

**Texas Tariff No. 2.33
(Cancels Texas Tariff No. 2.32)**

**Operator Name: Medallion Operating Company, LLC
P-5 Operator ID: 558336
T-4 Permit Number: 09224**

MEDALLION PIPELINE COMPANY, LLC

MEDALLION PIPELINE CRUDE PETROLEUM SYSTEM

LOCAL AND PROPORTIONAL 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 Medallion Pipeline Company, LLC, Texas R.R.C. No. 1.0 or successive issues thereof.

The rates named in this 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 in compliance with 16 Texas Administrative Code § 3.71(21).

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Issued By:

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RATES AND CHARGES

The Origin Points on Carrier's Pipeline are the following points of Receipt, all within the state of Texas:¹

- On Carrier's Crane Extension: the Crane Hub in Crane County,² the Midkiff Station in Upton County, and various field origin points to attach Crude Petroleum production in Upton County;
- On Carrier's Howard Lateral: the Howard Station in Howard County, the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline in Glasscock County, and various field origin points to attach Crude Petroleum production in Howard County and Martin County;
- On Carrier's Martin Lateral: the Martin Station in Martin County and various field origin points to attach Crude Petroleum production within Martin County;
- On Carrier's Midkiff Lateral: the Garden City Station in Glasscock County, the Midkiff Station, the interconnection of the Midkiff Lateral with the Santa Rita Lateral in Glasscock County, and various field origin points to attach Crude Petroleum production in Glasscock County, Midland County, and Upton County;
- On Carrier's Midland Lateral: the Garden City Station, the Midland Hub in Midland County, and various field origin points to attach Crude Petroleum production in Glasscock County;
- On Carrier's Reagan Gathering Extension: the Reagan Station in Reagan County and various field origin points to attach Crude Petroleum production in Glasscock County and Reagan County;
- On Carrier's Santa Rita Lateral: the Hickman Station in Reagan County, the Santa Rita Station in Reagan County, and various field origin points to attach Crude Petroleum production within Reagan County, Upton County, and Irion County; and
- On Carrier's Wolfcamp Connector Mainline: the Garden City Station, the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline, and various field origin points to attach Crude Petroleum production, all within Glasscock County.

¹ Carrier is willing to provide additional Origin Points to attach Crude Petroleum production (including additional gathering pipelines) where operationally practicable, at mutually agreed upon locations; provided, however, that the requesting Shipper(s) is able to satisfy the terms and conditions of Carrier's applicable RRC Tariffs and executes a long-term TSA or other agreement that, in Carrier's sole judgment, sufficiently provides for the Carrier's reimbursement of all costs associated with the construction and operation of such facilities (including income tax gross up). In addition, Carrier is willing to consider additional interconnections within the Crane Hub and the Midland Hub Origin Points 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 at the Crane Hub and the Midland Hub are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

² The Crane Hub Origin Point is currently limited to the interconnections with Medallion Delaware Express, LLC and Oryx Delaware Oil Transport LLC.

The Destination Points on Carrier’s Pipeline are the following points of Delivery, all within the state of Texas:³

- On Carrier’s Crane Extension: the Crane Hub⁴ and the Midkiff Station;
- On Carrier’s Howard Lateral: the interconnection with Alon USA Big Spring Refinery in Howard County, the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline, and the Garden City Station;
- On Carrier’s Martin Lateral: the Midland Hub;
- On Carrier’s Midkiff Lateral: the Garden City Station and the Midkiff Station;
- On Carrier’s Midland Lateral: the Garden City Station and the Midland Hub⁵;
- On Carrier’s Reagan Gathering Extension: the Garden City Station (including, where applicable, to and through service to the Colorado City Hub);
- On Carrier’s Santa Rita Lateral: the Hickman Station, the Reagan Station, the Santa Rita Station, the interconnection of the Santa Rita Lateral with Gray Oak Pipeline, LLC, and the interconnection of the Santa Rita Lateral with the Midkiff Lateral; and
- On Carrier’s Wolfcamp Connector Mainline: the Colorado City Hub in Scurry County⁶ and the interconnection of the Howard Lateral with the Wolfcamp Connector Mainline.

I. Committed Firm Rates for Committed Volumes per Barrel⁷

From	To	Rate
On Carrier’s Crane Extension		
Crane Hub	Midkiff Station	[I] \$0.2965

³ Carrier is willing to consider additional Destination Points on Carrier’s system and additional interconnections at the Colorado City Hub, the Crane Hub, and the Midland Hub Destination Points where operationally practicable at mutually agreed upon locations and at mutually agreed upon terms and conditions. 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 Destination Point(s) on Carrier’s System and/or additional interconnection(s) at the Colorado City Hub, the Crane Hub, and the Midland Hub. See Part III of this Rates Tariff. To the extent additional Destination Points and/or interconnections are constructed and placed in service, Carrier will make appropriate tariff filings with the RRC.

⁴ The Crane Hub Destination Points are currently limited to the interconnections with Magellan Pipeline Company, L.P. (commonly referred to as the Longhorn Pipeline), Plains All American Pipeline L.P.’s terminal which provides direct access to its Cactus Pipeline, EPIC Crude Pipeline, LP, and Gray Oak Pipeline, LLC.

⁵ The Midland Hub Destination Point is currently limited to the interconnections with the terminals of Enterprise Products Partners L.P. and Permian Express Terminal LLC and the interconnection with Oryx Delaware Oil Transport LLC.

⁶ The Colorado City Hub Destination Point is currently limited to the interconnections with (i) BridgeTex Pipeline Company, LLC, (ii) Sunoco Pipeline L.P. manifold that interconnects with West Texas Gulf Pipeline Company and Permian Express 2 Pipeline, and (iii) a separate connection with Sunoco Pipeline L.P., as more precisely described in the Connection Agreement between Carrier and Sunoco Pipeline L.P. Carrier may receive deliveries at the interconnection with Wolf Midstream Partners LLC, and an intra-hub transfer fee of [U] \$0.10 per Barrel will be applied to deliveries from this interconnection with Wolf Midstream Partners LLC to interconnections within the Colorado City Hub.

⁷ Such Committed Rates are available only to those Shippers who executed a Transportation Services Agreement in accordance with the Open Season Notices dated October 29, 2013, as amended and supplemented, November 6, 2014, February 11, 2015, February 9, 2016, February 24, 2016, April 18, 2016, January 17, 2017, May 16, 2017, and July 16, 2018.

Midkiff Station	Crane Hub	[I] \$0.2965
Crane Extension Field Origin Points	Crane Hub	[I] \$0.2965
Crane Extension Field Origin Points	Midkiff Station	[I] \$0.2965
On Carrier's Howard Lateral		
Howard Station	Alon Interconnect	[I] \$0.3873
Howard Station	Howard-Wolfcamp Interconnect	[I] \$0.3873
Howard Station	Garden City Station	[I] \$0.3873
Howard-Wolfcamp Interconnect	Alon Interconnect	[I] \$0.3873
Howard Lateral Field Origin Points	Alon Interconnect	[I] \$0.3873
Howard Lateral Field Origin Points	Howard-Wolfcamp Interconnect	[I] \$0.3873
Howard Lateral Field Origin Points	Garden City Station	[I] \$0.3873
On Carrier's Martin Lateral		
Martin Station	Midland Hub	[I] \$0.5336
Martin Lateral Field Origin Points	Midland Hub	[I] \$0.5336
On Carrier's Midkiff Lateral		
Garden City Station	Midkiff Station	[I] \$0.4560
Garden City Station	Midkiff Station	[I] \$0.7982 ⁸
Midkiff Station	Garden City Station	[I] \$0.4560
Santa Rita-Midkiff Interconnect	Garden City Station	[I] \$0.4560
Santa Rita-Midkiff Interconnect	Midkiff Station	[I] \$0.4560
Midkiff Lateral Field Origin Points	Garden City Station	[I] \$0.4560
Midkiff Lateral Field Origin Points	Midkiff Station	[I] \$0.4560
On Carrier's Midland Lateral		
Garden City Station	Midland Hub	[I] \$0.5701
Midland Hub	Garden City Station	[I] \$0.2965
Midland Lateral Field Origin Points	Garden City Station	[I] \$0.2965
Midland Lateral Field Origin Points	Midland Hub	[I] \$0.5701
On Carrier's Reagan Gathering Extension		
Reagan Station	Colorado City Hub	[I] \$1.3455 ⁹
Reagan Station	Colorado City Hub	[I] \$2.7791

⁸ Such Committed Rate is available only to those Committed Firm Shippers who executed a Transportation Services Agreement as a "Tier 2 Shipper" in accordance with the Open Season Notice dated July 16, 2018.

⁹ Such Committed Rate is available only to those Committed Firm Shippers who executed an amended Transportation Services Agreement in accordance with the Open Season Notices dated May 16, 2017 and July 16, 2018.

Reagan Station	Garden City Station	[I] \$0.4560 ¹⁰
Reagan Station	Garden City Station	[I] \$0.9225
Reagan Gathering Extension Field Origin Points	Colorado City Hub	[I] \$1.3455 ¹¹
Reagan Gathering Extension Field Origin Points	Colorado City Hub	[I] \$2.7791
Reagan Gathering Extension Field Origin Points	Garden City Station	[I] \$0.4560 ¹²
Reagan Gathering Extension Field Origin Points	Garden City Station	[I] \$0.9225
On Carrier's Santa Rita Lateral		
Hickman Station	Reagan Station	[I] \$0.4560
Hickman Station	Santa Rita-Midkiff Interconnect	[I] \$0.4560
Hickman Station	Santa Rita Station	[I] \$0.4560
Santa Rita Station	Hickman Station	[I] \$0.4560
Santa Rita Station	Reagan Station	[I] \$0.4560
Santa Rita Station	Santa Rita-Midkiff Interconnect	[I] \$0.4560
Santa Rita Lateral Field Origin Points	Hickman Station	[I] \$0.4560
Santa Rita Lateral Field Origin Points	Reagan Station	[I] \$0.4560
Santa Rita Lateral Field Origin Points	Santa Rita-Midkiff Interconnect	[I] \$0.4560
Santa Rita Lateral Field Origin Points	Santa Rita Station	[I] \$0.4560
On Carrier's Wolfcamp Connector Mainline		
Garden City Station	Colorado City Hub	[I] \$0.8895
Garden City Station	Howard-Wolfcamp Interconnect	[I] \$0.8895
Howard-Wolfcamp Interconnect	Colorado City Hub	[I] \$0.8895
Wolfcamp Connector Mainline Field Origin Points	Colorado City Hub	[I] \$0.8895
Wolfcamp Connector Mainline Field Origin Points	Howard-Wolfcamp Interconnect	[I] \$0.8895

Committed Firm Rates for Committed Volumes per Barrel may 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.

¹⁰ Such Committed Rate is available only to those Committed Firm Shippers who executed either a new or amended Transportation Services Agreement in accordance with the terms of the Open Season Notice dated July 16, 2018.

¹¹ Such Committed Rate is available only to those Committed Firm Shippers who executed an amended Transportation Services Agreement in accordance with the Open Season Notices dated May 16, 2017 and July 16, 2018.

¹² Such Committed Rate is available only to those Committed Firm Shippers who executed either a new or amended Transportation Services Agreement in accordance with the terms of the Open Season Notice dated July 16, 2018.

II. Uncommitted Rates per Barrel

From	To	Rate
On Carrier's Crane Extension		
Crane Hub	Midkiff Station	[U] \$0.2520
Midkiff Station	Crane Hub	[U] \$0.2520
Crane Extension Field Origin Points	Crane Hub	[U] \$0.2520
Crane Extension Field Origin Points	Midkiff Station	[U] \$0.2520
On Carrier's Howard Lateral		
Howard Station	Alon Interconnect	[U] \$0.3414
Howard Station	Howard-Wolfcamp Interconnect	[U] \$0.3414
Howard Station	Garden City Station	[U] \$0.3414
Howard-Wolfcamp Interconnect	Alon Interconnect	[U] \$0.3414
Howard Lateral Field Origin Points	Alon Interconnect	[U] \$0.3414
Howard Lateral Field Origin Points	Howard-Wolfcamp Interconnect	[U] \$0.3414
Howard Lateral Field Origin Points	Garden City Station	[U] \$0.3414
On Carrier's Martin Lateral		
Martin Station	Midland Hub	[U] \$0.4618
Martin Lateral Field Origin Points	Midland Hub	[U] \$0.4618
On Carrier's Midkiff Lateral		
Garden City Station	Midkiff Station	[U] \$0.4037
Midkiff Station	Garden City Station	[U] \$0.4037
Santa Rita-Midkiff Interconnect	Garden City Station	[U] \$0.4037
Santa Rita-Midkiff Interconnect	Midkiff Station	[U] \$0.4037
Midkiff Lateral Field Origin Points	Garden City Station	[U] \$0.4037
Midkiff Lateral Field Origin Points	Midkiff Station	[U] \$0.4037
On Carrier's Midland Lateral		
Garden City Station	Midland Hub	[U] \$0.5071
Midland Hub	Garden City Station	[U] \$0.2520
Midland Lateral Field Origin Points	Garden City Station	[U] \$0.2520
Midland Lateral Field Origin Points	Midland Hub	[U] \$0.5071
On Carrier's Reagan Gathering Extension		
Reagan Station	Colorado City Hub	[U] \$1.1914
Reagan Station	Garden City Station	[U] \$0.4037

Reagan Gathering Extension Field Origin Points	Colorado City Hub	[U] \$1.1914
Reagan Gathering Extension Field Origin Points	Garden City Station	[U] \$0.4037
On Carrier's Santa Rita Lateral		
Hickman Station	Reagan Station	[U] \$0.4037
Hickman Station	Santa Rita-Midkiff Interconnect	[U] \$0.4037
Hickman Station	Santa Rita Station	[U] \$0.4037
Hickman Station	Santa Rita-Gray Oak Interconnect	[U] \$0.4037
Santa Rita Station	Hickman Station	[U] \$0.4037
Santa Rita Station	Reagan Station	[U] \$0.4037
Santa Rita Station	Santa Rita-Midkiff Interconnect	[U] \$0.4037
Santa Rita Station	Santa Rita-Gray Oak Interconnect	[U] \$0.4037
Santa Rita Lateral Field Origin Points	Hickman Station	[U] \$0.4037
Santa Rita Lateral Field Origin Points	Reagan Station	[U] \$0.4037
Santa Rita Lateral Field Origin Points	Santa Rita-Midkiff Interconnect	[U] \$0.4037
Santa Rita Lateral Field Origin Points	Santa Rita Station	[U] \$0.4037
Santa Rita Lateral Field Origin Points	Santa Rita-Gray Oak Interconnect	[U] \$0.4037
On Carrier's Wolfcamp Connector Mainline		
Garden City Station	Colorado City Hub	[U] \$0.7829
Garden City Station	Howard-Wolfcamp Interconnect	[U] \$0.7829
Howard-Wolfcamp Interconnect	Colorado City Hub	[U] \$0.7829
Wolfcamp Connector Mainline Field Origin Points	Colorado City Hub	[U] \$0.7829
Wolfcamp Connector Mainline Field Origin Points	Howard-Wolfcamp Interconnect	[U] \$0.7829

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 on Carrier's system, 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. 3 above, Carrier reserves the right to file for and charge an incremental fee to the extent Carrier provides additional Destination Points on Carrier's System and/or additional interconnections at the Colorado City Hub, the Crane Hub, and the Midland Hub pursuant to the terms and conditions discussed in such footnote.

Explanation of Letter Designations

- [I] Increased rate
- [U] Unchanged rate