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April 8, 2013

VIA ELECTRONIC FILING

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, Filing Room
Harrisburg, PA 17120

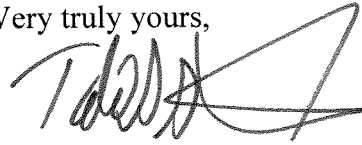
Re: Joint Application of Peoples Natural Gas Company LLC, Peoples TWP LLC, and Equitable Gas Company, LLC for All of the Authority and the Necessary Certificates of Public Convenience (1) to Transfer All of Issued and Outstanding Limited Liability Company Membership Interest of Equitable Gas Company, LLC to PNG Companies LLC, (2) to Merge Equitable Gas Company, LLC with Peoples Natural Gas Company LLC, (3) to Transfer Certain Storage and Transmission Assets of Peoples Natural Gas Company LLC to Affiliates of EQT Corporation, (4) to Transfer Certain Assets between Equitable Gas Company, LLC and Affiliates of EQT Corporation, (5) for Approval of Certain Ownership Changes Associated with the Transaction, (6) for Approval of Certain Associated Gas Capacity and Supply Agreements, and (7) for Approval of Certain Changes in the Tariff of Peoples Natural Gas Company LLC; Docket Nos.: A-2013-2353647, A-2013-2353649 and A-2013-2353651; **PETITION TO INTERVENE OF DOMINION RETAIL, INC. AND INTERSTATE GAS SUPPLY, INC.**

Dear Secretary Chiavetta:

Enclosed for filing with the Commission is the original Petition to Intervene of Dominion Retail, Inc. and Interstate Gas Supply, Inc. in the above-captioned docket. Copies of this Petition have been served in accordance with the attached Certificate of Service.

Thank you for your attention to this matter. If you have any questions related to this filing, please do not hesitate to contact my office.

Very truly yours,

A handwritten signature in black ink, appearing to read "Todd S. Stewart". The signature is stylized with a large, sweeping flourish at the end.

Todd S. Stewart
*Counsel for Dominion Retail, Inc., and
Interstate Gas Supply, Inc.*

TSS/jld
Enclosures
cc: Per Certificate of Service

CERTIFICATE OF SERVICE

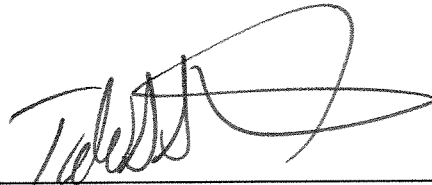
I hereby certify that I have this day served a true copy of the foregoing document upon the parties, listed below, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a party).

VIA ELECTRONIC AND FIRST CLASS MAIL

Allison C. Kaster, Esquire
Office of Trial Staff
Pennsylvania Public Utility Commission
400 North Street – 2nd Floor
Commonwealth Keystone Building
Harrisburg, PA 17120

Darryl Lawrence
Office of Consumer Advocate
555 Walnut Street
Forum Place, 5th Floor
Harrisburg, PA 17101-1923

Sharon Webb, Esquire
Office of Small Business Advocate
300 North Second Street, Suite 1102
Harrisburg, PA 17101



Todd S. Stewart

Dated: April 8, 2013

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Application of Peoples Natural Gas :
Company LLC, Peoples TWP LLC, and :
Equitable Gas Company, LLC for All of the :
Authority and the Necessary Certificates of :
Public Convenience (1) to Transfer All of the :
Issued and Outstanding Limited Liability :
Company Membership Interest of Equitable :
Gas Company, LLC to PNG Companies LLC, :
(2) to Merge Equitable Gas Company, LLC :
with Peoples Natural Gas Company LLC, (3) :
to Transfer Certain Storage and Transmission :
Assets of Peoples Natural Gas Company LLC :
to Affiliates of EQT Corporation, (4) to :
Transfer Certain Assets between Equitable Gas :
Company, LLC and Affiliates of EQT :
Corporation, (5) for Approval of Certain :
Ownership Changes Associated with the :
Transaction, (6) for Approval of Certain :
Associated Gas Capacity and Supply :
Agreements, and (7) for Approval of Certain :
Changes in the Tariff of Peoples Natural Gas :
Company LLC. :

Docket Nos. A-2013-2353647
A-2013-2353649
A-2013-2353651

**PETITION TO INTERVENE
OF DOMINION RETAIL, INC.
AND INTERSTATE GAS SUPPLY, INC.**

AND NOW, come Dominion Retail, Inc. d/b/a Dominion Energy Solutions (“DES”) and Interstate Gas Supply, Inc. d/b/a IGS Energy (“IGS”) (collectively, the “NGS Parties”), and hereby Petition the Pennsylvania Public Utility Commission (“Commission”) to Intervene in the above-captioned matter. Each of the NGS Parties serves customers on the system of Peoples

Natural Gas Company LLC (“PNG”), while DES also serves customers on the Equitable Gas Company (“Equitable”) system. The NGS Parties will be directly and negatively affected by the merger, because it would cause the transfer of critical storage and deliverability assets that are currently used to provide natural gas supply service -- whether it be provided by an NGS or by the NGDC--to an affiliate of Equitable as part of this transaction. This transfer would cause PNG to lose control of these critical assets, and could have a material impact on the costs of NGSs operating on the PNG system, which will negatively impact their business and customer contracts as well as reduce their willingness to enter into contracts with consumers in the future. This asset transfer and the attendant changes to business requirements also could dampen the desire of new suppliers to enter the market. Finally, and critically, the transfer of assets will cause the Commission to lose jurisdiction.

In support of their Petition to Intervene, the NGS Parties state and aver as follows:

1. On or about March 18, 2013, PNG, its affiliate Peoples TWP, LLC (“TWP”) and Equitable (“NGDC Petitioners”) filed the above-captioned matters with the Commission seeking approval for PNG’s and TWP’s indirect affiliate(s) to acquire substantially all of Equitable, in exchange for a monetary payment and the assignment of PNG’s storage and deliverability facilities to Equitable’s Federal Energy Regulatory Commission (“FERC”) regulated affiliate. The NGS Parties were not served with a copy of this filing.
2. DES is a natural gas supplier (“NGS”) that provides natural gas supply service to customers on the PNG and Equitable systems.
3. IGS is a natural gas supplier and currently provides natural gas supply service to customers on the PNG system.

4. The NGS Parties are represented in the above-captioned matter by the following counsel. Please serve counsel with all documents previously filed and filed hereafter in this proceeding.

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5. The NGS Parties are continuing to review the publically available portions of the above-captioned filing, but have already determined that the transfer of assets from PNG to Equitable's affiliate, particularly the storage and transportation assets, will result in a severe degradation of the currently favorable conditions on the PNG system and may also have a wider negative impact. The NGS Parties believe, therefore, that while the merger itself may appear to be appropriate, that the transfer of assets, which appears to be a critical component thereof, is not. The NGS Parties submit that the asset transfer will result in real and irreparable harm both to customers and to NGSs serving on the PNG system.

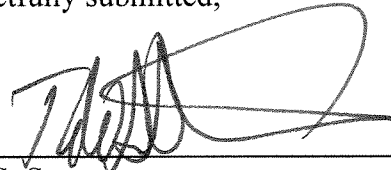
6. The NGS Parties will continue to review the merger filing documents as this case progresses, including documents which may not currently be publically available, and therefore reserve the right to raise additional issues through testimony, or otherwise, as may be necessary.

7. Because they serve customers on the PNG system, and that their service to those customers will be impacted by the merger and the pending transfer of assets, DES and IGS both meet the requirements of 52 Pa. Code § 5.71 *et seq.* with regard to standing to intervene in this proceeding. That is, the NGS Parties have a direct and substantial interest that cannot be

adequately represented by any other party. Moreover, the NGS Parties will be bound by the outcome of this proceeding. Accordingly, the NGS Parties have standing to intervene.

WHEREFORE, DES and IGS (collectively the “NGS Parties”) respectfully request that the Pennsylvania Public Utility Commission grant their Petition to Intervene and to grant them full party status in the above-captioned matter.

Respectfully submitted,



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*Counsel for Dominion Retail, Inc., and
Interstate Gas Supply, Inc.*

Dated: April 8, 2013