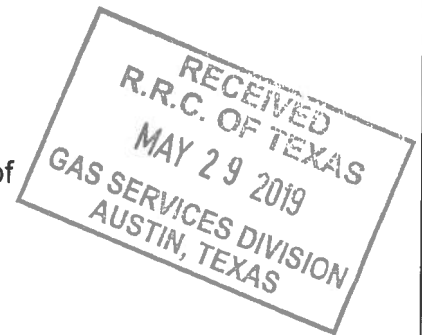

PLAINS PIPELINE, L.P. ♦

TEXAS LOCAL PIPE LINE TARIFF

Applying on the Intrastate Transportation of
CRUDE PETROLEUM

From and To POINTS IN TEXAS



APPLICATION OF RATE

The rates named in this tariff apply only on shipments of crude petroleum by pipeline to destinations named herein, for subsequent transportation beyond by pipeline, subject to the rules and regulations published in Plains Pipeline, L.P.'s Texas R.R.C. No. 70.12.1 and reissues thereof ("Rules and Regulations Tariff").

~~[C] The rates for Zone 1—Shirk Weir Jct., Upton County, are hereby cancelled in their entirety. No further rates or routing will be provided.~~

EFFECTIVE: June 1, 2019

ISSUED BY: Sam Brown
Senior Vice President
Plains GP LLC
General Partner of
Plains Pipeline, L.P.
P.O. Box 4648
Houston, Texas 77210-4648

COMPILED BY: Teresa Bratcher
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♦ Operated by Plains Pipeline, L.P. under T-4 Permit No. 05590 and P-5 Permit No. 667884.

RATES IN CENTS PER BARREL OF 42 UNITED STATES GALLONS

FROM	TO	RATE	CONTRACT RATE
Laredo North Station, Glasscock Co.	Midland, Midland County or McCamey, Upton County	[U] 78.31	
Laredo South Station, Reagan Co.		[U] 78.31	
Zone 1 - Munger Joe Mabee Station, Martin Co.		[U] 73.09	
Zone 1 - Sulfur Draw Station, Martin County		[U] 73.09	
Zone 1 - Glasscock Station, Martin County		[U] 73.09	
Zone 1 - Greenwood Station, Midland County		[U] 73.09	
Zone 1 - Spraberry Station, Midland County		[U] 73.09	
Zone 1 - Spraberry Preston, Midland County		[U] 73.09	[U] 63.09 (1)
Zone 1 - Tippet Station, Upton County		[U] 73.09	
Zone 1 - Upton Station, Upton County		[U] 73.09	
Zone 1 - Powell Station, Glasscock County		[U] 73.09	
Zone 1 - Floyd Station, Midland County		[U] 73.09	
Zone 1 - Patterson Station, Reagan County		[U] 73.09	
Zone 1 - Driver Station, Reagan County		[U] 73.09	
Zone 1 - Garden City Station, Glasscock County		[U] 73.09	
Garden City South Station, Glasscock County		[U] 125.29	
Zone 1 - Conger Station, Sterling County		[U] 73.09	
Zone 2 - Weatherby Station, Reagan County		[U] 83.53	
Weatherby El Dorado Station, Reagan County		[U] 83.53	
Zone 2 - Coates Ranch Station, Reagan County		[U] 83.53	
Zone 2 - Ball Station, Reagan County		[U] 83.53	
Zone 1 - Rankin Station, Upton County		[U] 73.09	
Zone 1 - Ken Cox Station, Martin County		[U] 73.09	
Zone 2 - Owen Station, Reagan County		[U] 83.53	
Zone 1 - Driver Midkiff, Reagan County		[U] 80.00	
Owen El Dorado Station, Reagan County		[U] 83.53	

GATHERING CHARGES

Where crude petroleum is pipeline gathered by the Carrier, the following charges in cents per barrel will be made in addition to the transportation rates named herein.

[N]	Location	Rate	Contract Rate
	Zone 1 – Campbell Ranch Gathering, Martin Co.	[N] 125.29	[C] 125.29 (2)
	Zone 1 – Upton-Y-11 Gathering System, Upton County	[U] 56.83	
	Zone 1 – Upton Giddings #3 Gathering	[U] 102.32	
	Zone 1 – Giddings Wolfcamp	[U] 62.24	
	Zone 1 – Powell Shackelton Gathering	[U] 78.31	
	Zone 1 – Spraberry Aldwell Unit	[U] 57.42	
	Zone 1 – S. University Gathering, Reagan and Upton Counties	[U] 108.37	[N] 98.37 (2)
	Zone 1 – Pembroke, Upton County	[U] 77.44	
	Zone 1 – Brook B14 and 01A, Upton County	[U] 36.05	
	[N] <u>Zone 1 – Spraberry Preston Gathering</u>	[U] 26.10	
	[N] <u>Zone 1 – Brook N13 Gathering</u>	[U] 26.10	
	[N] <u>Zone 1 – Outlaw Gathering</u>	[N] 32.91	
	Zone 2 – Ham Ranch Gathering	[U] 36.54	
	Zone 2 – Pioneer Rocker B Gathering	[U] 66.95	
	Zone 2 – West Ball Gathering	[U] 104.41	
	Zone 2 – East Ball Gathering	[U] 104.41	
	Zone 2 – Owen Station - Hickman Gathering	[U] 83.53	
	Weatherby El Dorado Gathering	[U] 88.75	
	Owen El Dorado Gathering	[U] 88.75	
	Laredo South - South Spraberry-Reagan	[U] 45.46	
	All Other Gathering	[U] 26.10	

(1) The contract rate is available to all shippers **[W]** ~~or their designated shipper~~, signing an agreement with a minimum term of five years for the transportation of a minimum volume of 20,000,000 barrels of Crude Petroleum (“Contract Shipper”), and to any designated shipper of a Contract Shipper (“Designated Shipper”). A Contract Shipper must notify Carrier in writing of any Designated Shipper that will be shipping on Contract Shipper’s behalf. Notify in writing.

[C] (2) ~~The contract tariff rate is available to all shippers signing a Throughput and Deficiency Agreement for the transportation of a minimum volume of 2,500 barrels per day from Campbell Ranch Gathering, Martin County to Midland Station, Midland County during the Initial Term of five years.~~

[N] (2) The contract tariff rate is available to all shippers signing a Throughput and Deficiency Agreement for the transportation of a minimum volume of 20,000,000 barrels during the Initial Term of seven years (“Contract Shipper 2”), and to any designated shipper of a Contract Shipper (“Designated Shipper 2”). A Contract Shipper must notify Carrier in writing of any Designated Shipper that will be shipping on Contract Shipper’s behalf.

SULFUR CONTENT: Crude petroleum with sulfur content less than 1.0% by weight will be accepted to achieve a Common Stream with sulfur content no greater than 0.17% by weight. In the event a Shipper tenders crude oil with a sulfur content that exceeds 0.17% by weight, Carrier shall require the Shipper make appropriate adjustments in either crude oil sulfur or volumes so the Shipper’s average sulfur content of all crude oil tendered does not exceed 0.17% by weight in a calendar month.

In the event that the Shipper's average sulfur content of all crude oil tendered during a calendar month exceeds 0.17% by weight, an additional charge of [U] 20.88 cents per barrel per each 0.1% of sulfur content above the 0.17% limit, or a pro-rata amount for any portion thereof, will be assessed during the same calendar month.

Example: Shipper's average sulfur content = 0.33%
 Calculation: $0.33\% - 0.17\% \times 10 \times \$0.20 = \$0.32$ additional charge

Crude petroleum shipped hereunder shall be tested by the Carrier, or representatives of the Carrier, at its laboratory facilities, and such test results shall be deemed final.

EXCEPTIONS TO PLAINS PIPELINE, L.P.'S RULES AND REGULATIONS TARIFF

Rules 25(c) and 25(d) - In lieu of the nomination due date contained in Rules 25(c) and 25(d) of Plains Pipeline, L.P.'s Rules and Regulations Tariff, the following will apply: nominations to the Carrier shall be made before 12:00 noon Central Standard Time/Central Daylight Saving Time, whichever is applicable, on the fifteenth (15th) of the month preceding the movement, as adjusted for weekends and Carrier Holidays pursuant to Rules 25(c) and 25(d).

Rule 40A - In lieu of the temperature and gravity specifications set forth in Rule No. 40A of Plains Pipeline, L.P.'s Rules and Regulations Tariff, the following will apply to movements listed herein:

- 1) Carrier will only accept for transportation Crude Petroleum with a temperature not in excess of one hundred degrees (100°) Fahrenheit.
- 2) Carrier reserves the right to reject Crude Petroleum having an API gravity in excess of 120.9°.

Rule 80D - In lieu of the loss allowance stated in Rule No. 80D of Plains Pipeline, L.P.'s Rules and Regulations Tariff, the following loss allowance will apply to movements listed herein:

- There will be no loss allowance for receipts at Midland, Texas.
- There will be no loss allowance for receipts at Munger Joe Mabee Station.
- There will be no loss allowance for crude petroleum transported from Weatherby El Dorado and Owen El Dorado Stations to Midland.
- There will be a loss allowance of two-tenths of one percent (0.2%) for all other movements.

Rule 80E –

1. In lieu of the gravity table contained in Rule No. 80E of Plains Pipeline, L.P.'s Rules and Regulations Tariff, the following will apply:

A.P.I Gravity	% Deduction
51° thru 78.9°	1%
79° thru 99.9°	2%
100° thru 120.9°	6%

2. For crude petroleum received at Weatherby El Dorado and Owens El Dorado Stations, the gravity adjustment stated in Rule No. 80E of Plains Pipeline, L.P.'s Rules and Regulations Tariff, the following will apply: the deduction for incremental evaporation and shrinkage will be calculated based on the Shipper's weighted average API gravity for all of such Shipper's crude oil received into the common stream at Weatherby El Dorado and Owen El Dorado Stations.

Rule 110A - In accordance with Rule No. 110A of Plains Pipeline, L.P.'s Rules and Regulations Tariff, the following truck unloading charges will apply: Except for Crude Petroleum received by truck and delivered to truck at Owen Station, no truck unload charge shall apply. For Crude Petroleum received by truck at Owen Station, when shipments are unloaded from tank truck into the facilities of Plains Pipeline, L.P., a charge of [U] 15.0 cents per barrel will be made in addition to the transportation rate named herein. When Crude Petroleum is delivered to tank truck at Owen Station, a charge of [U] 50.0 cents per barrel will be made in addition to the transportation rate named herein.

EXPLANATION OF REFERENCE MARKS:

- [U] Increase
- [C] Cancel
- [N] New
- [W] Change in wording only