

PENNSYLVANIA GENERAL ENERGY COMPANY, L.L.C.

120 Market Street
Warren, PA 16365

Phone: 814-723-3230
Fax: 814-723-3502

March 12, 2018

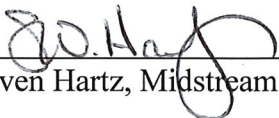
Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

RE: Act 127 Pennsylvania Pipeline Operator Annual Registration Form
Pennsylvania General Energy Company, LLC
Docket No. A-2012-2294003
Utility Code: 1714417

Dear Ms. Chiavetta,

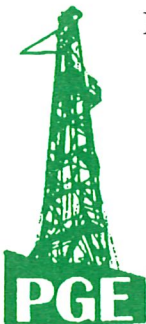
As requested in your letter from March 5, 2018, enclosed please find a copy of the Bill of Sale between Pennsylvania General Energy Company, LLC and Minard Run Oil Company. This documentation should be sufficient to explain the discrepancies between the mileage reporting for Warren and Forest Counties.

I, Steven Hartz, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).



Steven Hartz, Midstream Manager

Encl.



*Producing the energy we need.
Protecting the environment we treasure.*

www.penngeneralenergy.com



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
400 NORTH STREET, HARRISBURG, PA 17120

IN REPLY PLEASE
REFER TO OUR FILE

March 5, 2018

Docket No. A-2012-2294003
Utility Code: 1714417

CERTIFIED

ROBERT PAYNE
PA GENERAL ENERGY CO LLC
120 MARKET ST
WARREN PA 16365

RE: Act 127 Pennsylvania Pipeline Operator Annual Registration Form

Dear Mr. Payne:

On February 5, 2018, Pennsylvania General Energy Company, LLC's registration for renewal of the Act 127 Pennsylvania Pipeline Operator Annual Registration in the Commonwealth of Pennsylvania was accepted for filing with the Public Utility Commission. The registration form was incomplete. In order for us to complete our analysis of your registration renewal, the Energy Industry Group requires answers to the attached question(s).

Please be advised that you are directed to forward the requested information to the Commission within **30** days of receipt of this letter. Failure to respond may result in the registration renewal being denied. As well, if Pennsylvania General Energy Company, LLC has decided to withdraw its registration renewal, please reply notifying the Commission of such a decision.

Please forward the information to the Secretary of the Commission at the address listed below. When submitting documents, all documents requiring notary stamps must have original signatures. Please note that some responses may be e-filed to your case, <http://www.puc.pa.gov/efiling/default.aspx>. A list of document types allowed to be e-filed can be found at <http://www.puc.pa.gov/efiling/DocTypes.aspx>.

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

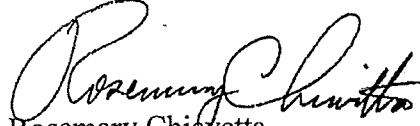
Your answers should be verified per 52 Pa Code § 1.36. Accordingly, you must provide the following statement with your responses:

I, _____, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

The blank should be filled in with the name of the appropriate company representative, and the signature of that representative should follow the statement.

In addition, to expedite completion of the registration renewal, please also e-mail the information to Lee Yalcin at lyalcin@pa.gov. Please direct any questions to Lee Yalcin, Bureau of Technical Utility Services, at lyalcin@pa.gov (preferred) or (717) 787-6723.

Sincerely,

A handwritten signature in cursive script, appearing to read "Rosemary Chiavetta".

Rosemary Chiavetta
Secretary

Enclosure

Pennsylvania General Energy Company, LLC's
Docket No. A-2012-2294003
Data Request

1. Reference attachment B, please clarify the following discrepancies: Forest County-Pennsylvania General Energy Company, LLC reported 7.3 miles (Class 1 Conventional) for the 2016 report, however the 2017 report indicates no miles; Warren County reported 14.9 miles (Class 1 Conventional) and .9 miles (Class 2 Gathering and Transmission) for 2016 but no reported miles for 2017. Please provide an explanation for the mileage change in section 12, operational information comments.

BILL OF SALE FOR PIPELINES

THIS BILL OF SALE is made this 23rd day of January, 2017, effective the 1st day of January, 2017, by and between **PENNSYLVANIA GENERAL ENERGY COMPANY, L.L.C.**, a Pennsylvania limited liability company, with a mailing address of 120 Market Street, Warren, Pennsylvania 16365, hereinafter referred to as "Seller".

AND

MINARD RUN OIL COMPANY, a Pennsylvania Corporation, with a mailing address of 609 South Avenue, Bradford, Pennsylvania 16701, hereinafter referred to as "Buyer".

IN CONSIDERATION OF THE SUM OF Ten Dollars (\$10.00) and other good and valuable consideration in hand paid by Buyer to Seller, the receipt and sufficiency of which are hereby acknowledged, and subject to the terms and conditions hereinafter set forth, and intending to be legally bound thereby, the parties agree as follows:

1. **TRANSFER OF PIPELINES:** Seller does hereby transfer, quit-claim and release unto Buyer, its successors and assigns, all Seller's right, title, and interest in and to any and all pipelines, except the retained deep pipeline systems, as described on Exhibit "A" and depicted on Exhibits "A-1", "A-1-A", "A-1-B", "A-2", "A-3", "A-4" and "A-5" hereto, together with all of the personal property, equipment, fixtures, and improvements used in connection therewith (the "Pipelines").
2. **TITLE, WARRANTY AND LIABILITY:**
 - a. Seller makes no representation that it conveys good and marketable title to the Pipelines and quitclaims and releases the same interests to Buyer.
 - b. Buyer assumes all responsibility for the operation and maintenance of the Pipelines and the reclamation of the premises associated therewith upon their abandonment.

- c. Seller represents that, to the best of its knowledge, as of the date of this instrument, none of the Pipelines is subject of any notice or citation issued by any governmental or regulatory agency having jurisdiction thereover and Seller has not received any warning regarding the issuance of any such notice, citation or order by any regulatory authority having jurisdiction thereover.
- d. Buyer has inspected the Pipelines and hereby accepts the Pipelines in an "as-is, where-is" condition with all faults related thereto. Buyer further acknowledges that Seller, its agents and employees and other persons acting on behalf of Seller have made no representation or warranty of any kind in connection with any matter relating to the condition of the Pipelines upon which Buyer has relied directly or indirectly for any purposes. Seller expressly disclaims any warranties, express or implied, including but not limited to, disclaimer of any implied warranty of merchantability or fitness for any purpose.
- e. Buyer hereby agrees to hold harmless, indemnify and defend Seller, its successors, personal representatives, employees, shareholders, owners, officers, directors, or affiliated companies ("Seller's Representatives") from any and all suits, actions, legal or administrative proceedings, claims, demands, actual damages, fines, punitive damages, losses, costs, fees and expenses, including any fees and expenses incurred in enforcing this indemnity, which may be brought or pursued by Buyer or its successors, personal representatives, employees, shareholders, officers, directors, or affiliate companies ("Buyer's Representatives") or any third party or governmental or regulatory agency subsequent to the date of this conveyance and which arise out of or pertain to any aspect, matter or thing regarding the Pipelines without any limitation thereto, without regard to fault or cause of alleged harm, and regardless of whether the incident underlying any such suit, action, proceeding, claim or demand occurred prior to or after the date of this instrument.

3. **BINDING EFFECT:** This Bill of Sale shall inure to the benefit of, and be binding upon, the parties hereto and their respective successors and assigns.

4. **GOVERNING LAW:** This Bill of Sale and the legal relations between the parties shall be governed and construed in accordance with the laws of the Commonwealth of Pennsylvania, excluding any conflicts of law rule or principle that might refer construction of such provisions to the laws of another jurisdiction. The parties consent to the exercise of personal jurisdiction by the courts of Pennsylvania for any dispute. Each party waives, to the fullest extent permitted by applicable law, any right it may have to a trial by jury in respect of any dispute.

5. MISCELLANEOUS PROVISIONS.

- a. Seller and Buyer agree to cooperate in the execution of any instrument either party may reasonably require to perfect the conveyance to Buyer of any property hereby conveyed.
- b. This Bill of Sale is made pursuant to and subject to that certain Purchase and Sale Agreement between Seller and Buyer dated December 1, 2016.
- c. This Bill of Sale may be executed in multiple counterparts, each of which shall be deemed an original, but all of which together shall constitute a single agreement.

IN WITNESS WHEREOF, intending to be legally bound, the parties have hereunto set their hands and seals the day and year first above written.

WITNESS/ATTEST



SELLER:

Pennsylvania General Energy Co., LLC



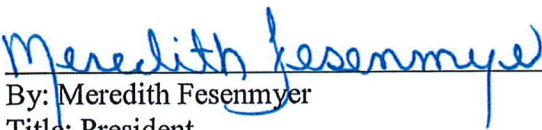
By: Douglas E. Kuntz
Title: President and CEO

WITNESS/ATTEST



BUYER:

Minard Run Oil Company



By: Meredith Fesenmyer
Title: President

Exhibit "A"

Attached to and by reference made a part of that certain Bill of Sale for Pipelines dated the 23rd day of January, 2017, effective the 1st day of January, 2017, by and between **Pennsylvania General Energy Company, L.L.C.**, a Pennsylvania limited liability company, "Seller", and **Minard Run Oil Company**, "Buyer".

Warren and Forest County Pipeline – Kinzua Pipeline System

As shown in black and highlighted in yellow on Exhibit A-1, approximately 33.32 miles of 6" and 8" steel pipeline located in Warren County and Forest County, Pennsylvania and being described as follows: Beginning south of Route 6 near Warren, Pennsylvania in Mead Township continuing to Sheffield Junction in Howe Township, Forest County with a lateral line running southwest to the Kingsley and Jenks Township line in Forest County, Pennsylvania.

The following three (3) deep pipeline systems are specifically retained by Seller:

1. Stone Pipeline System: As shown in blue and highlighted in purple on Exhibit A-1 and being described as follows: Beginning south of Route 66 in Clarion County extending north of the Kingsley and Green Township line with a lateral line running northwest to the PGE deep Marcellus well site in Green Township Forest County.
2. Well 2124 Pipeline System: As shown in blue and highlighted in purple on Exhibit A-1-A and being described as follows: Beginning at PGE deep Marcellus well site 2124 and continuing to a pipeline tap (Lat/Long 41.54925-79.163694) on the Kinzua Pipeline System in Howe Township, Forest County, Pennsylvania.
3. Well 2612 Pipeline System: As shown in blue and highlighted in purple on Exhibit A-1-B and being described as follows: Beginning at PGE deep Marcellus well site 2612 and continuing to a pipeline tap (Lat/Long 41.528384-79.182239) on the Kinzua Pipeline System in Howe Township, Forest County, Pennsylvania.

Potter County Pipeline – Wharton Pipeline System

As shown in black and highlighted in yellow on Exhibit A-2, approximately 12.74 miles of pipeline located in Potter County, Pennsylvania and being described as follows: Being low pressure gathering lines feeding into the Wharton Compressor located on Red Ridge Road, Wharton Township, Potter County, Pennsylvania.

The following deep pipeline system is specifically retained by Seller:

1. Pine Hill Pipeline System: As shown in blue and highlighted in purple on Exhibit A-2 and being described as follows: Beginning at the gas meter located on the discharge side of the Wharton Compressor on Red Ridge Road and continuing northeast to the NFG YM53 pipeline in Abbott Township, Potter County, Pennsylvania with a lateral line running west along Horton Run Road to the Pine Hill Marcellus well pad.

Potter County Pipeline – Shallow Well Pipeline System

As shown in black and highlighted in yellow on Exhibit A-3, approximately 6.31 miles of pipeline located in Potter County, Pennsylvania and being described as: Being low pressure gathering lines located in Keating Township, Potter County, Pennsylvania.

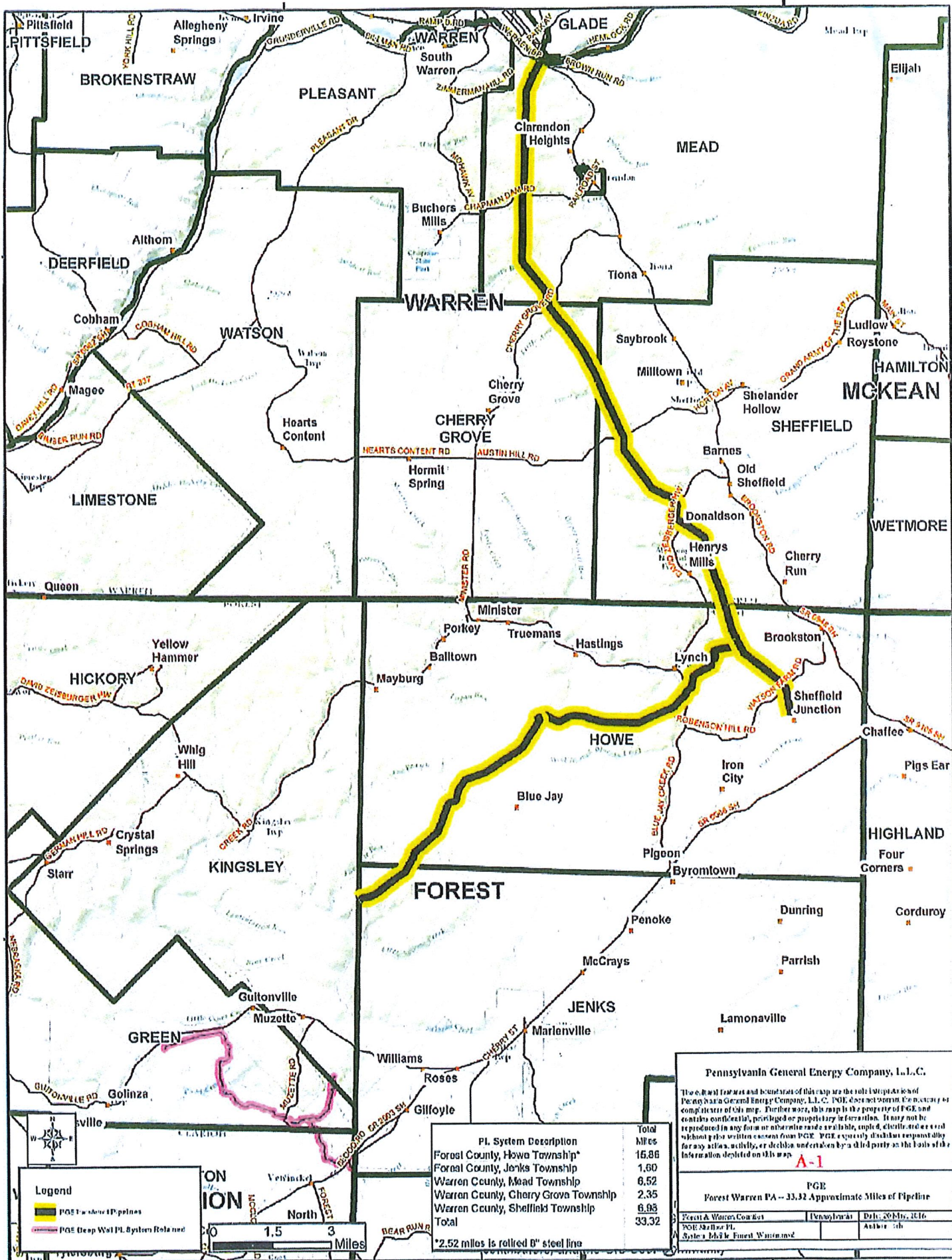
The following deep pipeline system is specifically retained by Seller:

1. Keating Summit Pipeline System: As shown in blue and highlighted in purple on Exhibit A-3 and being described as follows: Beginning at the Marcellus well pad located on Card Creek Road continuing to and including a meter site located on the UGI TL6 pipeline as located on Card Creek Road.

McKean County Pipelines

Crosby Pipeline System: As shown in black and highlighted in yellow on Exhibit A-4, approximately 4.15 miles of pipeline located in McKean County, Pennsylvania and being described as follows: Being low pressure gathering lines located near Christian Hollow Road in Norwich Township, McKean County, Pennsylvania.

As shown in black and highlighted in yellow on Exhibit A-5, approximately 4.8 miles of pipeline located in McKean County, Pennsylvania and being described as follows: Being low pressure gathering lines located on Lots 218, 219, 221, 222 and 223 in Hamilton and Wetmore Townships, McKean County, Pennsylvania.



Pennsylvania General Energy Company, L.L.C.

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A-1

PGE
Forest Warren PA - 33.32 Approximate Miles of Pipeline

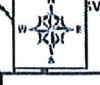
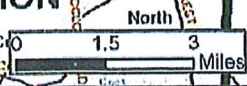
Forest & Warren Counties	15.86	Dr. 20th, 2016
PGE Warren PL System	1.60	Author: [illegible]
Warren County, Mead Township	6.52	
Warren County, Cherry Grove Township	2.35	
Warren County, Sheffield Township	6.98	
Total	33.32	

PL System Description	Total Miles
Forest County, Howe Township*	15.86
Forest County, Jenks Township	1.60
Warren County, Mead Township	6.52
Warren County, Cherry Grove Township	2.35
Warren County, Sheffield Township	6.98
Total	33.32

*2.52 miles is rerouted 8" steel line

Legend

- PGE Above Ground Pipelines
- PGE Deep Well PL System Related

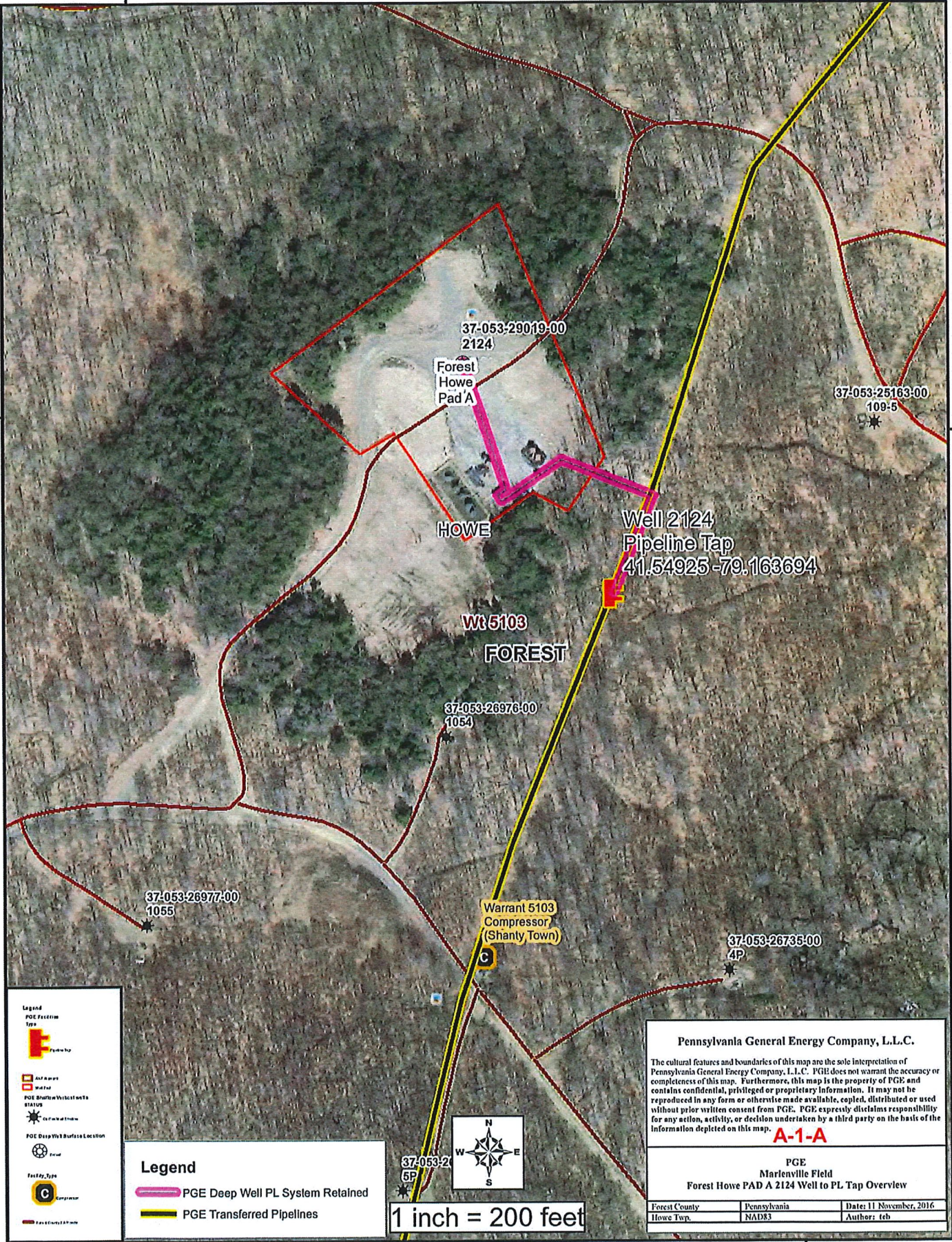


79°10'0"W

79°9'45"W

41°33'0"N

41°33'0"N



Legend

PGE Feature Type

- PGE Deep Well PL System Retained
- PGE Transferred Pipelines

Facility Type

- Well Pad
- Well
- Compressor Station
- Deep Well Burial Location
- Well
- Compressor
- Forest Boundary

Legend

- PGE Deep Well PL System Retained
- PGE Transferred Pipelines

37-053-26977-00 1055

37-053-26976-00 1054

37-053-26735-00 4P

37-053-29019-00 2124

37-053-25163-00 109-5

37-053-26976-00 6P

1 inch = 200 feet



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A-1-A

PGE
Marlenville Field
Forest Howe PAD A 2124 Well to PL Tap Overview

Forest County	Pennsylvania	Date: 11 November, 2016
Howe Twp.	NAD83	Author: tch

79°10'0"W

79°9'45"W

79°11'0"W

37-053-30754-00-00

Legend

- PGE Transferred Pipelines
- PGE Facilities Type
- PL Tap
- ART Wellpad
- Wellpad
- PGE Shadow Vertical well STATUS
- Gas Well Status
- Oil Well Status
- Gas Well Status - Piped
- PGE Deep Well Surface Location
- Drill
- Forest County TR Wells

Wt 5106

37-053-25602-00
144-1

37-053-28936-00
2134

HOWE

Forest
Howe
Pad B

37-053-30227-00
2612

37-053-25603-00
145-2

Wt 5107

FOREST

37-053-27012-00
1105

37-053-21344-00
823-6

37-053-27159-00
1281

41°31'45"N

41°31'45"N

Well 2612
Pipeline Tap
41.528384 -79.182239

37-053-26728-00
16P

JENKS

37-053-26729-00
15P

37-053-21346-00
822-5

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A-1-B

PGE
Marienville Field
Forest Howe PAD B 2612 Well to PL Tap Overview

Forest County	Pennsylvania	Date: 11 November, 2016
Howe & Jenks Twp.	NAD83	Author: teb

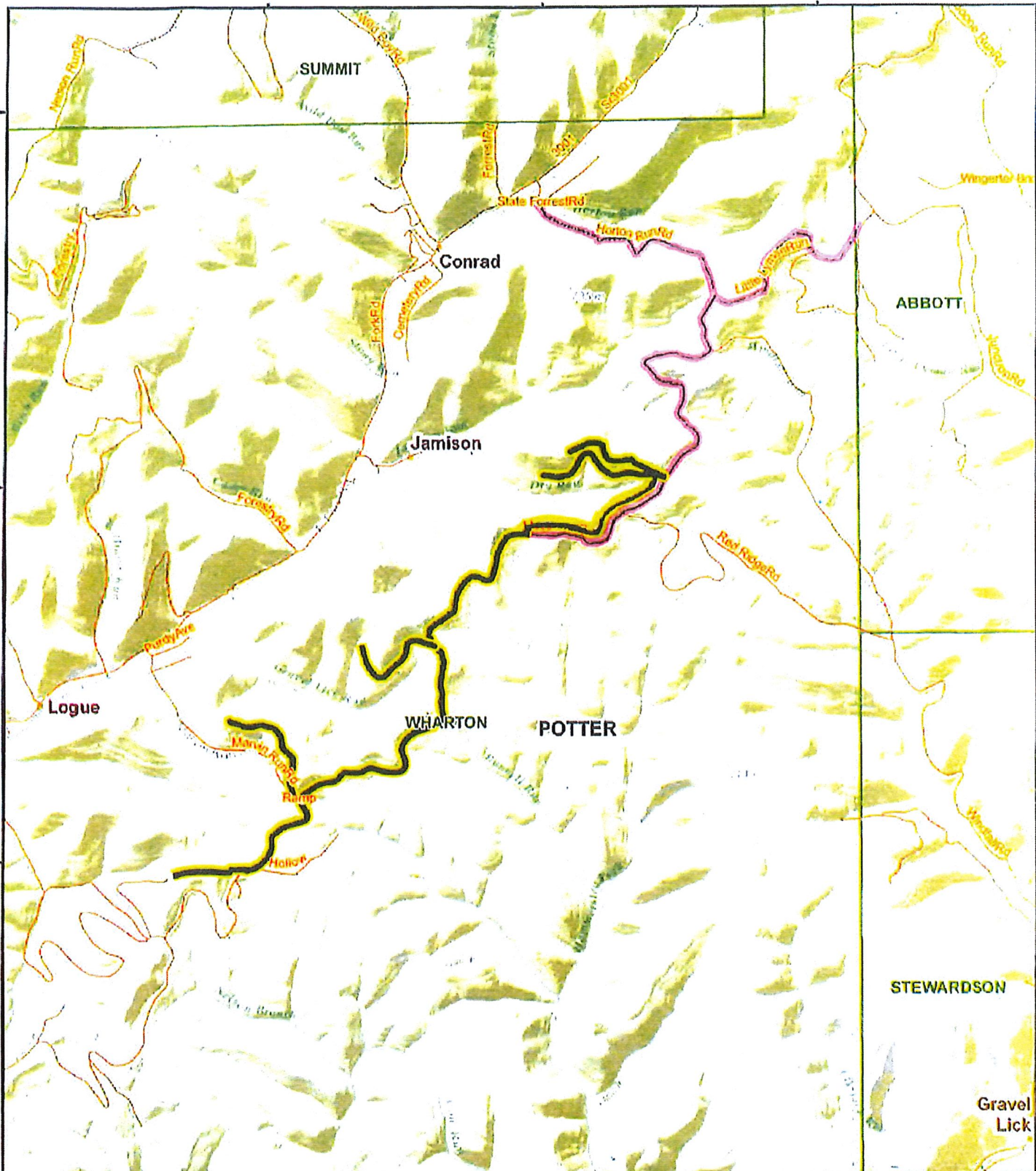


1 inch = 200 feet

Legend

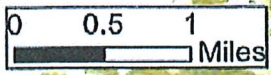
- PGE Deep Well PL System Retained
- PGE Transferred Pipelines

79°11'0"W



Legend

- PGE Transco Pipelines
- PGE Deep Well PL System Retained



Pennsylvania General Energy Company, L.L.C.

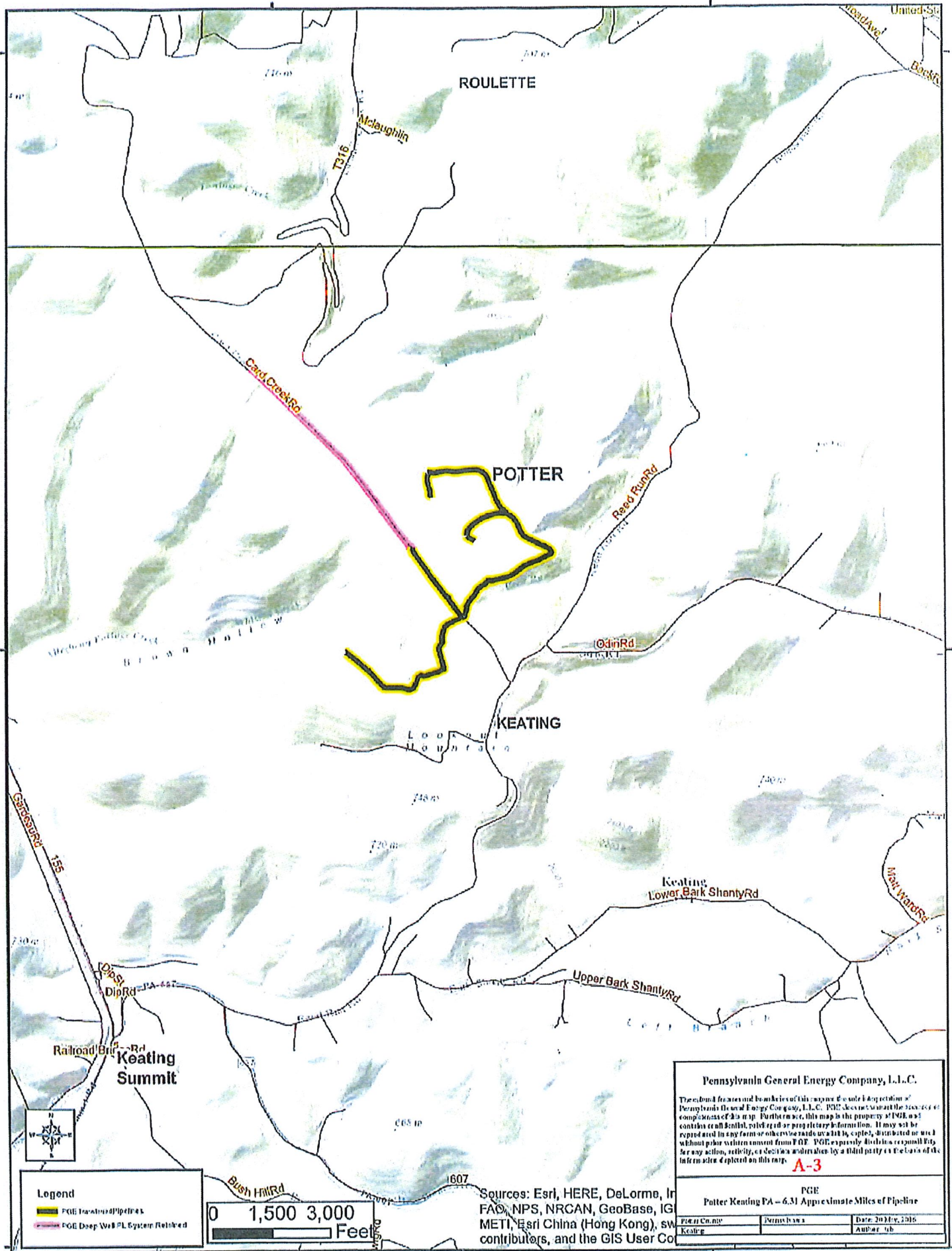
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A-2

PGE
Potter-Wharton PA - Approximate 12.71 Miles of Pipeline

Project No. - 2010-001	Revision	Date: 05/16, 2010
Project Name - Potter-Wharton PA System	Scale: 1:50,000	Author: JES

Sources: Esri, HERE, DeLorme, Intermap, iPC, NPS, NRCAN, GeoBase, IGN, Swisstopo, Esri China (Hong Kong), Swisstopo contributors, and the GIS User Community



ROULETTE

POTTER

KEATING

Keating Summit

Pennsylvania General Energy Company, L.L.C.

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A-3

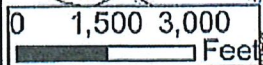
PGE
Potter Keating PA - 6.31 Approximate Miles of Pipeline

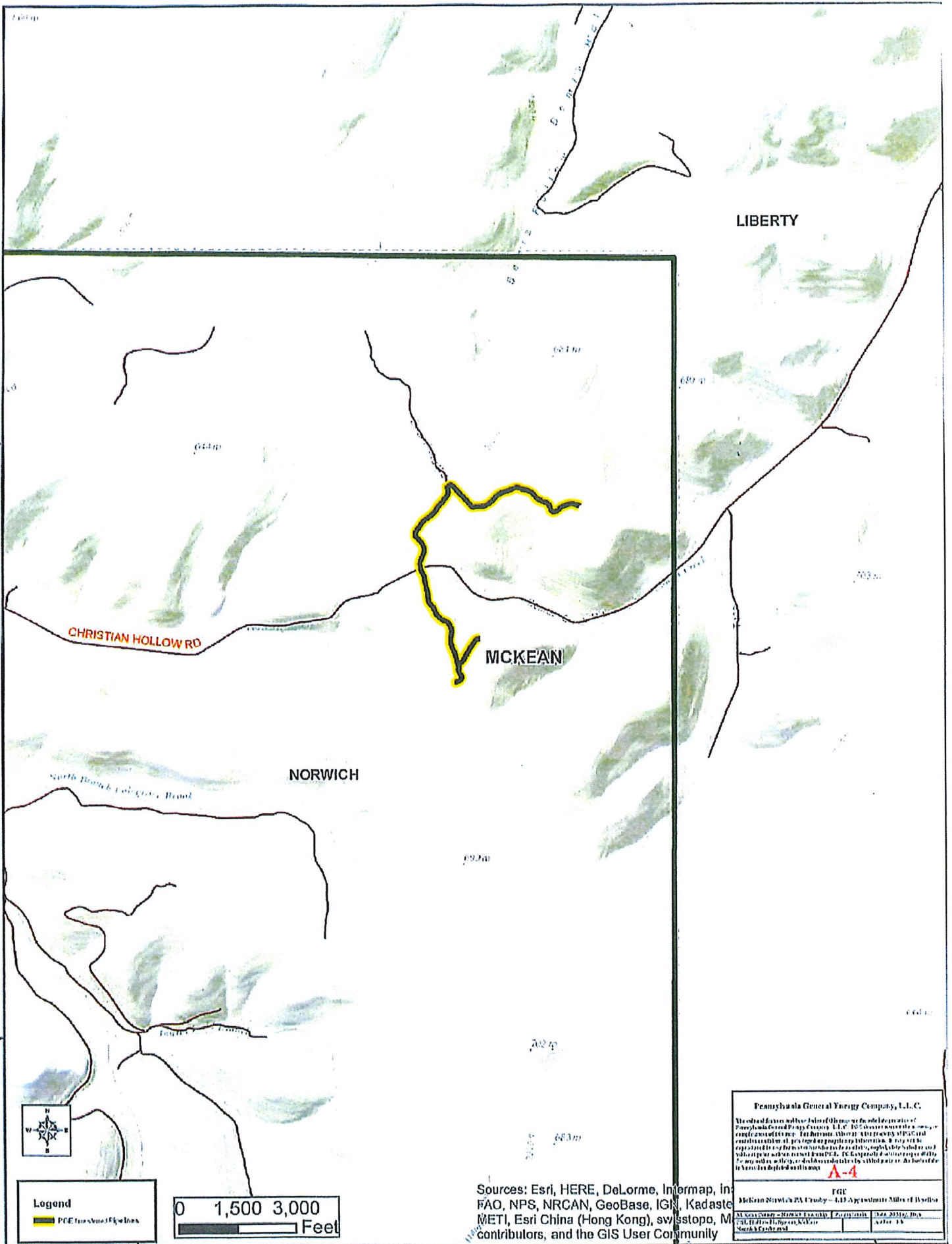
Project Name	Drawn by	Date: 2/24/16
Keating		Amfar, Inc

Sources: Esri, HERE, DeLorme, InFAO, NPS, NRCAN, GeoBase, IGN, METI, Esri China (Hong Kong), sw contributors, and the GIS User Co

Legend

- PGE Transfer Pipelines
- PGE Deep Well PL System Retained





LIBERTY

CHRISTIAN HOLLOW RD

MCKEAN

NORWICH

Pennsylvania General Energy Company, L.L.C.

The enclosed document is a preliminary map of the proposed transmission lines for the Mckean substation in Liberty Township, Berks County, PA. The map is for informational purposes only and is not intended to be used for any other purpose. It is not intended to be used for any other purpose. It is not intended to be used for any other purpose.

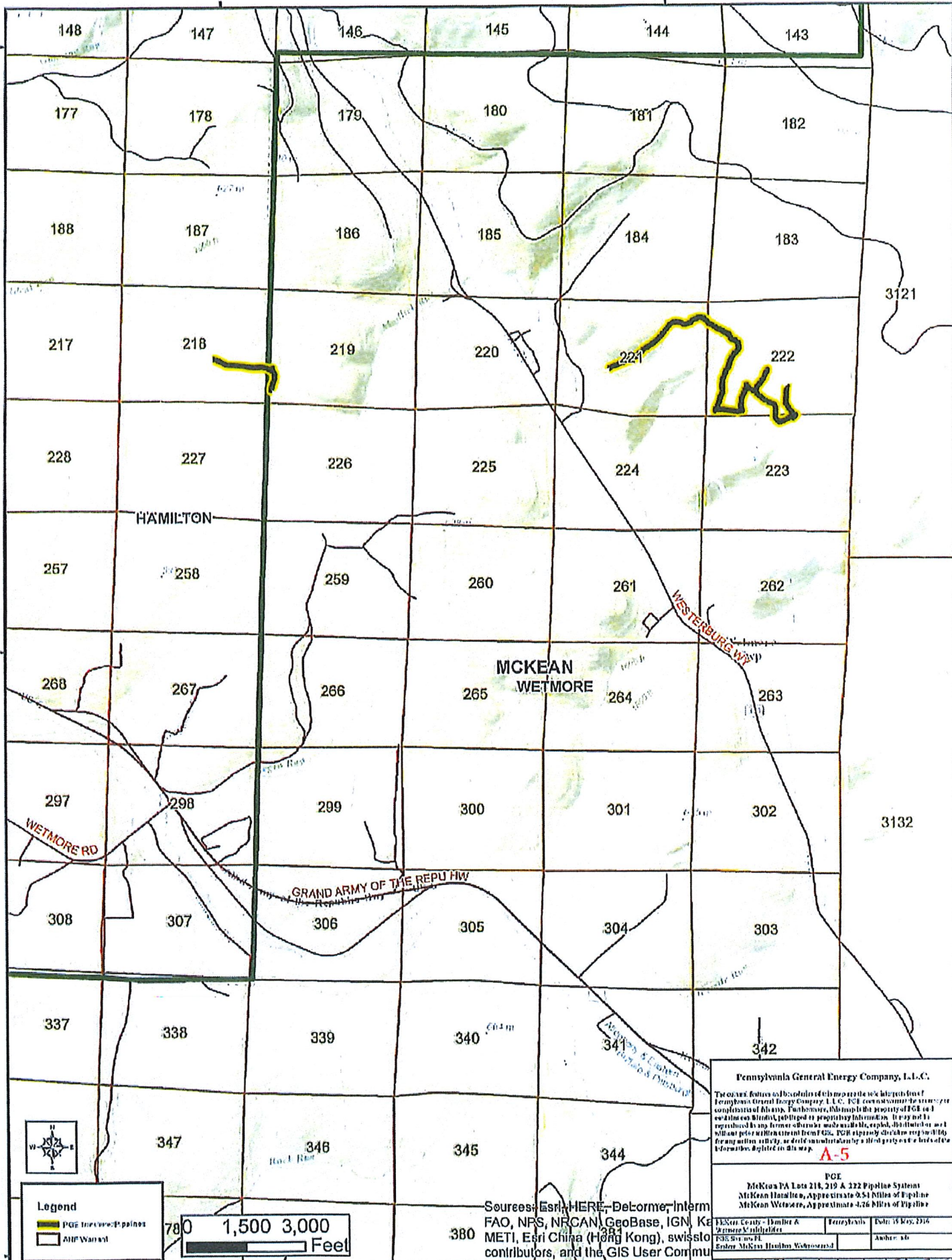
A-4

PGE	
Mckean Norwich PA Study - 415 Appropriate Study of Baseline	
Map Scale - Berks County, PA	June 2016, Rev. 1.0
File: H:\GIS\Projects\K&E\Map_Scale_Berks.pxd	Page 14

Legend
 PGE transmission lines

0 1,500 3,000 Feet

Sources: Esri, HERE, DeLorme, Intermap, Inc., FAO, NPS, NRCAN, GeoBase, IGN, Kadaster, METI, Esri China (Hong Kong), swisstopo, Mapbox contributors, and the GIS User Community



Pennsylvania General Energy Company, L.L.C.

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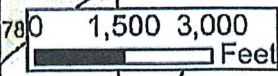
A-5

PGE
 McKean PA Lots 218, 219 & 222 Pipeline System
 McKean Wetmore, Approximate 9.51 Miles of Pipeline
 McKean Wetmore, Approximate 4.26 Miles of Pipeline

Project Lead - Jennifer A. Krumholz	Project Manager - Jennifer A. Krumholz	Author -
PGE Survey -	Author -	
Editor - McKean Wetmore		

Legend

- PGE Pipeline
- All Wetmore



Sources: Esri, HERE, DeLorme, Intermap, FAO, NPS, NRCAN, GeoBase, IGN, Karteg, METI, Esri China (Hong Kong), swisstopo contributors, and the GIS User Community