



26 August 2015

FROM: HEP Pennsylvania Gathering, LLC

SUBJECT: Transfer of ACT 127 Pipeline Assets

TO: Pennsylvania Public Utility Commission

This letter and attached ACT 127 is to inform the PA PUC of the purchase of natural gas pipeline assets in Bradford and Lycoming Counties by HEP Pennsylvania Gathering, LLC from the previous owner Angelina Gathering Company, LLC. The transfer of assets, personnel and operating responsibilities was complete on 1 August 2015.

Our primary focus is to maintain the safety, integrity and efficiency of our company assets. If you have any questions or concerns feel free to contact me at 210-298-2229 or lwalker@howardep.com.

Sincerely,

A handwritten signature in blue ink, appearing to read 'L Walker', with a long horizontal flourish extending to the right.

Larry J. Walker
Senior Manager
Regulatory, EH&S and Training
Howard Energy Partners
San Antonio, Texas



Act 127 Pennsylvania Pipeline Operator Annual Registration Form

Please submit completed form by March 31

Registration for Previous Calendar Year Ending: _____

Docket Number: _____

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): HEP Pennsylvania Gathering, LLC

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

HEP Pennsylvania Gathering, LLC purchased the gathering natural gas pipelines from Angelina Gathering Company, LLC

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: _____

3. Main Mailing Address:

Provide the address to which the Commission will serve all correspondence relating to this registration.

Street Address/P. O. Box: 512 Towne Plaza, Ste 120, Route 6

City, State, Zip Code: Tunkhannock, PA 18657

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: 512 Towne Plaza, Ste 120, Route 6

City, State, Zip Code: Tunkhannock, PA 18657

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).

39324

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: Larry J. Walker
	Street Address: 17806 IH-10 West, Ste 210
	City, State, Zip Code: San Antonio, Texas 78248
	Email Address: lwalker@howardep.com
	Telephone Number: (210) 298-2229
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: Larry J. Walker
	Street Address: 17806 IH-10 West, Ste 210
	City, State, Zip Code: San Antonio, Texas 78248
	Email Address: lwalker@howardep.com
	Telephone Number: (210) 298-2229
9.	Federal EIN Number (if applicable): 37-1773750
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: Ricky Smith
	Street Address: 36 Fox Chase Drive
	City, State, Zip Code: Towanda, PA 18848
	Email Address: rsmith@howardep.com
	Telephone Number: (318) 564-1782
11.	Attorney (if applicable): <i>Complete this section only if an attorney is filing this registration form on your company's behalf.</i>
	Name: N/A
	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.	
Pipeline was purchased by HEP Pennsylvania Gathering, LLC from Angelia Gathering Company, LLC in April 2015	

- 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.

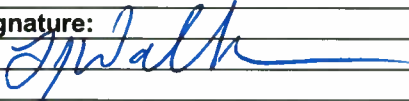
13. Filing Fee:
The filing fee for this Annual Registration Form is \$250, payable to the "Commonwealth of Pennsylvania."
 The filing fee can either be mailed or electronically paid when eFiling your form with the Commission's eFiling system.
NOTE: If you are a Propane Distributor registered with the 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	<input type="checkbox"/>
Borough	<input type="checkbox"/>

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:
Larry J. Walker	
Title:	Date:
Senior Manager / Regulatory, EH&S and Training	8/21/2015

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:
Pipeline Operator: HEP Pennsylvania 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:
Pipeline Operator: HEP Pennsylvania 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			84.6		4.3			4.3
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			14.2					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	98.8	0.0	4.3	0.0	0.0	4.3

Attachment C

Country of Manufacture
Calendar Year Ending:
Pipeline Operator: HEP Pennsylvania 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
Korea	1.4	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Mexico	1.1	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Japan	1.7	<input checked="" type="checkbox"/>	<input type="checkbox"/>
United States	87.4	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Vietnam	7.2	<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"/>	<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	98.8		