



March 13, 2014

Secretary, PA Public Utility Commission
Keystone Building, 2nd Floor
400 North Street
Harrisburg, PA 17120

Re: Annual Registration for WPX Energy Marcellus
Gathering, LLC

To Whom it May Concern:

Please find attached the Pennsylvania Pipeline Operator Annual Registration Form, County Location and Mileage Reports, Country of Manufacture Report, and a Check for Registration Fee for WPX Energy Marcellus Gathering, LLC. WPX Energy Marcellus Gathering, LLC is a wholly owned subsidiary of WPX Energy, LLC operating in Pennsylvania. WPX Energy Marcellus Gathering, LLC primarily serves unconventional Marcellus Natural Gas Wells owned and operated by affiliated companies in rural gathering service. WPX Energy Marcellus Gathering, LLC is operated locally out of Nicholson, PA.

Please send any correspondence regarding pipeline regulatory concerns for WPX Energy Marcellus Gathering, LLC to:

Craig Hamilton
3500 Williams Center
MD 25-2
Tulsa, OK 74172

Sincerely,

A handwritten signature in cursive script that reads "Craig Hamilton".

Craig Hamilton
Engineering Technician
WPX Energy
539-573-1685

Attachments:

Pennsylvania Pipeline Operator Annual Registration Form
County Location and Mileage Reports
Country of Manufacture Report
Check for Registration Fee

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Act 127
Pennsylvania Pipeline Operator Annual Registration Form

Please submit completed form by March 31

Registration for Previous Calendar Year Ending: 2013
Docket Number: A-2012-2293771

- If you need help getting your docket number,
- Go to our website, <http://www.puc.pa.gov> and go to the bottom section of the home page under Natural Gas.
 - Click on the link for Act 127.
 - On the Act 127 page you will see a link on the lower section of the page under Pipeline Operators Registry.
 - Click on the link to "View Current List of Registered Pipeline Operators."
 - Click on the utility code next to your name; find the Docket Number (A-2012-xxxxxx) under the Docketed Cases.

1. Registrant (Full name of pipeline operator): WPX ENERGY MARCELLUS GATHERING, LLC

Comments: If applicable, explain any changes to your company name or legal status (acquisition, merger, etc.) in the past calendar year.

2. Types of Pipelines and/or Facilities.
Please note that natural gas public utilities are not required to file this form.
Pipelines and/or facilities covered by this form are associated with the following types of facilities and transport the following types of commodities: (select all that apply)

Gas Distribution
Natural Gas Propane Gas

Gas Transmission
Natural Gas
Propane Gas
Other Gas Define:

Gas Gathering
Hazardous Liquid
Other Define:

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3. Main Mailing Address:
Provide the address to which the Commission will serve all correspondence relating to this registration.

Street Address/P. O. Box: 3500 Williams Center, MD 25-2
City, State, Zip Code: Tulsa, OK 74172

4. Physical Address:
Provide the address of your primary Pennsylvania facility. This address is needed by the Commission to perform inspections and onsite visits.
Do not provide a post office box number.

Street Address: 1645 State Route 11
City, State, Zip Code: Nicholson, PA 18446

5. US DOT Operator ID Number:
Provide the number assigned to you by the United States Department of Transportation, Pipeline Hazardous and Materials Safety Administration (PHMSA). 38988

6. PA L&I Propane Registration Number:
Provide your propane registration number with the Pennsylvania Department of Labor and Industry (if applicable). If you do not have a number, please enter "N/A". N/A

7. Regulatory Contact Information: <i>Complete in full with contact information of the person in your company the Commission can contact for questions and other matters pertaining to your registration and operations.</i>	
Name:	Craig Hamilton
Street Address:	3500 Williams Center, MD 25-2
City, State, Zip Code:	Tulsa, OK 74172
Email Address:	craig.hamilton@wpenergy.com
Telephone Number:	(539) 573-1685
8. Assessment Contact Information: <i>Complete in full with contact information of the person in your company who is responsible for receiving the Commission's assessment (billing) invoices and paying the assessment under Act 127.</i>	
Name:	Craig Hamilton
Street Address:	3500 Williams Center, MD 25-2
City, State, Zip Code:	Tulsa, OK 74172
Email Address:	craig.hamilton@wpenergy.com
Telephone Number:	(539) 573-1685
9. Federal EIN Number (if applicable):	27-2802635
10. Pipeline Emergency (PEMA) Contact Information: <i>Complete in full with contact information of the person in your company who the Commission can call in an emergency situation. This information is critical to the Commission's interactions with the Pennsylvania Emergency Management Authority (PEMA).</i>	
Name:	Jarett Blythe
Street Address:	1645 State Route 11
City, State, Zip Code:	Nicholson, PA 18446
Email Address:	Jarett.Blythe@wpenergy.com
Telephone Number:	(570) 942-4807
11. Attorney (if applicable): <i>Complete this section only if an attorney is filing this registration form on your company's behalf.</i>	
Name:	
Street Address:	
City, State, Zip Code:	
Email Address:	
Telephone Number:	
12. Operational Information:	
Comments: Report any newly installed pipeline, and explain any additions, deletions or variations since your previous year's registration.	
Installed 12.6 miles of new construction steel pipe in class 1 areas. Consisted of 11.3 miles in Susquehanna County and 1.3 miles in Westmoreland County.	

- Complete Attachments "A" and "B". For each Pennsylvania gas or hazardous liquids pipeline, provide the in-state mileage in operation as of December 31 of the prior year, by class and by county. Mileage should be reported for each individual pipe. Multiple pipelines in one trench are considered individual pipes for reporting purposes. If you have no miles to report on these attachments, check the appropriate block at the top of the form(s).
- Complete Attachment "C" by providing the country of manufacture and mileage data for all tubular steel products installed in the prior calendar year in Pennsylvania for the exploration, gathering or transmission of natural gas or hazardous liquids. If you have no data to report on this attachment, check the appropriate block at the top of the form.

13. Filing Fee:

The filing fee for this Annual Registration Form is \$250, payable to the "Commonwealth of Pennsylvania."
 The filing fee can either be mailed or electronically paid when eFiling your form with the Commission's eFiling system.
NOTE: If you are a Propane Distributor registered with the PA L&I or a Borough, you are exempt from paying this filing fee.

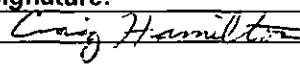
Fee Exemptions (please indicate if either exemption applies):

- Propane Distributor registered with PA L&I
- Borough

14. Verification:

The person responsible (corporate officer or attorney) for filing your Annual Registration Form must affix his or her signature and verify that all information provided on the form is true to the best of his or her knowledge, information and belief. NOTE: Registration Forms that are not verified will not be accepted for filing.

I hereby state that the information in this application is true and correct to the best of my knowledge, information and belief. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

Name:	Signature:
Craig Hamilton	
Title:	Date:
Engineering Technician Senior	3/13/2014

15. Registration:

eFiling:

Registration Forms may be eFiled with the PUC. If eFiling your renewal form, go to <http://www.puc.pa.gov> and click on the eFiling link on the bottom of the page under Issues, News & Reports. Please choose "Existing Case" as the type of filing and enter your docket number where indicated.

By mail:

Send original, signed copy of registration form along with attachments and filing fee (if applicable) to:

Secretary, PA Public Utility Commission
 Keystone Building, 2nd Floor
 400 North Street
 Harrisburg, PA 17120

Reminders:

- It is the responsibility of registrants to keep the Commission notified of any changes to your contact information by providing notice, in writing, to the Commission's Secretary at the above address.
- Incomplete registration forms or those missing any attachments are unacceptable for filing and will be delayed for processing until the required information is sent to the Commission's Secretary's Bureau. If you require assistance or have questions when completing this form, call 717-772-7777.
- Registrations are public records. Accordingly, DO NOT place social security numbers, credit card numbers, bank account numbers or other confidential information on the registration form.

*****PLEASE KEEP A COPY OF YOUR COMPLETED REGISTRATION FORM FOR YOUR RECORDS*****

Additional Comments: Use this section to add any additional information:

Attachment A

Hazardous Liquids Lines
Calendar Year Ending: 2013
Pipeline Operator: WPX ENERGY MARCELLUS GATHERING, LLC

Please check here if you have no reportable Hazardous Liquids Lines

Please report mileage to the nearest 1/10th of a mile.

HCA = High Consequence Area

County	Intrastate		Interstate		Total
	Non-HCA	HCA	Non-HCA	HCA	
Adams					0.0
Allegheny					0.0
Armstrong					0.0
Beaver					0.0
Bedford					0.0
Berks					0.0
Blair					0.0
Bradford					0.0
Bucks					0.0
Butler					0.0
Cambria					0.0
Cameron					0.0
Carbon					0.0
Centre					0.0
Chester					0.0
Clarion					0.0
Clearfield					0.0
Clinton					0.0
Columbia					0.0
Crawford					0.0
Cumberland					0.0
Dauphin					0.0
Delaware					0.0
Elk					0.0
Erie					0.0
Fayette					0.0
Forest					0.0
Franklin					0.0
Fulton					0.0
Greene					0.0
Huntingdon					0.0
Indiana					0.0
Jefferson					0.0
Juniata					0.0
Lackawanna					0.0
Lancaster					0.0
Lawrence					0.0
Lebanon					0.0
Lehigh					0.0
Luzerne					0.0
Lycoming					0.0
McKean					0.0
Mercer					0.0
Mifflin					0.0
Monroe					0.0
Montgomery					0.0

Montour					0.0
Northampton					0.0
Northumberland					0.0
Perry					0.0
Philadelphia					0.0
Pike					0.0
Potter					0.0
Schuylkill					0.0
Snyder					0.0
Somerset					0.0
Sullivan					0.0
Susquehanna					0.0
Tioga					0.0
Union					0.0
Venango					0.0
Warren					0.0
Washington					0.0
Wayne					0.0
Westmoreland					0.0
Wyoming					0.0
York					0.0
Total	0.0	0.0	0.0	0.0	0.0

Attachment B

Mileage
Calendar Year Ending: 2013
Pipeline Operator: WPX ENERGY MARCELLUS GATHERING, LLC

Please check here if you have no miles to report

Act 127 mileage reporting for this form should not include any pipelines subject to the exclusive jurisdiction of the Federal Energy Regulatory Commission.

Please report mileage to the nearest 1/10th of a mile.

County	Number of Farm Taps	Class 1 Gathering (Conventional)	Class 1 Gathering (Unconventional)	Class 1 Transmission & Distribution	Gathering, Transmission & Distribution			
					Class 2 Gathering Transmission & Distribution	Class 3 Gathering Transmission & Distribution	Class 4 Gathering Transmission & Distribution	Total Class 1 T&D + Class 2+3+4 G,T&D
Adams								0.0
Allegheny								0.0
Armstrong								0.0
Beaver								0.0
Bedford								0.0
Berks								0.0
Blair								0.0
Bradford								0.0
Bucks								0.0
Butler								0.0
Cambria								0.0
Cameron								0.0
Carbon								0.0
Centre								0.0
Chester								0.0
Clarion								0.0
Clearfield								0.0
Clinton								0.0
Columbia								0.0
Crawford								0.0
Cumberland								0.0
Dauphin								0.0
Delaware								0.0
Elk								0.0
Erie								0.0
Fayette								0.0
Forest								0.0
Franklin								0.0
Fulton								0.0
Greene								0.0
Huntingdon								0.0
Indiana								0.0
Jefferson								0.0
Juniata								0.0
Lackawanna								0.0
Lancaster								0.0
Lawrence								0.0
Lebanon								0.0
Lehigh								0.0
Luzerne								0.0
Lycoming								0.0

McKean								0.0
Mercer								0.0
Mifflin								0.0
Monroe								0.0
Montgomery								0.0
Montour								0.0
Northampton								0.0
Northumberland								0.0
Perry								0.0
Philadelphia								0.0
Pike								0.0
Potter								0.0
Schuylkill								0.0
Snyder								0.0
Somerset								0.0
Sullivan								0.0
Susquehanna			32.7		0.5	0.1		0.6
Tioga								0.0
Union								0.0
Venango								0.0
Warren								0.0
Washington								0.0
Wayne								0.0
Westmoreland			3.7					0.0
Wyoming								0.0
York								0.0
Total	0.0	0.0	36.4	0.0	0.5	0.1	0.0	0.6

Attachment C

Country of Manufacture
Calendar Year Ending: 2013
Pipeline Operator: WPX ENERGY MARCELLUS GATHERING, LLC

Please check here if you have no lines installed in the previous calendar year

Please report mileage to the nearest 1/10th of a mile

Country of Manufacture	Length of tubular steel products	Material Test Report (yes/no)	
		Yes	No
USA	12.6	<input checked="" type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
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		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>
Total	12.6		

From: (800) 945-5426
Karen Sweeney
WILLIAMS
3500 One Williams Center

Tulsa, OK 74172

Origin ID: TULA



Ship Date: 26MAR14
ActWgt: 1.0 LB
CAD: 106112514/INET3490

Delivery Address Bar Code



Ref # 337475
Invoice #
PO #
Dept #

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

SHIP TO: (717) 772-7777

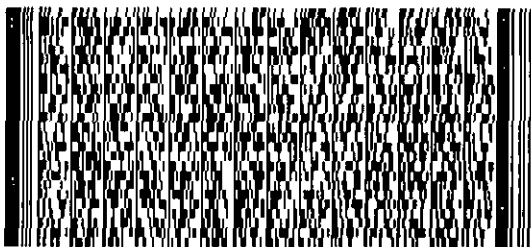
BILL SENDER

Secretary, PA Public Utility Commis
Secretary, PA Public Utility Commis
400 NORTH ST FL 2
KEYSTONE BUILDING
HARRISBURG, PA 17120

THU - 27 MAR AA
STANDARD OVERNIGHT

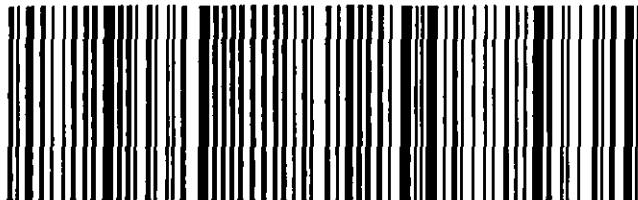
TRK# 7983 3904 8240

0201



17120
PA-US
MDT

XH MDTA



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