

QUALITY DISTRIBUTION INC  
Form 8-K  
November 02, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 1, 2010

**Quality Distribution, Inc.**

(Exact name of Registrant as specified in its charter)

**Florida**  
(State of Incorporation)

**000-24180**  
(Commission

File Number)

**59-3239073**  
(I.R.S. Employer

Identification Number)

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**4041 Park Oaks Blvd., Suite 200**

**Tampa, Florida 33610**

**(Address of principal executive offices) (Zip Code)**

**(813) 630-5826**

**(Registrant's telephone number, including area code)**

**N/A**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure**

On October 26, 2010, the Registrant announced, pursuant to Rule 135c of the Securities Act of 1933, as amended, the intent of its wholly owned subsidiaries, Quality Distribution, LLC ( Quality Distribution ) and QD Capital Corporation ( QD Capital and, together with Quality Distribution, the Issuers ), to offer Second Priority Senior Secured Notes due 2018.

On November 1, 2010, the Issuers priced \$225,000,000 aggregate principal amount of 9.875% Second-Priority Senior Secured Notes due 2018 at an issue price of 99.324%.

The Registrant is furnishing the information in this Current Report on Form 8-K to comply with Regulation FD. Such information shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, and shall not be deemed to be incorporated by reference into any of the Registrant's filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such filing.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized this 1st day of November, 2010.

QUALITY DISTRIBUTION, INC.

By: /s/ Gary R. Enzor  
Gary R. Enzor  
Chief Executive Officer