

PART A

TV# 101177

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

1300 S Evergreen Park Dr SW, PO Box 47250, Olympia, WA 98501

Telephone (360) 664-1222 - Fax (360) 586-1181

Intrastate Common Carrier Operating Authority

JUL 06 2010

APPLICATION FOR PERMIT

(excluding Household Goods and Common Carrier Brokers)

WASH. UT & TP COMM

Clk# 3743

FOR OFFICIAL USE ONLY

Reception Number: 0025096	Safety: 7-13-10	Carrier ID#: 6067
111 0268 200 02 775.00	Insurance: 7-13-10 E	Employee: Kwe

TYPE OF APPLICATION (check one)

New Common Carrier Permit Authority, or Transfer of Existing Permit Number		Extension of Common Carrier Permit Authority	
<input checked="" type="checkbox"/> \$275 GENERAL COMMODITIES ONLY	<input type="checkbox"/> \$100 GENERAL COMMODITIES, including ARMORED CAR SERVICE	<input type="checkbox"/> \$100 GENERAL COMMODITIES, including HAZARDOUS MATERIALS	<input type="checkbox"/> \$100 GENERAL COMMODITIES, including HAZARDOUS MATERIALS and ARMORED CAR SERVICE
<input type="checkbox"/> \$275 GENERAL COMMODITIES, including ARMORED CAR SERVICE			
<input type="checkbox"/> \$275 GENERAL COMMODITIES, including HAZARDOUS MATERIALS			
<input type="checkbox"/> \$275 GENERAL COMMODITIES, INCLUDING HAZARDOUS MATERIALS and ARMORED CAR SERVICE			

<input type="checkbox"/> \$100 REINSTATEMENT OF CANCELLED COMMON CARRIER PERMIT (Must be filed within 10 months of cancellation)	For Commission Use Only: Auth #:
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TYPE OF PAYMENT

<input type="checkbox"/> Check	<input type="checkbox"/> Money Order	<input type="checkbox"/> Amex	<input type="checkbox"/> Discover	<input type="checkbox"/> Mastercard	<input type="checkbox"/> Visa	Expiration Date
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CERTIFICATION: I, the undersigned, under penalty for false statement, certify that the following information is true and correct, that I am authorized to execute and file this document on behalf of the applicant, and that all information on file is current and valid.

Name (printed): Joseph E. Rebman Date: June 30, 2010
Signature: [Signature] Title: Attorney & Authorized Representative

MOTOR CARRIER IDENTIFICATION

CC#: 063902	US DOT#: 1953576	WA UNIFIED BUSINESS IDENTIFIER (UBI) #: 602-969-668
APPLICANT NAME: Velocity Express, LLC	PHONE#: (888) 839-7669	
d/b/a: Velocity Express Per call 7/7/10	FAX #: (201) 994-1925	
BUSINESS (MAILING) ADDRESS: (street address, P.O. Box)	11104 W. Airport Blvd., Suite 130	
(city, state, zip)	Stafford, TX 77477	
PHYSICAL ADDRESS: (street address, if different)	Same	

TYPE OF BUSINESS STRUCTURE

(check individual or complete partnership/corporation information)

INDIVIDUAL PARTNERSHIP CORPORATION (LP, LLP, LLC)
STATE OF INCORPORATION DE

NAME TITLE ADDRESS STOCK DISTRIBUTION OR PERCENTAGE OF SHARE
See attached

TRANSFER OF PERMIT NUMBER

Complete this section if you are transferring an existing permit to a new owner. List name of current permit holder and permit number to be transferred. The current permit holder must sign below to authorize the transfer of the permit number.

NAME ON PERMIT: _____ PERMIT NUMBER: _____

Signature of current permit holder

Date

INSURANCE REQUIREMENTS (must check one)

A permit will not be issued until acceptable insurance is received

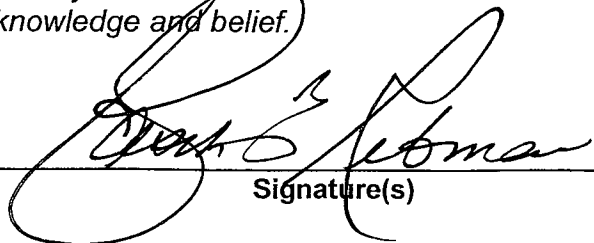
- | | | | |
|---|---|---|---|
| <input type="checkbox"/> You will not haul hazardous materials in any quantity. You will only operate vehicles with a GVWR of less than 10,000 pounds. You must obtain \$300,000 in Public Liability and Property Damage Insurance. You do not need to complete Part B. | <input checked="" type="checkbox"/> You will not haul hazardous materials in any quantity. You will operate vehicles with a GVWR of 10,000 pounds or more. You must obtain \$750,000 in Public Liability and Property Damage Insurance. You must complete Part B. | <input type="checkbox"/> You will haul hazardous materials requiring \$1 million in Public Liability and Property Damage Insurance. You must complete Part C, Sections 1 and 2. | <input type="checkbox"/> You will haul hazardous materials requiring \$5 million in Public Liability and Property Damage Insurance. You must complete Part C, Sections 1 and 2. |
|---|---|---|---|

MOTOR VEHICLE LIST (Attach additional pages if necessary)

UNIT#	LICENSE#	STATE	VIN#
<u>See attached</u>	<u>See attached</u>		

Signature

I, as applicant, understand that the filing of this application does not in itself constitute authority to operate and that no operations may be conducted until a permit is received from the Commission. I hereby declare and affirm that the information contained in this application is true to the best of my knowledge and belief.


Signature(s)

June 30, 2010
Date

VELOCITY EXPRESS, LLC MEMBERSHIP LIST

Velocity Express, LLC is a limited liability company organized and existing under the laws of Delaware. The ownership of Velocity Express, LLC is as follows:

- 70% - ComVest Velocity Holdings, LLC (privately owned equity firm)
- 10% - 15 Hedge Funds
- 8% - Vince Wasik
- 1.75% - Garrett Stonehouse
- Balance – divided among employees.

The Officers of Velocity Express, LLC is as follows:

John McAlpin (Pres & CEO), Mark Carlesimo, (Sec and General Counsel), Todd Adams (CFO), (VP), Gerald T. Vento (VP), Robert Doretta (VP), Larry Leuig (VP), Mark Lama (Manager), Randy McCoy (Manager), Norm Wilcox (Manager) Steve Albright (Manager) and Alan Rudy (Manager).

ST	Driver Name	Veh Des	Vehicle Make	Veh YR	RegExpDt	Vehicle ID Number	Driver's License Num	Lic Plate #
WA	ALY ZAKARIYA O	SIENNA	TOYOTA	2007	7/18/09	5TD2K23C37S051079	ALY**Z0157NM	843WTZ
WA	AQUINO GIOVANNI E/PT	E250	FORD	208	7/10/10	1FTNE24L58DA27335	AQUINGE276MB	147YEO
WA	BARRERA CESAR	VENTURE	CHEVROLET	2003	12/18/2009	1GNDX0SE13D277877	BARRECA246K2	815TGC
WA	BURNS RAYMOND	WINDSTAR	FORD	2000	4/15/09	2FMZA5146YBB22516	BURNSR*602PK	581XQC
WA	CASADY SCOTT V	CIVIC	HONDA	1996	0/00/00	JHME68656PS028367	CASADSV331K3	770RBA
WA	DUBE OSWORTH/POINT 2 POIN	WINDSTAR	FORD	2002	10/24/2010	2FMDA52462BB46704	DUBEO269LZ	212ZJH
WA	FUNYINA TIMOTHY K	AERO	FORD	1995	1/23/11	1FMDA41X0SZC20735	FUNYITK338BC	227TEU
WA	JUN RED U/PT	WINDSTAR	FORD	2001	0/00/00	2FMZA51481BB56530	JUN**RU441BW	
WA	MAO KOSAL	VENTURE	CHEVROLET	2003	2/08/10	1GNDX03E93D148043	MAO**K*312BE	645PWB
WA	MARTINEZ RAFAEL	CARAVAN	DODGE	1987	7/30/10	2B4FK413XHR330215	MARTIR*137BD	649YNX
WA	MATHISEN JARED	VOYAGER	PLYMOUTH	1993	4/10/10	1P4GH44R0PX627236	MATHIJB275CE	461SYA
WA	MCILHENNY JEFF DBA JJM IN	SCION XB	TOYOTA	2005	9/10/09	JTLKT324050202852	MCILHJK366PM	678UBY
WA	OLP WILLIAM STANLEY	METRO	GEO	1997	12/18/2010	2C1MR2261V6754878	OLP**WS456K1	062VNN
WA	PAKHNYUK VIKTOR M	SPRINTER	DODGE	2006	4/26/09	WD0PD744165908923	PAKHNV321R5	B39663A
WA	SIERRA-VARGAS DIEGO F	COROLLA	TOYOTA	1994	7/09/09	1NXAW04BXRZ123369	SIERRDF169K6	432PBT
WA	SINGH SARABJIT	WINDSTAR	FORD	2000	4/22/09	2FMZA5146YBC94741	SINGHS*125RB	152YKW
WA	SSENDAGIRE SIRIMAN	SIENNA	TOYOTA	2000	9/06/09	4T3ZF19CXU190972	SSEND*284NG	180VUT
WA	TROUT JON B DBA TROUT LLC	VUE	SATURN	2002	3/29/10	5GZCZ23D025817262	TROUTJB374JJ	721YYB
WA	WALKER DARRYL	PATHFINDER	NISSAN	2005	8/14/10	5N1AR1BU65C767909	WALKED*398C4	806UAI
WA	ZHARSKYY ANATOLIY	2500 4X2 VAN	SPRINTER	2004	4/16/10	WD2PD643645596877	ZHARSA*383LC	B53576F

PART B

SAFETY FITNESS SURVEY FOR ALL APPLICANTS THAT OPERATE A VEHICLE OVER 10,000 GVWR

Companies applying to transport any commodity must complete this survey.

Instructions: In each category shown below, list the person and/or position responsible for understanding, maintaining, and complying with current Federal Motor Carrier Safety Administration (FMCSA) regulations in the Code of Federal Regulations at 49 CFR. The requirement to comply with current FMCSR is mandated by the Washington State Patrol (WSP) in its rules, Washington Administrative Code (WAC) 446-65.

Copies of the FMCSR's are available from several vendors. These include, but are not limited to:

- Washington Trucking Association, 930 S. 336th St., Suite B, Federal Way, WA 98003, www.wtatrucking.com, (800) 732-9019 or (253) 838-1650.
- J. J. Keller & Associates, Inc., 3003 W. Breezewood Lane, Neenah, WI 54957, www.jjkeller.com, (877) 564-2333.
- Willamette Traffic Bureau, 16303 NE Cameron Blvd, Portland, OR 97230-5030, www.wtbtraffic.com, (503) 236-1183.
- US Government Printing Office, 732 N. Capital Street, NW, Washington, DC 20401, www.gpo.gov, (866) 512-1800.

Controlled Substances and Alcohol Testing

Name: Angie Wheeler Position: National Driver Services Manager

Any driver who operates a vehicle that meets the definition of a commercial motor vehicle as described below must have a valid CDL. The definition of a commercial motor vehicle is a vehicle that:

- has a gross combined weight rating of 26,001 pounds that includes a towed unit with a gross vehicle weight rating of more than 10,000 pounds; or
- has a gross vehicle weight rating of 26,001 pounds or more; or
- is designed to transport 16 or more passengers, including the driver; or
- is of any size and is used to transport hazardous materials of an amount that requires placarding under hazardous materials regulations.

Any person who drives a commercial motor vehicle requiring a CDL must participate in a controlled substance and alcohol testing program as required by FMCSA in 49 CFR Part 382 and 49 CFR Part 40, and by the WSP in WAC 446-65-010.

Commercial Drivers License (CDL) Requirements

Name: Angie Wheeler Position: National Driver Services Manager

Any driver who operates a vehicle that meets the definition of a commercial motor vehicle as described below must have a valid CDL, as required by the Washington State Department of Licensing. The definition of a commercial motor vehicle is a vehicle that:

- has a gross combined weight rating of 26,001 pounds that includes a towed unit with a gross vehicle weight rating of more than 10,000 pounds; or
- has a gross vehicle weight rating of 26,001 pounds or more; or
- is designed to transport 16 or more passengers, including the driver; or
- is of any size and is used to transport hazardous materials of an amount that requires placarding under hazardous materials regulations.

Driver Qualification Requirements

Name: Angie Wheeler Position: National Driver Services Manager

Each company must maintain a complete Driver Qualification File for each employee authorized to drive motor vehicles as required by FMCSR Part 391.51 and by the WSP in WAC 446-65-010. Owner/operators that work exclusively in intrastate commerce within Washington have limited exemptions. Owners/operators that conduct any interstate operations must maintain a complete file on themselves and any other driver that they may use.

Drivers Hours of Service

Name: Angie Wheeler Position: National Driver Services Manager

Each company must maintain true and accurate hours of service records for each individual that drives a motor vehicle as required by the FMCSA in 49 CFR, Part 395.1(e) and by the WSP in WAC 446-65-010.

Vehicle Inspection, Repair, and Maintenance

Name: Angie Wheeler Position: National Driver Services Manager

Each company must prepare a written "Driver Vehicle Inspection Report" on each vehicle used each day as required by the FMCSA in 49 CFR, Part 396.11 and by the WSP in WAC 446-65-010. In addition, each company must maintain certain required records for each vehicle that includes the following, as required by the FMCSA in 49 CFR, Part 396.3 and by the WSP in WAC 446-65-010:

- Identification of the vehicle.
- The nature and due date of various inspection and maintenance operations to be performed.
- A record of inspections, repairs and maintenance indicating their date and nature.

All companies must conduct periodic inspections as required by the FMCSA in 49 CFR, Part 396.17 and by the WSP in WAC 446-65-010.

Signature

My signature below certifies that I understand my responsibility as a motor carrier and I will comply with all the safety requirements which apply to my operations.


Signature of applicant

June 30, 2010
Date

6067
Pending

Form E
UNIFORM MOTOR CARRIER BODILY INJURY AND PROPERTY
DAMAGE LIABILITY CERTIFICATION OF INSURANCE

Filed with Washington Utilities & Transportation Commission (herein after called Agency)
(Name of Agency)

This is to certify that the New Hampshire Insurance Company
(Name of Company)
(herein after called Company) of 175 Water Street ,18th Floor ,New York ,NY ,10038
(Home Address of Company)

has issued to VELOCITY EXPRESS, LLC of 11104 W. AIRPORT BLVD. SUITE 130 ,STAFFORD TX ,77477
(Name of Motor Carrier) (Address of Motor Carrier)

A policy or policies of insurance effective from 11/17/2009 12:01 A.M. standard time at the address of the insured stated in said policy or policies and continuing until cancelled as provided herein, which by attachment of the Uniform Motor Carrier Bodily Injury and Property Damage Liability Insurance Endorsement, has or have been amended to provide automobile bodily injury and property damage liability insurance covering the obligations imposed upon such motor carrier by the provisions of the motor carrier law of the State in which the Agency has jurisdiction or regulations promulgated in accordance therewith.

Whenever requested, the Company agrees to furnish the Agency a duplicate original of said policy or policies and all endorsements thereon. This certificate and the endorsement described herein may not be cancelled without cancellation of the policy to which it is attached. Such cancellation may be effective by the Company or the insured giving thirty (30) days' notice in writing to the State Agency, such thirty (30) days' notice to commence to run from the date notice is actually received in the office of the Agency.

Countersigned at 8144 Walnut Hill Lane, 16th Floor Dallas TX 75231 This 09th day of Jul 20 10
(Address) (Day) (Month) (Year)

Insurance Company File No. CA 094-92-29
(Policy No)

Paul Stoker
(Authorized Company Representative)

Underlying Limit :0.00 Liability Limit :2,000,000.00

Stoker, 314-725-1118