entrance at East Fort Miley, on the Historical Compliance Process on the Presidio and GGNRA, and an update on the Bolinas Lagoon Management Plan.

This meeting will also contain a GGNRA Superintendent's Report and a Presidio General Manager's Report.

A specific final agenda for this meeting will be made available to the public at least 15 days prior to this meeting and can be received by contacting the Office of the Staff Assistant, Golden Gate National Recreation Area, Building 201, Fort Mason, San Francisco, California 94123 or by calling (415) 556–4484.

This meeting is open to the public. It will be recorded for documentation and transcribed for dissemination. Minutes of the meeting will be available to the public after approval of the full Advisory Commission. A transcript will be available three weeks after the meeting. For copies of the minutes contact the Office of the Staff Assistant, Golden Gate National Recreation Area, Building 201, Fort Mason, San Francisco, California 94123.

Dated: December 1, 1995. Brian O'Neill, *General Superintendent, Golden Gate National Recreation Area.* [FR Doc. 95–29946 Filed 12–8–95; 8:45 am] BILLING CODE 4310–70–P

## INTERSTATE COMMERCE COMMISSION

## [No. MC-F-20757]

ANR Advance Holdings, Inc.—Merger and Control Exemption—ANR Freight System, Inc., Transport USA, Inc., and Advance Transportation Company

**AGENCY:** Interstate Commerce Commission.

**ACTION:** Notice that the Commission has been requested to issue a finding that the cash price of \$10 per share payable to the minority stockholders of Advance Transportation Company in connection with the recent merger of that corporation into ANR Freight System, Inc., is just and reasonable.

SUMMARY: On November 3, 1995, Advance Transportation Company was merged into ANR Freight System, Inc., which has been renamed ANR Advance Transportation Company, Inc. The terms and conditions of the merger included, among other things, a "cashing out" of all minority stockholders of Advance Transportation Company at a price of \$10 per share. The Commission has been requested to issue a finding that the cash price of \$10 per share payable to the minority stockholders of Advance Transportation Company in connection with the merger is just and reasonable. **DATES:** Comments must be filed by January 10, 1996. Replies must be filed by January 25, 1996.

ADDRESSES: All pleadings should refer to No. MC-F-20757. Comments (an original and 10 copies) should be sent to: Office of the Secretary, Case Control Branch, Interstate Commerce Commission, 1201 Constitution Avenue, N.W., Washington, D.C. 20423.1 Comments should also be served (one copy each) on: (1) Warren Belmar, Fulbright & Jaworski L.L.P., 801 Pennsylvania Avenue, N.W., Washington, D.C. 20004; and (2) James F. Moriarty, Fleischman & Walsh, P.C., Suite 600, 1400 16th Street, N.W. Washington, D.C. 20036. Replies (an original and 10 copies) should be sent to: Office of the Secretary, Case Control Branch, Interstate Commerce Commission, 1201 Constitution Avenue, N.W., Washington, D.C. 20423. Replies should also be served (one copy each) on: any persons filing comments; each of the approximately 675 participants in the employee stock ownership plan that formerly held stock in Advance Transportation Company; and each of the 39 former employees that held stock in Advance Transportation Company immediately prior to the recent merger. FOR FURTHER INFORMATION CONTACT: Beryl Gordon, (202) 927-5610. [TDD for the hearing impaired: (202) 927–5721.]

**SUPPLEMENTARY INFORMATION:** The merger consummated November 3, 1995, was incidental to a control transaction that involved three motor carriers: ANR Freight System, Inc. (ANR Freight); Transport USA, Inc. (Transport); and Advance Transportation Company (ATC).<sup>2</sup>

Immediately prior to the merger and the control transaction, (1) ANR Freight and Transport were wholly owned direct subsidiaries of ANR Advance Holdings, Inc. (AA Holdings), which was itself a wholly owned direct subsidiary of ANRFS Holdings, Inc. (ANRFS), which was in its turn a wholly owned indirect subsidiary of The Coastal Corporation, and (2) ATC's stock was held by "principal stockholders" and by "minority stockholders." The ATC principal stockholders were eight individual family members, who collectively owned 78.4% of ATC's stock. The ATC minority stockholders included both an employee stock ownership plan (an ESOP), under which approximately 675 ATC employees were the beneficial owners of the stock held by the ESOP, and 39 former ATC employees, each of whom owned outright ATC stock that had formerly been held by the ESOP. The ESOP held 21.6% of ATC's stock; the 39 former employees held an additional 415 shares of ATC's stock.<sup>3</sup>

The control transaction of which the merger was a part involved the common control of ANR Freight, Transport, and ATC. Common control of these three motor carriers was obtained by AA Holdings, which already controlled ANR Freight and Transport, and which received, as part of the control transaction, the 78.4% stock ownership of ATC that had previously been held by the eight principal stockholders of ATC.

In connection with and incidental to the control transaction, (1) ATC was merged into ANR Freight, and ANR Freight was renamed (its new acronym is AATC), and (2) the principal stockholders of ATC acquired 50% of the stock of AA Holdings (prior to the transaction, ANRFS had held 100% of the stock of AA Holdings). In connection with and incidental to the merger of ATC into ANR Freight, ATC's minority stockholders (the ESOP and the former employees) were "cashed out" at a price of \$10 per each share of ATC stock formerly held by such minority stockholders.

The merger and the broader control transaction were subject to our jurisdiction under 49 U.S.C. 11343(a). Accordingly, by notice of exemption filed August 23, 1995, five parties (ANR Freight, Transport, AA Holdings, ANRFS, and ATC) invoked the 49 U.S.C. 11343(e) class exemption codified at 49 CFR Part 1186. The notice was published in the *ICC Register* on September 1, 1995 (at pages 15–16), and it indicated that we had exempted, subject to public comment, both the merger of ATC into ANR Freight and the

<sup>&</sup>lt;sup>1</sup>Legislation to terminate the Commission on December 31, 1995, is now pending enactment. Until further notice, parties submitting pleadings should continue to use the current name and address.

<sup>&</sup>lt;sup>2</sup> ATC was also licensed as a broker, but its broker status is of no particular consequence in the present context.

<sup>&</sup>lt;sup>3</sup> The cited figures (the 78.4% holdings of the principal stockholders; the 21.6% holdings of the ESOP, on behalf of approximately 675 ATC employees; and the 415 shares held by the 39 former ATC employees) have varied somewhat through the course of this proceeding. We have therefore used the figures provided in the most recent pleading (the petition filed November 14, 1995), which we understand to represent the exact figures as they stood immediately prior to the merger of ATC into ANR Freight. We realize, of course, that the described ATC holdings add up to 415 shares above 100%. The context, however suggests that either the 78.4% figure or the 21.6% figure has been rounded off, because the 415 shares held outright by former employees amount to approximately 0.07% of ATC's stock.