMATC No. 290	)	Case No. MP-2016-140
TABI CLUB INTERNATIONAL, L.L.C., Trading as FREE AMERICA WASHINGTON D.C., WMATC No. 340	)	Case No. MP-2016-141
BEST TRANSPORTATION SERVICES, INC., Trading as BTS AIRPORT EXPRESS, WMATC No. 392	)	Case No. MP-2016-142
A-FAIR TRANSPORTATION INC., WMATC No. 539	)	Case No. MP-2016-143
DEPENDABLE TRANSPORTATION, INC, WMATC No. 611	)	Case No. MP-2016-144
DIP & SONS INCORPORATED, Trading as) DIP & SONS TRANSPORTATION SERVICE,) WMATC No. 866 )	)	Case No. MP-2016-145
MILES AWAY CHARTER, LLC, WMATC No. 1299	)	Case No. MP-2016-146
PLATINUM LIMOUSINE SERVICE, INC., WMATC No. 1538	)	Case No. MP-2016-147
ELITE LIMO SERVICE LLC, WMATC No. 1734	)	Case No. MP-2016-148
BRAVO TRANSPORTATION LLC, WMATC No. 1760	)	Case No. MP-2016-149
SIGMA CORPORATION, WMATC No. 2042	)	Case No. MP-2016-150

TSTG, LLC, Trading as TNT	)	Case No. MP-2016-151
TRANSPORTATION, WMATC No. 2147)	
AIT SADDEN LLC, WMATC No. 2475	)	Case No. MP-2016-152
DUNAMIS CHARIOTS OF HOPE, LLC,	)	Case No. MP-2016-153
WMATC No. 2703)	

This matter is before the Commission on the response, or failure to respond, of the above named respondents to Order No. 16,538, served August 29, 2016.

I. BACKGROUND

Each of the above-captioned WMATC carriers is a corporation or limited liability company (LLC) formed under the laws of one of the three Compact signatories: the District of Columbia, the State of Maryland, and the Commonwealth of Virginia. The statutes of each signatory provide for termination of the existence of a domestic corporation or LLC, or termination of the intrinsic legal capacity of a domestic corporation or LLC to do business, upon a failure to file in timely fashion certain periodic reports or pay in timely fashion certain periodic fees.¹

Information obtained from the websites of the District of Columbia Department of Consumer and Regulatory Affairs,² Maryland State Department of Assessments and Taxation,³ and Virginia State Corporation Commission⁴ indicates that the existence or intrinsic right to do business of each respondent stands terminated. The Commission first brought this issue to the attention of respondents by letters dated November 24, 2015, and directed each respondent to submit proof of having reestablished good standing with its home jurisdiction. Each respondent had not complied as of August 29, 2016, of which we took official notice pursuant to Rule 22-07.

Accordingly, we initiated these investigations in Order No. 16,538. In that order, we stated that corporations and LLCs that no longer exist, or that have lost the intrinsic legal capacity to transact business beyond the minimum acts necessary for liquidating assets and winding up one's affairs, are unable to lawfully perform transportation services under a WMATC Certificate of Authority in accordance with Article XI, Section 5, of the Compact. Permitting

¹ See D.C. CODE § 29-106.01-02 (LexisNexis 2016); MD. CODE ANN., CORPS. & ASS'NS §§ 3-503, 3-514(a), 4A-911, & 4A-919(a) (LexisNexis 2016); VA. CODE §§ 13.1-752(A), (C), 13.1-914(A), (C), & 13.1-1050.2(A), (C) (2016) (available at <http://law.lis.virginia.gov/vacode>). See also *Price v. Upper Chesapeake Health Ventures, Inc.*, 995 A.2d 1054, 1062 (Md. Ct. Spec. App. 2010); *Cloverfields Improvement Ass'n, Inc., v. Seabreeze Properties, Inc.*, 362 A.2d 675 (Md. Ct. Spec. App. 1976), *aff'd*, 373 A.2d 935 (Md. 1977).

² <https://corp.dhra.dc.gov/Account.aspx/LogOn?ReturnUrl=%2f>.

³ <http://sdat.resiusa.org/ucc-charter/Pages/CharterSearch/default.aspx>.

⁴ https://cisiweb.scc.virginia.gov/z_container.aspx.

such corporations and LLCs to continue conducting WMATC operations is not consistent with the public interest.

Order No. 16,538 gave each respondent 30 days to file a certificate of good standing from the state under whose laws it was formed or show cause why the Commission should not: (a) assess a civil forfeiture against it, (b) suspend or revoke its WMATC authority, and/or (c) otherwise direct that it cease operations under its WMATC authority. The order also gave each respondent 15 days to request an oral hearing.

II. RESPONSES AND FINDINGS

No respondent requested a hearing. The responses can be grouped into three categories: (a) two respondents complied by submitting a certificate of good standing; (b) nine respondents failed to respond in any manner; and (c) four respondents responded in some manner other than producing an acceptable certificate of good standing.

A. Compliance

Respondents Dependable Transportation, Inc, WMATC No. 611, and Ait Sadden LLC, WMATC No. 2475, each complied with Order No. 16,538 by filing a current certificate of good standing from the state under whose laws they were formed. The investigations of these respondents shall be terminated because they complied with Order No. 16,538.

B. No Response

Respondents Fun Travel Service, Inc., WMATC No. 230, Quiana Tours, Inc., WMATC No. 290, Best Transportation Services, Inc., trading as BTS Airport Express, WMATC No. 392, Dip & Sons Incorporated, trading as Dip & Sons Transportation Service, WMATC No. 866, Platinum Limousine Service, Inc., WMATC No. 1538, Bravo Transportation LLC, WMATC No. 1760, TSTG, LLC, trading as TNT Transportation, WMATC No. 2147, and Dunamis Chariots of Hope, LLC, WMATC No. 2703, failed to respond to Order No. 16,538. Accordingly, the WMATC certificates of these carriers shall be revoked pursuant to Article XI, Section 10(c), of the Compact for respondents' failure to comply with Article XI, Section 5, of the Compact and Order No. 16,538.

Respondent Elite Limo Service LLC failed to respond to Order No. 16,538, but WMATC Certificate No. 1734 was revoked on September 6, 2016, in a separate proceeding that is now administratively final.⁵ Although revocation of this respondent's WMATC certificate would have been proper on this record, we shall terminate this proceeding as moot because the certificate already stands revoked.

⁵ *In re Elite Limo Serv. LLC*, No. MP-16-122, Order No. 16,546 (Sept. 6, 2016).

C. Partial Response

Respondent Sigma Corporation did not bring itself into good standing, but filed an application to voluntarily terminate WMATC Certificate No. 2042, which was granted on September 28, 2016, in a separate proceeding that is now administratively final.⁶ We shall terminate this proceeding as moot because respondent's certificate has already been terminated at its request.

Tabi Club International, L.L.C., trading as Free America Washington D.C., WMATC No. 340, did not bring itself into good standing, but instead caused an affiliate, Tabi Club International L.L.C., a company organized under the laws of Virginia on November 21, 2002, to submit an application for a WMATC certificate on September 26, 2016. However, the application was dismissed on October 25, 2016, after the applicant failed to respond to a request for additional information necessary to a full and fair determination of the application.⁷ Accordingly, WMATC Certificate No. 340 shall be revoked pursuant to Article XI, Section 10(c), of the Compact for respondent's failure to comply with Article XI, Section 5, of the Compact and Order No. 16,538.

Two other respondents did not bring themselves into good standing, but instead caused applications to be filed by affiliates. A-Fair Transportation Inc., WMATC No. 539, caused an affiliate, A-Fair Transportation Inc., a company formed under the laws of Maryland on March 3, 2010, to file an application on September 19, 2016, to transfer WMATC Certificate No. 539. Miles Away Charter, LLC, WMATC No. 1299, caused an affiliate, Miles Away Charter, LLC, a company formed under the laws of the District of Columbia on May 21, 2015, to file an application on September 19, 2016, to transfer WMATC Certificate No. 1299.

We find that the holders of WMATC Certificate Nos. 539 and 1299 have shown cause why their WMATC certificates should not be revoked. These respondents have each taken preliminary steps to ensure that an affiliated successor entity with legal capacity to transact business obtains a WMATC certificate. Although we do not revoke the WMATC certificates of these two respondents at this time, we shall suspend their WMATC certificates because, as we stated in Order No. 16,538, permitting corporations and LLCs that no longer exist, or that have lost the intrinsic legal capacity to transact business beyond the minimum acts necessary for liquidating assets and winding up one's affairs to continue conducting WMATC operations is not consistent with the public interest.

The suspensions shall remain in effect until the WMATC certificates are reissued to affiliated successor applicants as

⁶ *In re Sigma Corp.*, No. AP-16-163, Order No. 16,595 (Sept. 28, 2016).

⁷ *In re Tabi Club Int'l L.L.C.*, No. AP-16-161, Order No. 16,639 (Oct. 25, 2016).

described above, are revoked pursuant to Regulation No. 65,⁸ or are otherwise terminated, whichever occurs first.

III. CIVIL FORFEITURES

We decline to assess civil forfeitures in these proceedings. Although the Commission has previously assessed civil forfeitures against persons engaging in unauthorized operations or unauthorized transfers of a WMATC certificate, the only respondents in these proceedings were entities holding a WMATC certificate, so unauthorized operations are not at issue here. Whether assets, including a WMATC certificate, are transferred upon dissolution of a corporation or LLC is a matter determined by the laws of the state where the entity was formed. We feel that it would be inequitable for some respondents, but not others, to be assessed civil forfeitures for unauthorized transfers when all respondents have engaged in essentially the same behavior by allowing a corporate or LLC charter to lapse after failing to file periodic reports or pay certain periodic fees.

THEREFORE, IT IS ORDERED:

1. That the investigations of respondents Dependable Transportation, Inc, WMATC No. 611, and Ait Sadden LLC, WMATC No. 2475, are hereby terminated.

2. That WMATC Certificate of Authority Nos. 230, 290, 340, 392, 866, 1538, 1760, 2147, and 2703 are hereby revoked pursuant to Article XI, Section 10(c), of the Compact, for respondents' failure to comply with Article XI, Section 5, of the Compact and Order No. 16,538.

3. That within 30 days from the date of this order each respondent formerly holding WMATC Certificate of Authority Nos. 230, 290, 340, 392, 866, 1538, 1760, 2147, or 2703, shall:

- a. remove from respondent's vehicle(s) the identification placed thereon pursuant to Commission Regulation No. 61;
- b. file a notarized affidavit and supporting photograph(s) with the Commission verifying compliance with the preceding requirement; and
- c. surrender its Certificate of Authority to the Commission.

4. That the investigation of respondent Elite Limo Service LLC, formerly WMATC No. 1734, is hereby terminated as moot.

5. That the investigation of respondent Sigma Corporation, formerly WMATC No. 2042, is hereby terminated as moot.

⁸ Regulation No. 65 provides, "[a]ny Certificate of Authority that remains suspended for 365 consecutive days, for any reason, shall be deemed terminated and revoked effective on the 366th day.

6. That WMATC Certificate of Authority Nos. 539 and 1299 are hereby suspended pursuant to Article XI, Section 10(c), of the Compact, for respondents' failure to comply with Article XI, Section 5, of the Compact and Order No. 16,538; and that respondents A-Fair Transportation Inc., WMATC No. 539, and Miles Away Charter, LLC, WMATC No. 1299, shall not transport passengers for hire under their respective WMATC Certificates of Authority, unless and until otherwise ordered by the Commission.

BY DIRECTION OF THE COMMISSION; COMMISSIONERS HOLCOMB, DORMSJO, AND RICHARD:

A handwritten signature in black ink, appearing to read "W. S. Morrow, Jr.", written in a cursive style.

William S. Morrow, Jr.
Executive Director

Appendix to Order No. 16,697

WMATC No.	Name	Entity Type	State of Formation	Formation Date	Action
230	Fun Travel Service, Inc.	CORP	MD	11/4/1992	revoked
290	Quiana Tours, Inc.	CORP	MD	11/2/1994	revoked
340	Tabi Club International, L.L.C., t/a Free America Washington D.C.	LLC	DC	2/1/1996	revoked
392	Best Transportation Services, Inc., t/a BTS Airport Express	CORP	MD	11/19/1992	revoked
539	A-Fair Transportation Inc.	CORP	MD	1/30/2003	suspended
611	Dependable Transportation, Inc	CORP	MD	11/5/2007	proceeding terminated
866	Dip & Sons Incorporated, t/a Dip & Sons Transportation Service	CORP	MD	9/8/2003	revoked
1299	Miles Away Charter, LLC	LLC	MD	9/9/2004	suspended
1538	Platinum Limousine Service, Inc.	CORP	MD	12/22/1999	revoked
1734	Elite Limo Service LLC	LLC	MD	6/3/2010	proceeding terminated (moot)
1760	Bravo Transportation LLC	LLC	MD	9/29/2010	revoked
2042	Sigma Corporation	CORP	VA	9/5/2012	proceeding terminated (moot)
2147	TSTG, LLC, t/a TNT Transportation	LLC	MD	11/14/2011	revoked
2475	Ait Sadden LLC	LLC	VA	2/19/2014	proceeding terminated
2703	Dunamis Chariots of Hope, LLC	LLC	DC	7/28/2014	revoked