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| PUC logo | COMMONWEALTH OF PENNSYLVANIA  PENNSYLVANIA PUBLIC UTILITY COMMISSION  P.O. BOX 3265, HARRISBURG, PA 17105-3265 | **IN REPLY PLEASE REFER TO OUR FILE** |

JUNE 19, 2015

Docket No. G-2013-2350140

Docket No. G-2013-2350229

Docket No. G-2013-2350282

Docket No. G-2013-2350292

ADEOLU A BAKARE

MCNEES WALLICE & NURICK LLC

FOR MIPC LLC

100 PINE STREET

PO BOX 1166

HARRISBURG PA 17108-1166

Re: Affiliated Interest Agreement between MIPC, LLC and Delta Air Lines, Inc., Affiliated Interest Agreement between MIPC, LLC and Delta Air Lines, Inc., Affiliated Interest Agreement between MIPC, LLC and Monroe Energy, LLC, and Affiliated Interest Agreement between MIPC, LLC and Monroe Energy, LLC

Dear Mr. Bakare:

On February 22, 2013, MIPC, LLC (MIPC), Utility Code 1715172, filed four Affiliated Interest Agreements (AIAs): a Corporate Services Agreement with Delta Air Lines, Inc. (Delta), a Treasury Services Management Agreement with Delta, a Corporate Services Agreement with Monroe Energy, LLC (Monroe), and an Operation and Management Services Agreement with Monroe. All of the above-referenced AIAs were filed with the Commission, pursuant to 66 Pa. C.S. §§ 2102, et seq. By Secretarial letters dated March 27, 2013 for each Delta AIA and March 29, 2013 for each Monroe AIA, respectively, the Commission extended the statutory consideration period for these Agreements until further action of the Commission. The final signed agreements, as amended, were received on April 28, 2015.

MIPC filed the proposed AIAs with Delta, which is the parent company of MIPC. The first agreement details the corporate services, such as accounts payable or accounts receivable services, which Delta will provide to MIPC. The second agreement details the treasury services management, such as investment or letters of credit services, which Delta will provide to MIPC.

MIPC also filed the proposed AIAs with Monroe. The first agreement details corporate services, such as financial services, accounting, and legal services, which Monroe will provide to MIPC. The second agreement details the operations and management services, such as overseeing and managing the day to day operations of blending, pipeline maintenance, repair, and reconditioning, which MIPC will provide to Monroe.

Upon review of the Company’s filings, it does not appear that these agreements are unreasonable or contrary to the public interest. Therefore, these filings are hereby approved. However, approval of these filings does not constitute a determination that the associated costs or expenses are reasonable or prudent for the purposes of determining just and reasonable rates.

Furthermore, the Commission’s approval is contingent upon the possibility that subsequent audits, reviews and inquiries in any Commission proceeding may be conducted, pursuant to 66 Pa. §§ 2102, *et seq.*

In addition, this approval will apply only to the agreements, services, matters and parties specifically and clearly defined under this instant proceeding, as well as under any associated and previously filed filings. As per 66 Pa. C.S. § 2103, the Commission has continuing jurisdiction over the modifications or amendments of contracts or arrangements. As such, MIPC is directed to file any changes to the agreement, including the addition of any affiliates or additional services to the agreement.

 Sincerely,

Rosemary Chiavetta

Secretary