

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, F.E.R.C. No. 1.0.0 or successive issues thereof.

The rates named in this tariff are expressed in dollars 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.

Issued in compliance with 18 CFR [C] ~~342.3 (Indexing)~~ [N] 341.4.

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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

RATES AND CHARGES

The Origin Points on the Carrier's Pipeline are the following points of Receipt, all within the state of Texas:¹

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

The Destination Points on the Carrier's Pipeline are the following points of Delivery, all within the state of Texas:²

- On Carrier's Wolfcamp Connector Mainline: the interconnection with the Colorado City Hub in Scurry County³ and the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline;

¹ Carrier is willing to provide additional Origin Points to attach Crude Petroleum production (including additional gathering pipelines) on the Wolfcamp Connector Mainline, 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 FERC Tariffs and executes a long-term TSA or other agreement that, in Carrier's sole judgment, sufficiently 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 FERC.

² 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 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 FERC.

- On Carrier's Reagan Gathering Extension: the interconnection with Laredo Midstream Services, LLC in Reagan County and the Garden City Station (including, where applicable, to and through service to the Colorado City Hub);
- On Carrier's Midkiff Lateral: the Garden City Station and the Midkiff Station;
- On Carrier's Santa Rita Lateral: the Reagan Station;
- On Carrier's Howard Lateral: the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline and the Alon USA Big Spring Refinery in Howard County;
- On Carrier's Crane Extension: the Midkiff Station and the Crane Hub⁴;
- On Carrier's Midland Lateral: the Garden City Station and the Midland Hub;⁵
- On Carrier's Martin Lateral: the Midland Hub.

³ The Colorado City Hub is limited to the interconnections in Scurry County 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 interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the FERC.

⁴ The Crane Hub is currently limited to the interconnection with Magellan Pipeline Company, L.P. (commonly referred to as the Longhorn Pipeline). Carrier is willing to consider additional interconnections within the Crane Hub with other carriers and service providers, 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 FERC.

⁵ The Midland Hub is currently limited to the [N] interconnections with [N] the terminals of Enterprise Products Partners L.P. [C]'s Midland terminal [N] and Permian Express Terminal LLC. Carrier is willing to consider additional interconnections within the Midland Hub with other carriers and service providers, 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 FERC.

I. Base Committed Rates: Committed Firm Rates for Committed Volumes⁶**Committed Firm Rates for Committed Volumes (dollars per barrel)**

From	To	Rate - 10 year commitment
Crane Station	Midkiff Station	[U] \$0.2525
Garden City Station	Colorado City Hub	[U] \$1.5812
Garden City Station	Howard-Wolfcamp Interconnect	[U] \$1.5812
Garden City Station	Midkiff Station	[U] \$0.7760
Garden City Station	Midland Hub	[U] \$0.6565
Howard Lateral Origin Points	Alon Interconnect	[U] \$0.4545
Howard Lateral Origin Points	Howard-Wolfcamp Interconnect	[U] \$0.4545
Howard-Wolfcamp Interconnect	Alon Interconnect	[U] \$0.4545
Howard-Wolfcamp Interconnect	Colorado City Hub	[U] \$1.5812
Martin Lateral Origin Points	Midland Hub ⁷	[U] \$0.4545
Midkiff Lateral Origin Points	Garden City Station	[U] \$0.7760
Midkiff Station	Crane Station	[U] \$0.2525
Midland Hub	Garden City Station	[U] \$0.2525
Reagan Gathering Extension Origin Points	Colorado City Hub	[U] \$2.3666
Reagan Gathering Extension Origin Points	Garden City Station	[U] \$0.7855
Reagan Gathering Extension Origin Points	Laredo Midstream [N] Services [W] interconnect <u>Interconnect</u>	[U] \$0.7855

⁶ 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, November 7, 2014, February 11, 2015, February 9, 2016, February 24, 2016, and April 18, 2016.

⁷ An intra-hub transfer fee of \$0.10 will be applied to deliveries from the Midland Hub to the [N] terminals of [C] interconnect of Enterprise Products Partners L.P. [C]'s Midland Terminal [N] and Permian Express Terminal LLC.

Santa Rita Lateral Origin Points	Reagan Station	[U] \$0.7651
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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, and the Martin Lateral, which shall be increased [C] effectively [N] 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] \$0.2405
Garden City Station	Colorado City Hub	[U] \$1.5299
Garden City Station	Howard-Wolfcamp Interconnect	[U] \$1.5299
Garden City Station	Midkiff Station	[U] \$0.7598
Garden City Station	Midland Hub	[U] \$0.6413
Howard Lateral Origin Points	Alon Interconnect	[U] \$0.4409
Howard Lateral Origin Points	Howard-Wolfcamp Interconnect	[U] \$0.4409
Howard-Wolfcamp Interconnect	Alon Interconnect	[U] \$0.4409
Howard-Wolfcamp Interconnect	Colorado City Hub	[U] \$1.5299
Martin Lateral Origin Points	Midland Hub	[U] \$0.4409
Midkiff Lateral Origin Points	Garden City Station	[U] \$0.7598
Midkiff Station	Crane Station	[U] \$0.2405
Midland Hub	Garden City Station	[U] \$0.2405
Reagan Gathering Extension Origin Points	Colorado City Hub	[U] \$2.3001

Reagan Gathering Extension Origin Points	Garden City Station	[U] \$0.7462
Reagan Gathering Extension Origin Points	Laredo Midstream [N] <u>Services</u> [W] interconnect <u>Interconnect</u>	[U] \$0.7598
Santa Rita Lateral Origin Points	Reagan Station	[U] \$0.7265

III. Charges

As discussed in Fn. 1 above, Carrier may require reimbursement of the costs associated with the construction and operation of any new Origin Points on the Wolfcamp Connector Mainline, the Reagan Gathering Extension, the Midkiff Lateral, the Santa Rita Lateral, the Howard Lateral, the Crane Extension, the Midland Lateral, and the Martin 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 5 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, including at the Colorado City Hub, and/or Santa Rita Lateral and/or the Howard Lateral, and/or the Crane Extension, and/or the Midland Lateral, and/or the Martin Lateral, 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.

Explanation of Letter Designations

[C] Cancel

[N] New

[U] Unchanged rate

[W] Change in wording