



Gray Line Worldwide
1835 Gaylord Street, Denver, Colorado 80206
Tel: (303) 394-6920 Fax: (303) 394-6950 www.grayline.com

Application for Gray Line Sublicense

Please state the Gray Line Company and Destination sponsoring this Application for Sublicense:

Gray Line Company: **Star Shuttle, Inc. dba Gray Line Austin/ San Antoio**
Destination: **Austin / San Antonio**

- 1.(a) State the full legal name, address, phone and fax number of your company.
- City Sightseeing
San Antonio LLC
125 A Guadalupe St
San Antonio, Texas
78204
(210) 224-8687 (Both phone and fax)**
- (b) State the full legal name of the Gray Line company who holds License under which you are applying for Sublicense.
- Star Shuttle, Inc.**
- (c) State the name and e-mail address (and address, if different from above) of the individual(s) to whom communications should be sent.
- | | | |
|-------------------|---|--|
| Management: | } | David Strainge
dstrainge@hotmail.com |
| Marketing: | | |
| Financial: | | |
| Registered Agent: | | |
| Other: | | |
2. Organization. A Gray Line Sublicense may be granted to Proprietorships, Partnerships or Corporations. Inasmuch as the Gray Line name and mark are protected by US and International law, no organization may include the words "Gray Line" in a registered name of a Proprietorship, Partnership or Corporation register with any governmental agency. Notwithstanding the above, organizations holding a Gray Line Sublicense in good standing are permitted, subject to the provisions of the Governing Documents, to use the name and mark of Gray Line in a trading capacity.
- (a) If a proprietorship, list each owner's name, home address, telephone number, number of years in business, and describe the nature and extent to which he/she actively participates in the operation of the business. Also, identify whether the proprietorship is related and/or affiliated with and current or former member or Owner of Gray Line.
- (b) If a partnership, list the names of each and every general and/or limited partner, as well as their home address and telephone numbers, their respective number of years in the business, and the nature and extent to which each partner participates in the day-to-day business operations. Also, identify whether the

partnership is related or affiliated with any current or former member or owner of Gray Line.

- (c) If a corporation, identify when and where the entity was incorporated, and the name, address and telephone number of the incorporator and the registered agent for service of process, and list the names, addresses and telephone numbers for each director and officer. Also identify any stockholder owning 10% or more of the issued and outstanding stock, and state whether, to the best of your knowledge, such stockholder owns the full beneficial interest in the stock, or is trustee or nominee for someone else. If the shares are being held by a trustee or nominee, identify the name of the person and/or entity, and list his/hers/its legal address and telephone number. Also, identify whether the entity is related or affiliated with any current or former member or owner of Gray Line.

Incorporated in Austin, Texas April 1, 2011 by Texas Secretary of State:

**Hope Andrade
(512) 475-2755
P.O. Box 13697
Austin, Texas
78711-3697**

Organized by Attorneys:

**Martin & Drought
300 Convent, 25th Floor
San Antonio, Texas
78205-3789**

Sole owner, director, officer:

**David Strainge
(210) 204-9362
The Vistana #702~~18~~ ^{DS}
100 Santa Rosa Street
San Antonio, Texas
78205**

No Gray Line Affiliation

Where Incorporated: Texas

- 3.(a) What is the primary service(s) or product(s) provided by your company?

Double Decker Tours

- (b) Please state all other services and products that your company provides.

N/A

- (c) How long have you operated a business specializing in the areas listed in the Application responses 3(a) and 3(b)? In such capacity, have you ever been sanctioned, fined, suspended, or placed on probation resulting from your current or former business operation? If so, describe each offense and disposition.

In USA: 2 ¾ years

In UK: 7 years

No offences as described.

- (d) What service(s) and/or product(s) will your company be providing under the Gray Line Sublicense.

Double Decker Tours of San Antonio

- (e) Is your company open for business year-round? If not, please specify the reason(s) for suspension of activities.

Yes, year round.

- (f) Are you authorized and/or licensed by federal, state, and local governments and/or other governing jurisdiction to operate in the Owner's Territory? (Also, please list other geographic areas in which you operate.) If yes, please list and describe each license, permit, certificate and/or authorization. Also, identify whether you have ever been denied authority or had your authority to operate placed on probation, revoked or suspended. If so, describe each event, as well as the disposition. If you are not fully authorized to conduct such operations describe the reasons therefore.

Yes, authorized to operate in San Antonio.

City of San Antonio Ground Transportation Permit (G.T.P.)

No problems or sanctions.

- (g) Please list all licenses, permits, certificates, and/or authorizations held by the applicant in relation to goods or services under which the applicant will be using the Gray Line sublicense.

We will be using the G.T.P. to operate double decker tours with the Gray Line Sublicense.

- (h) Do you maintain a membership in any association or group competitive to Gray Line? If the answer is yes, identify the name and address of the organization

Affiliated with City Sightseeing.

- (i) Please provide prior year annual gross sales of the applicant in US Dollars.

\$477,278 (Confidential)

4. (a) Please identify and describe your facilities and the assets that will be used to prove the Sublicensed goods or services. Attach additional sheets if necessary.

We currently have four double decker New Flyer tour buses. They will be maintained and stored at Star Shuttles' Halm Road airport site.

- (b) Please list any other major equipment, structures, or machinery that the applicant will be operating under the Gray Line sublicense.

N/A

- (d) List each and every insurance policy that is currently in effect, as well as the name, address and telephone number of the issuer. Also, identify each policy number and list the policy limits. If applicant has ever had an insurance policy cancelled and/or denied, describe the reason therefore.

All of this is covered in 6 pages of attached Insurance information and 4 pages of Ground Transportation Permit documents.

5. **Please submit the following items together with this Application:**

- (1) Two (2) copies of your local **license**, permit, certificate or ordinance which authorizes you to operate in the proposed territory.
- (2) One (1) photograph of Applicant's **equipment/vehicles**;
- (3) One (1) photographs of Applicant's **office and facilities** (interior and exterior);
- (4) One (1) copy of Applicant's current sales brochure or sales sheet listing products available;
- (5) One (1) copies of your automobile and/or general liability insurance coverage for both bodily injury and property damage. **(NOTE: Gray Line Corporation must be named as an additional insured if you are approved as a Sublicense Contractor.);**

6. Please supply the following references:

- (a) Names, addresses and telephone numbers of leading wholesalers and companies with whom you have done business.

Please see the attached additional information sheet.

- (b) List your active affiliations with organizations such as ASTA, NTBA, IATA, PATA, SATO, COTAL and/or local clubs or tourism organizations. As more fully set forth above, identify whether your memberships have ever been suspended and/or revoked, and the reasons therefore.

Please see the attached additional information sheet.

- 7.(a) Having read the Gray Line Sublicense Agreement and having had time to consult with counsel or other consultants, are you willing to sign a Sublicense Agreement and fulfill the duties and responsibilities set forth therein?

Yes.

Additional Information for Star Shuttle in relation to the Application for a Gray Line Sublicence

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a)

(all are in the San Antonio area, Texas)

- As The Wheel Turns Auto Repair, 735 S. Flores, 78204 – 210 225 2898
- Digital Banners Plus, 7107A Eckhert Road, 78238 – 210 647 3124
- Rush Truck Center, 8810 IH-10 East, Converse, 78109-9764 – 210 835 2200
- Automotive Truck Parts, 823 S. Laredo, 78204 – 210 225 7131
- Thermo King, 5807 Dietrich Road, 78219 – 210 661 4611
- LNO Tire Company, PO Box 65181, 78265 – 210 650 4659
- Poppe Auto, 716 Frio Street, 78207 – 210 225 3657
- Cummins Southern Plains, 6226 Pan Am Expressway North, PO Box 18385 – 210 655 5420

b)

We are members of the San Antonio Tourism Council, the San Antonio Paseo del Rio Association and the San Antonio Downtown Alliance organizations in our capacity as tour operators. We have never been suspended or membership revoked from any organization that we have been members of.

- (b) If you are accepted and granted a Gray Line Sublicense, will you comply with the Sublicense Agreement and the Standards of the Corporation?

Yes.

11th October 2013 ^{DS}

I hereby certify that the statements made by me herein on this 28 day of September 2013, are true and correct to the best of my knowledge (including any and all statements made within any and all attachments hereto), and I am duly authorized by the Applicant-Company to make such certification and to file this Application for License.

APPLICANT (Licensee)

David Strange
Name: **David Strange**
Company: **City Sightseeing San Antonio**
Title: **Other**

STATE OF Texas or

} SS:

COUNTRY OF USA

On this 11th day of October, 2013, the above-named individual appeared before me, being duly

sworn, stated that he/she is the Owner of City Sightseeing San Antonio and being duly

(Title)

(Company)

authorized to do so, executed the foregoing Application on behalf of said Company, and that the statements contained herein are true and correct.

Delia Sandoval
NOTARY PUBLIC

My commission expires: 11-27-16

(seal)

