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GAS SERVICES DIVISION  
AUSTIN, TEXAS

Texas R.R.C. No. 2.12  
(Cancels Texas R.R.C. No. 2.11)

Operator Name: Medallion Operating Company, LLC  
P-5 Operator ID: 558336  
T-4 Permit Number: 09224

**MEDALLION PIPELINE COMPANY, LLC**  
**MEDALLION PIPELINE CRUDE PETROLEUM SYSTEM**  
**LOCAL AND PROPORTIONAL PIPELINE TARIFF**  
**CONTAINING**  
**RATES AND CHARGES**  
**GOVERNING THE TRANSPORTATION AND HANDLING**  
**OF**  
**CRUDE PETROLEUM**  
**TRANSPORTED BY PIPELINE**  
**FROM AND TO POINTS NAMED HEREIN**

Governed by rules and regulations published in Medallion Pipeline Company, LLC, Texas R.R.C. No. 1.0 or successive issues thereof.

The rates named in this tariff are expressed in cents per Barrel of 42 U.S. Gallons and are subject to change as provided by law.

The matter published herein will have no adverse effect on the quality of the human environment.

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**ISSUED: April 7, 2017**

**EFFECTIVE: April 7, 2017**

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**Issued By:**

Randy N. Lentz  
President  
Medallion Pipeline Company, LLC  
222 West Las Colinas Blvd,  
Suite 1140E  
Irving, Texas 75039  
972-746-4401

**Compiled By:**

Randy N. Lentz  
President  
Medallion Pipeline Company, LLC  
222 West Las Colinas Blvd,  
Suite 1140E  
Irving, Texas 75039  
972-746-4401

APR 07 2017

## RATES AND CHARGES

The Origin Points on the Carrier's Pipeline are the following:<sup>1</sup>

GAS SERVICES DIVISION  
AUSTIN, TEXAS

- On Carrier's Wolfcamp Connector Mainline: the Garden City Station in Glasscock County, Texas and the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline in Glasscock County, Texas.
- On Carrier's Reagan Gathering Extension: various Origin Points to attach Crude Petroleum production in Reagan County, including the Reagan Station, and Glasscock County, Texas.
- Carrier's Midkiff Lateral: various Origin Points to attach Crude Petroleum production in Upton County, including the Midkiff Station, Midland County, [W] and Glasscock County, Texas; ~~and~~ the Garden City Station [N] and the interconnection of the Midkiff Lateral with the Santa Rita Lateral in Glasscock County, Texas.
- On Carrier's Santa Rita Lateral: various Origin Points to attach Crude Petroleum production in Reagan County, Texas.
- On Carrier's Howard Lateral: various Origin Points to attach Crude Petroleum production in Howard County, Texas and the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline in Glasscock County, Texas.
- On Carrier's Crane Extension: the Midkiff Station in Upton County, Texas and the Crane Station in Crane County, Texas.
- On Carrier's Midland Lateral: various Origin Points to attach Crude Petroleum production and the Garden City Station in Glasscock County, Texas, and the Midland Hub in Midland County, Texas.
- On Carrier's Martin Lateral: various Origin Points to attach Crude Petroleum production in Martin County, Texas.

The Destination Point(s) on the Carrier's Pipeline are the following:<sup>2</sup>

<sup>1</sup> Carrier is willing to provide additional Origin Points to attach Crude Petroleum production (including additional gathering pipelines) on the Reagan Gathering Extension, the Midkiff Lateral, the Santa Rita Lateral, the Howard Lateral, the Crane Extension, the Martin Lateral, and the Midland Lateral, where operationally practicable, at mutually agreed upon locations; provided, however, that the requesting Shipper(s) is able to satisfy the terms and conditions of Carrier's applicable RRC Tariffs and executes a long-term TSA or other agreement that provides for the Carrier's reimbursement of all costs associated with the construction and operation of such facilities (including income tax gross up). See Part III of this Rates Tariff. To the extent additional Origin Points are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

<sup>2</sup> Carrier is willing to consider additional Destination Points on the Wolfcamp Connector Mainline, the Santa Rita Lateral, the Howard Lateral, the Crane Extension, and the Midland Lateral to interconnect with other carriers where operationally

- On Carrier's Wolfcamp Connector Mainline: the interconnection with the Colorado City Hub in Scurry County, Texas<sup>3</sup> and the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline in Glasscock County, Texas.
- On Carrier's Reagan Gathering Extension: the interconnection with Laredo Midstream Services, LLC in Reagan County, Texas and the Garden City Station in Glasscock County, Texas [W], (including, where applicable, to and through service to the Colorado City Hub in Scurry County, Texas.
- On Carrier's Midkiff Lateral: the Garden City Station in Glasscock County, Texas and the Midkiff Station in Upton County, Texas.
- On Carrier's Santa Rita Lateral: the Reagan Station in Reagan County, Texas [N] and the interconnection of the Midkiff Lateral with the Santa Rita Lateral in Glasscock County, Texas.
- On Carrier's Howard Lateral: the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline in Glasscock County, Texas and Alon USA's Big Spring Refinery in Howard County, Texas.
- On Carrier's Crane Extension: the Midkiff Station in Upton County, Texas and the Crane Station in Crane County, Texas.
- On Carrier's Midland Lateral: the Garden City Station in Glasscock County, Texas and the Midland Hub in Midland County, Texas.<sup>4</sup>
- On Carrier's Martin Lateral: the Midland Hub in Midland County, Texas.

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APR 07 2017

GAS SERVICES DIVISION  
AUSTIN, TEXAS

practicable, at mutually agreed upon locations; provided, however, that Carrier reserves the right to file for and charge an incremental transportation fee to recover the costs associated with the construction and operation of the facilities necessary to provide such additional Destination Point(s). See Part III of this Rates Tariff. To the extent additional Destination Points and/or interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

<sup>3</sup> The Colorado City Hub is limited to the interconnections in Scurry County, Texas with (i) BridgeTex Pipeline Company, LLC, and (ii) Sunoco Pipeline L.P., as more precisely described in the Connection Agreement between Carrier and Sunoco Pipeline L.P. Carrier is willing to consider additional interconnections at the Colorado City Hub with other carriers, where operationally practicable, at mutually agreed upon terms and conditions; provided, however, that Carrier reserves the right to file for and charge an incremental transportation fee to recover the costs associated with the construction and operation of the facilities necessary to provide such additional interconnections. See Part III of this Rates Tariff. To the extent additional Destination Points and/or interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

<sup>4</sup> The Midland Hub is limited to the interconnection with Enterprise Products Partners L.P.'s Midland terminal in Midland County, Texas. Carrier is willing to consider additional interconnections within the Midland Hub with other carriers, where operationally practicable, at mutually agreed upon terms and conditions; provided, however, that Carrier reserves the right to file for and charge an incremental fee for such additional interconnections. See Part III of this Rates Tariff. To the extent additional interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

**I. Base Committed Rates: Committed Firm Rates for Committed Volumes<sup>5</sup>**

**Committed Firm Rates for Committed Volumes (dollars per barrel)**

| From                          | To                           | Rate - 10 year commitment |
|-------------------------------|------------------------------|---------------------------|
| Crane Station                 | Midkiff Station              | [U] \$0.2500              |
| Garden City Station           | Colorado City Hub            | [U] \$1.5655              |
| Garden City Station           | Howard-Wolfcamp Interconnect | [U] \$1.5655              |
| Garden City Station           | Midkiff Station              | [U] \$0.7683              |
| Garden City Station           | Midland Hub                  | [U] \$0.6500              |
| Howard Lateral Origin Points  | Alon Interconnect            | [U] \$0.4500              |
| Howard Lateral Origin Points  | Howard-Wolfcamp Interconnect | [U] \$0.4500              |
| Howard-Wolfcamp Interconnect  | Alon Interconnect            | [U] \$0.4500              |
| Howard-Wolfcamp Interconnect  | Colorado City Hub            | [U] \$1.5655              |
| Martin Lateral Origin Points  | Midland Hub                  | [U] \$0.4500              |
| Midkiff Lateral Origin Points | Garden City Station          | [U] \$0.7683              |
| Midkiff Station               | Crane Station                | [U] \$0.2500              |
| Midland Hub                   | Garden City Station          | [U] \$0.2500              |

<sup>5</sup> Such Committed Rates are available only to those Shippers who executed a Transportation Services Agreement in accordance with the Open Season Notifications dated October 29, 2013, as amended and supplemented, dated November 7, 2014, February 11, 2015, February 9, 2016, February 24, 2016, and April 18, 2016.

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 R.R.C. OF TEXAS  
 APR 07 2017

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| Reagan Gathering Extension Origin Points    | Colorado City Hub                          | [U] \$2.3432 |
| Reagan Gathering Extension Origin Points    | Garden City Station                        | [U] \$0.7777 |
| Reagan Gathering Extension Origin Points    | Laredo Midstream Services Interconnect     | [U] \$0.7777 |
| Santa Rita Lateral Origin Points            | Reagan Station                             | [U] \$0.7575 |
| [N] <u>Santa Rita Lateral Origin Points</u> | [N] <u>Santa Rita-Midkiff Interconnect</u> | [N] \$0.7575 |
| [N] <u>Santa Rita-Midkiff Interconnect</u>  | [N] <u>Midkiff Station</u>                 | [N] \$0.7683 |

Effective July 1, 2016, the Base Committed Rates above shall be increased annually by the greater of 1% or the positive adjustment, if any, in the FERC Index, except for the Base Committed Rates applicable to the Howard Lateral, the Crane Extension, the Midland Lateral, [W] and the Martin Lateral, [N] and the Santa Rita-Midkiff Interconnect (either as an Origin Point or Destination Point) which shall be increased effective July 1, 2017; provided, however, such increase shall not exceed 3% annually.

**II. Uncommitted Rates**

**Uncommitted Rates (dollars per barrel)**

| From                         | To                           | Rate          |
|------------------------------|------------------------------|---------------|
| Crane Station                | Midkiff Station              | [U] \$ 0.2400 |
| Garden City Station          | Colorado City Hub            | [U] \$1.5269  |
| Garden City Station          | Howard-Wolfcamp Interconnect | [U] \$1.5269  |
| Garden City Station          | Midkiff Station              | [U] \$0.7583  |
| Garden City Station          | Midland Hub                  | [U] \$0.6400  |
| Howard Lateral Origin Points | Alon Interconnect            | [U] \$0.4400  |

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APR 07 2017

|   |  |              |
|---|--|--------------|
| Howard Lateral Origin Points                | Howard-Wolfcamp Interconnect               | [U] \$0.4400 |
| Howard-Wolfcamp Interconnect                | Alon Interconnect                          | [U] \$0.4400 |
| Howard-Wolfcamp Interconnect                | Colorado City Hub                          | [U] \$1.5269 |
| Martin Lateral Origin Points                | Midland Hub                                | [U] \$0.4400 |
| Midkiff Lateral Origin Points               | Garden City Station                        | [U] \$0.7583 |
| Midkiff Station                             | Crane Station                              | [U] \$0.2400 |
| Midland Hub                                 | Garden City Station                        | [U] \$0.2400 |
| Reagan Gathering Extension Origin Points    | Colorado City Hub                          | [U] \$2.2955 |
| Reagan Gathering Extension Origin Points    | Garden City Station                        | [U] \$0.7447 |
| Reagan Gathering Extension Origin Points    | Laredo Midstream Services Interconnect     | [U] \$0.7583 |
| Santa Rita Lateral Origin Points            | Reagan Station                             | [U] \$0.7251 |
| [N] <u>Santa Rita Lateral Origin Points</u> | [N] <u>Santa Rita-Midkiff Interconnect</u> | [N] \$0.7251 |
| [N] <u>Santa Rita-Midkiff Interconnect</u>  | [N] <u>Midkiff Station</u>                 | [N] \$0.7583 |

**III. Charges**

As discussed in Fn. 1 above, Carrier will require reimbursement of the costs associated with the construction and operation of any new Origin Points on the Reagan Gathering Extension, the Midkiff Lateral, the Santa Rita Lateral, the Howard Lateral, the Crane Extension, the Martin Lateral, and the Midland Lateral, including any new gathering pipelines thereon, that Carrier agrees to provide pursuant to the terms and conditions discussed in such footnote. As discussed in Fn. 2, 3 and 4 above, Carrier reserves the right to file for and charge an incremental fee to the extent Carrier provides either (i) additional Destination Points on the Wolfcamp Connector Mainline and/or Santa Rita Lateral and/or the

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 APR 07 2017

Crane Extension, and/or (ii) additional interconnections at the Colorado City Hub and/or the Midland Hub, pursuant to the terms and conditions discussed in such footnotes.

**IV. Communications**

The contact persons who will respond to inquiries regarding tariff provisions are as follows:

|  |  |
|--|--|
| Randy Lentz – President & CEO<br>Medallion Midstream, LLC<br>222 West Las Colinas Blvd<br>Suite 1140E<br>Irving, Texas 75039<br>(972) 607-9441 | Peggy A. Heeg<br>Stella Tang<br>Norton Rose Fulbright US LLP<br>1301 McKinney<br>Suite 5100<br>Houston, Texas 77010<br>(713) 651-5151<br>peggy.heeg@nortonrosefulbright.com<br>stella.tang@nortonrosefulbright.com |
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**EXPLANATION OF REFERENCE MARKS**

- [N] New
- [U] Unchanged rate
- [W] Change in wording

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