

MEDALLION DELAWARE EXPRESS, LLC*

IN CONNECTION WITH

MEDALLION PIPELINE COMPANY, LLC
CRUDE PETROLEUM SYSTEM**

JOINT PIPELINE TARIFF

CONTAINING

RATES AND CHARGES

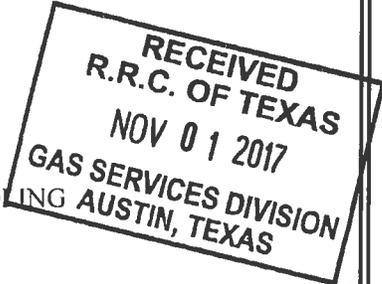
GOVERNING THE TRANSPORTATION AND HANDLING

OF

CRUDE PETROLEUM

TRANSPORTED BY PIPELINE

FROM AND TO POINTS NAMED HEREIN



Governed by rules and regulations published in Texas R.R.C. No. 3.0 of the Joint Tariff Crude Petroleum System of Medallion Delaware Express, LLC and Medallion Pipeline Company, LLC, or successive issues thereof.

The rates named in this Rates Tariff are expressed in dollars per Barrel of 42 U.S. Gallons and are subject to change as provided by law.

The matter published herein will have no adverse effect on the quality of the human environment.

ISSUED: November 1, 2017

EFFECTIVE: November 1, 2017

Issued By:

Randy N. Lentz
President
Medallion Delaware Express, LLC
222 West Las Colinas Blvd
Suite 1140E
Irving, Texas 75039
972-746-4401

Compiled By:

Randy N. Lentz
President
Medallion Delaware Express, LLC
222 West Las Colinas Blvd
Suite 1140E
Irving, Texas 75039
972-746-4401

* Operated by Medallion Operating Company, LLC under P-5 Permit No. 558336 and T-4 Permit No. 09224.
** Operated by Medallion Operating Company, LLC under P-5 Permit No. 558336 and T-4 Permit No. [pending].

RATES AND CHARGES

The Origin Points for the Joint Tariff Service are the following points of Receipt on the Delaware Express system, all within the state of Texas:¹

- Various Origin Points to attach Crude Petroleum within Pecos County, Reeves County, and Ward County; and,
- Independence Station in Pecos County.

The Destination Points for the Joint Tariff Service are the following points of Delivery on Medallion Pipeline's system, all within the state of Texas:

- On the Wolfcamp Connector Mainline: the Colorado City Hub in Scurry County²;
- On the Howard Lateral: the Alon USA Big Spring Refinery in Howard County;
- On the Crane Extension: the Crane Hub³ in Crane County; and,
- On the Midland Lateral: the Midland Hub⁴ in Midland County.

¹ Delaware Express is obligated to provide additional Origin Points, under specified conditions, pursuant to the terms of the Acreage Dedication TSAs. In addition, Delaware Express is willing to provide additional Origin Points available for the Joint Tariff Service to attach Crude Petroleum production (including additional gathering pipelines) on its pipeline system, where operationally practicable, at mutually agreed upon locations; provided, however, that the requesting Shipper(s) is able to satisfy the terms and conditions of the Joint Tariff and executes a long-term TSA or other agreement that, in Delaware Express's sole judgment, sufficiently provides for the reimbursement of all costs associated with the construction and operation of such facilities (including income tax gross up). *See* Part III of this Rates Tariff. To the extent additional Origin Points are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

² The Colorado City Hub is currently limited to the interconnections in Scurry County with (i) BridgeTex Pipeline Company, LLC, and (ii) Sunoco Pipeline L.P., as more precisely described in the Connection Agreement between Carrier and Sunoco Pipeline L.P. Medallion Pipeline is willing to consider, pursuant to the terms of its TSAs, additional interconnections available for the Joint Tariff Service at the Colorado City Hub with other carriers, where operationally practicable, at mutually agreed upon terms and conditions; provided, however, that Carrier reserves the right to file for and charge an incremental transportation fee to recover the costs associated with the construction and operation of the facilities necessary to provide such additional interconnections. *See* Part III of this Rates Tariff. To the extent additional interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

³ The Crane Hub is currently limited to the interconnection with Magellan Pipeline Company, L.P. (commonly referred to as the Longhorn Pipeline). Medallion Pipeline is willing to consider, pursuant to the terms of its TSAs, additional interconnections available for the Joint Tariff Service at the Crane Hub with other carriers and service providers, where operationally practicable, at mutually agreed upon terms and conditions; provided, however, that Carrier reserves the right to file for and charge an incremental fee for such additional interconnections. *See* Part III of this Rates Tariff. To the extent additional interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

⁴ The Midland Hub is currently limited to the interconnection with Enterprise Products Partners L.P.'s Midland terminal. Medallion Pipeline is willing to consider, pursuant to the terms of its TSAs, additional interconnections available for the Joint Tariff Service at the Midland Hub with other carriers and service providers, where operationally practicable, at mutually agreed upon terms and conditions; provided, however, that Carrier reserves the right to file for and charge an incremental fee for such additional interconnections. *See* Part III of this Rates Tariff. To the extent additional interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

I. Base Committed Rates: Rates for Committed Shippers⁵

Rates for Committed Shippers (Dollars Per Barrel)			
From	To	Volume Incentive Rate	Firm Rate
Origin Points	Crane Hub	0.8000	1.0000
Origin Points	Midland Hub	1.0500	1.4000
Origin Points	Colorado City Hub Alon Interconnect	1.3000	1.8000

Effective July 1, 2018, the Base Committed Rates applicable to the Firm Rates above shall be increased annually by the greater of 1% or the positive adjustment, if any, in the FERC Index; provided, however, such increase shall not exceed 3% annually.

II. Uncommitted Rates

Uncommitted Rates (Dollars per Barrel)		
From	To	Rate
Origin Points	Crane Hub	0.9900
Origin Points	Midland Hub	1.3900
Origin Points	Colorado City Hub Alon Interconnect	1.7900

Effective July 1, 2018, the Uncommitted Rates above are subject to adjustment pursuant to the FERC Index.

III. Charges

As discussed in Fn. 1 above, Carrier may require reimbursement of the costs associated with the construction and operation of any new Origin Points, including any new gathering pipelines thereon, that Carrier agrees to provide pursuant to the terms and conditions discussed in such footnote. As discussed in Fn. 2, 3 and 4 above, Carrier reserves the right to file for and charge an incremental fee to the extent Carrier provides additional interconnections at the Colorado City Hub, the Crane Hub, and/or the Midland Hub, pursuant to the terms and conditions discussed in such footnotes.

⁵ Such Committed Rates are available only to those Shippers which executed a TSA for the Joint Tariff Service.

IV. Communications

The contact persons who will respond to inquiries regarding tariff provisions are as follows:

Randy Lentz – President & CEO Medallion Midstream, LLC 222 West Las Colinas Blvd Suite 1140E Irving, Texas 75039 (972) 607-9441	Peggy A. Heeg Reed Smith LLP 811 Main Street Suite 1700 Houston, TX 77002 (713) 469-3861 PHeeg@reedsmith.com
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Sheila Mendoza

From: Speakmon, Samantha <samantha.speakmon@nortonrosefulbright.com>
Sent: Wednesday, November 01, 2017 10:42 AM
To: CCPLtariffs
Cc: Christina Poole; Virgie Frausto
Subject: Joint Tariff Filing - Medallion Delaware Express, LLC and Medallion Pipeline Company, LLC
Attachments: Joint Tariff RRC Rules and Regulation Tariff.No 3.0.pdf; Joint Tariff RRC Rates Tariff 4.0.pdf

Christina, Virgie,

Attached please find the below listed tariffs that we would like to file on behalf of both Medallion Delaware Express, LLC and Medallion Pipeline Company, LLC under a joint filing, separate from the local tariffs of Medallion Pipeline Company, LLC that are already on file with the Railroad Commission.

- Joint Tariff RRC Rules & Regulations Tariff 3.0
- Joint Tariff RRC Rates Tariff 4.0

Please note that Medallion Delaware Express has submitted for a T-4 Permit that is currently pending at the Railroad Commission, and, therefore, we have noted [pending] in place of the T-4 Permit Number on the cover page of the Rates Tariff. Please let me know if the Railroad Commission would prefer a different notation in this scenario.

Please confirm receipt and provide a date-stamped copy of these tariffs with today's date.

Many thanks,
Samantha

Samantha Speakmon | Associate
Norton Rose Fulbright US LLP
1301 McKinney, Suite 5100, Houston, Texas 77010-3095, United States
Tel +1 713 651 5289 | Fax +1 713 651 5246
samantha.speakmon@nortonrosefulbright.com

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