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COMMISSION

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March 27, 2009

FEDERAL ENERGY
REGULATORY COMMISSION

PUBLIC VERSION

The Honorable Kimberly D. Bose
Secretary
Federal Energy Regulatory Commission
888 First Street, N.E.
Washington, D.C. 20426

**Re: Enogex LLC:
Petition for Section 311 Rate Approval,
Docket No. PR09- -000**

Dear Ms. Bose:

Pursuant to Section 311(a)(2) of the Natural Gas Policy Act of 1978 and Section 284.123(b)(2) of the regulations of the Federal Energy Regulatory Commission (“Commission”), 18 C.F.R. § 284.123(b)(2) (2008), Enogex LLC (“Enogex”), an Oklahoma intrastate pipeline, hereby submits for filing a “Petition of Enogex LLC for Section 311 Rate Approval under Section 284.123(b)(2) of the Commission’s Regulations” (“Petition”). Enogex seeks Commission approval of its proposed maximum rate for a new Section 311 firm service to be performed on the intrastate transmission facilities located in the East Zone of the Enogex Transmission System and of Enogex’s revised zonal maximum rates for continuing interruptible Section 311 transportation service to be performed on the intrastate transmission facilities located in the East Zone and West Zone, respectively, of the Enogex Transmission System.

The filing consists of the original and fourteen copies of the following:

1. this transmittal letter;
2. the Petition with attached Schedules 1-12 and supporting work papers;
3. Exhibits A and B;
4. Exhibit D, Affidavit of Michael L. Walker, System Expansion Manager for Enogex;
5. Exhibit E, Return on Equity Study and Affidavit of Daniel M. Ives; and
6. a Notice of Filing, suitable for publication in the *Federal Register* (in both hard copy and on a diskette).

As discussed below, the non-public versions of this filing also include Exhibit C, a map of the Enogex Transmission System, and copies of three Firm Section 311 Transportation Service Agreements between Enogex and its anchor firm shippers. Finally, Enogex includes a check payable to the Treasurer of the United States in the amount of \$10,420.00 to cover the filing fee required by the Commission's regulations. 18 C.F.R. § 381.403.

Enogex has designated Exhibit C, a map of the Enogex Transmission System, as CEII ("Critical Energy Infrastructure Information") material. As required by the Commission's regulations, Enogex is submitting three copies of the map, each covered by a copy of this transmittal letter clearly marked CEII Material.

In accordance with Section 388.112(c) of the Commission's regulations, 18 C.F.R. § 388.112(b), Enogex seeks privileged treatment for the Firm Section 311 Transportation Service Agreements that Enogex has executed with three of its firm shippers. Enogex believes that the public disclosure of these agreements would reveal sensitive, confidential and competitive information. Each of the agreements contains a confidentiality provision requiring Enogex to maintain confidentiality of the contract. Enogex will honor such provision to the maximum extent possible and requests confidential treatment of the agreements and the necessary protective measures to maintain such confidentiality. As required by the regulations, Enogex submits a single copy of the filing with the privileged materials covered by a copy of this transmittal letter indicating the attached filing contains privileged material.

Enogex and the fourth firm shipper will execute the Firm Section 311 Transportation Service Agreement applicable to such shipper in the near future and Enogex will file it with the Commission prior to the customer's beginning to take firm service. Such shipper is not scheduled to begin service April 1, 2009, as are the other three.

Any communications concerning this filing or the request for privileged status for the Firm Section 311 Transportation Service Agreements should be directed to the following:

Patricia D. Horn
Vice President & General Counsel
Legal, Regulatory, Environmental
Health & Safety
Enogex LLC
MC 556
P.O. Box 24300
Oklahoma City, OK 73124

or

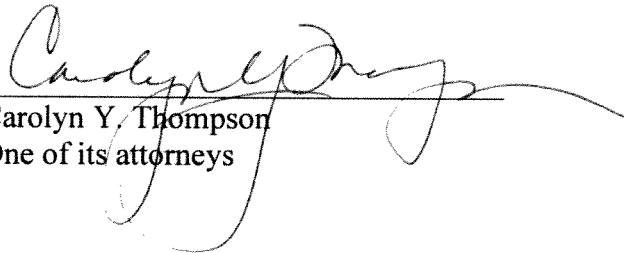
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Enogex has sent a letter to each of its Section 311 shippers advising such shippers of the filing. Enogex will also post a time-stamped copy of the public version of the complete filing (except Exhibit C and the Firm Section 311 Transportation Service Agreements) on its website. Shippers may download a copy of the filing from the Enogex web site at the following address: <http://www.oge.com/enogex/pipelines> or request a hard copy of the filing from their Customer Representative.

Respectfully submitted,

ENOGEX LLC

By: 
Carolyn Y. Thompson
One of its attorneys

Enclosures

**Petition of Enogex LLC for Section 311 Rate
Approval under Section 284.123(b)(2) o
the Commission's Regulations**

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

Enogex LLC

)

Docket No. PR09- -000

**PETITION OF ENOGEX LLC
FOR SECTION 311 RATE APPROVAL UNDER
SECTION 284.123(b)(2) OF THE COMMISSION'S REGULATIONS**

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March 27, 2009

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

Enogex LLC

)

Docket No. PR09- 000

**PETITION OF ENOGEX LLC
FOR SECTION 311 RATE APPROVAL UNDER
SECTION 284.123(b)(2) OF THE COMMISSION'S REGULATIONS**

Pursuant to Section 311(a)(2) of the Natural Gas Policy Act of 1978 (“NGPA”)¹ and Section 284.123(b)(2) of the regulations² of the Federal Energy Regulatory Commission (“FERC” or “Commission”), Enogex LLC (“Enogex”), an Oklahoma intrastate pipeline, hereby files a Petition for approval of a maximum rate applicable to a new firm Section 311 transportation service in the East Zone of Enogex’s transmission system and for approval of revised zonal maximum rates applicable to the Section 311 interruptible transportation currently offered in Enogex’s East Zone and West Zone, respectively. Enogex proposes to place the initial rates for firm Section 311 East Zone transportation service into effect, subject to refund, on April 1, 2009. With respect to the revised zonal rates for Section 311 interruptible transportation service, Enogex proposes to place the rates into effect, subject to refund, on June 1, 2009. The proposed new firm service will facilitate and encourage production of natural gas in Oklahoma and will serve the national public interest by fostering the delivery of large quantities of domestically produced natural gas to downstream interstate markets.

Communications and correspondence with respect to this Petition should be addressed to the following individuals:

¹ 15 U.S.C. § 3371(a)(2) (2000).

² 18 C.F.R. § 284.123(b)(2) (2008).

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I. Description of Enogex

The exact legal name of petitioner is Enogex LLC. Enogex is a limited liability company organized under the law of the State of Delaware with its office and principal place of business located at 515 Central Park Drive, Suite 110, Oklahoma City, 73105. Enogex is a wholly owned subsidiary of OGE Energy Corp. OGE Energy Corp. is a public utility holding company whose principal utility subsidiary is Oklahoma Gas and Electric Company, an electric utility company headquartered in Oklahoma City, Oklahoma, which serves a major portion of Oklahoma and a portion of western Arkansas.

Enogex currently owns and operates natural gas transportation facilities and natural gas storage facilities located entirely within the state of Oklahoma. Enogex subsidiaries own and

operate natural gas processing facilities in the state of Oklahoma and natural gas gathering facilities in the states of Oklahoma and Texas.

Exhibit A attached to this Petition contains a more detailed description of Enogex and its subsidiaries and a listing of Enogex's officers.

II. Transportation Services

Enogex receives natural gas into the Enogex Transmission System³ from gathering facilities and from other intrastate and interstate pipelines for transportation and delivery to end users within the state of Oklahoma and to interconnects with other intrastate and interstate pipelines. Historically, Enogex has provided firm and interruptible transportation services to its intrastate customers and only interruptible transportation services to its Section 311 interstate customers in the East and West Zones of the Enogex Transmission System. As explained more fully below, Enogex is seeking to expand the service options available to Section 311 shippers by implementing a new Section 311 East Zone firm transportation service.

This Petition addresses only the firm and interruptible Section 311 transportation services to be offered by Enogex on and after April 1, 2009 and the rates governing such services. Enogex's intrastate transportation services and rates and the gathering and processing services performed by its subsidiaries are not subject to FERC's jurisdiction.

Prior to January 1, 2005, Enogex included certain gathering assets and services in its Section 311 triennial filings and established a "postage stamp" maximum rate applicable to the movement of gas on the transmission and gathering assets reflected in underlying cost of service studies. In the settlement of Enogex's 2004 Section 311 rate case, Docket No. PR04-16-000, the Commission approved the unbundling of gathering and transportation services.⁴ As a result of

³ The Enogex Transmission System and its operations are described more fully in Exhibit B attached hereto.

⁴ *Enogex, Inc.*, 112 FERC ¶ 61,312 (2005).

the FERC-authorized unbundling, no gathering assets are included in or at issue in Enogex's Section 311 rate cases.⁵

III. Section 311 Firm Transportation Service

A. Background to the Initiation of Section 311 Firm Section

Beginning in 2005, Enogex was approached by certain interstate pipelines about the possibility of leasing capacity from Enogex for proposed interstate pipeline projects. The pipelines proposing using Enogex's existing infrastructure in Oklahoma to transport Midcontinent gas to expanding markets in the eastern United States.

Enogex entered into a capacity lease agreement with the new Midcontinent Express Pipeline LLC ("MEP") in late 2006 and into a capacity lease agreement with the new Gulf Crossing Pipeline Company LLC ("Gulf Crossing") in early 2007 and sought Commission authorization for such lease arrangements. Specifically, on June 20, 2007, Enogex filed in Docket No. CP07-403-000 an application for issuance of a limited jurisdiction certificate authorizing the lease of capacity to Gulf Crossing.⁶ By order of April 30, 2008, the Commission approved the Gulf Crossing Project, including the lease with Enogex (the "Gulf Crossing Lease").⁷ Gulf Crossing placed the initial phase of its pipeline project in service in January 2009.

⁵ Enogex Gas Gathering LLC ("EGG"), an Enogex subsidiary, owns and operates all gathering assets. At the present time, shippers entering into new interruptible Section 311 transportation service agreements with Enogex have various options. Such shippers may contract for Section 311 service in a single zone or in both zones. In addition, shippers have the option of contracting for gathering and transportation services by entering into a three-party contract with Enogex and EGG with separately stated rates for each service.

⁶ Gulf Crossing also sought the certificate authority necessary to construct the pipeline segments that, together with the Enogex lease, constitute the Gulf Crossing project ("Gulf Crossing Project"). See Docket Nos. CP07-398-000 through CP07-402-000.

⁷ *Gulf Crossing Pipeline Co. LLC*, 123 FERC ¶ 61,100 (2008).

On October 9, 2007, Enogex filed in Docket No. CP08-9-000 an application for issuance of a limited jurisdiction certificate authorizing the lease of capacity to MEP.⁸ By order of July 25, 2008, the Commission approved the MEP Project, including the lease with Enogex (the “MEP Lease”).⁹ MEP anticipates placing its pipeline in interim service in April 2009, with full service anticipated in August 2009.

The Gulf Crossing and MEP pipelines interconnect with Enogex at Enogex’s new Bennington Compressor Station in Bryan County, Oklahoma in Enogex’s East Zone. The new Bennington Compressor Station is connected by a short section of pipe to Enogex’s original Bennington Station. Enogex interconnected at the original Bennington Station with only one interstate pipeline, Natural Gas Pipeline Company of America (“NGPL”), and an intrastate pipeline, Oklahoma Natural Gas Company. Accordingly, take-away capacity from Bennington to the interstate market was limited and shippers could reach Bennington only with interruptible Section 311 transportation.

The new MEP and Gulf Crossing pipelines provide a significant increase in take-away capacity at Bennington. This capacity can enable Oklahoma gas to reach expanding markets in the southeast, mid-Atlantic and northeast regions of the U.S. Using their leases of Enogex capacity, Gulf Crossing and MEP are now able to offer Oklahoma shippers firm interstate transportation, using the capacity leased from Enogex to reach Bennington and, thereafter, using Gulf Crossing’s and MEP’s own respective pipeline capacity to offer interstate transportation downstream from Bennington to the growing markets served from pipelines linked with Gulf Crossing and MEP. Gulf Crossing and MEP secured the Enogex leases as an economic and environmentally preferable alternative to greenfield construction of new pipeline(s) in order to

⁸ MEP also sought the certificate authority necessary to construct the pipeline segments that, together with the Enogex lease, constitute the MEP project (“MEP Project”). See Docket No. CP08-6-000.

⁹ *Midcontinent Express Pipeline LLC, et al.*, 124 FERC ¶ 61,089 (2008), *reh’g pending*.

provide growing Oklahoma production with significantly increased access to the growing market outside Oklahoma.

Gulf Crossing and MEP were at the forefront in recognizing the market opportunities available and the potential associated with transporting Midcontinent production to the growing markets in the eastern U.S. Additionally, after the announcement of the Enogex capacity leases with Gulf Crossing and MEP, certain shippers interested in reaching the increased interstate pipeline take-away capacity at Bennington approached Enogex to inquire if Enogex itself would provide firm Section 311 transportation service to Bennington. Some shippers were interested in a firm path to Bennington on Enogex as an alternative to securing firm transportation on Gulf Crossing and MEP. Other shippers that had already contracted to move gas on Gulf Crossing or MEP were interested in additional firm transportation to Bennington.

B. Anchor Shippers

To determine whether a legitimate demand for this firm service existed in an amount sufficient to justify the capital investment that Enogex would need to make to offer the requested firm Section 311 service, Enogex held an open season, from February 21, 2008 through March 14, 2008, for firm Section 311 transportation service in the East Zone. Enogex subsequently entered into binding precedent agreements with four shippers following this open season and a later open season discussed below.

Enogex will commence firm Section 311 transportation service in the East Zone to three of these shippers on April 1, 2009 and to the fourth shipper at the time that Gulf Crossing reaches full operational status.

C. Possible Expansion of Firm Service to the West Zone

At this time, Enogex is implementing only East Zone firm Section 311 transportation service. Enogex has been and remains open to considering a firm service in the West Zone.

Enogex held an open season for firm capacity that included both the West Zone and the East Zone of its system from April 24, 2008 through June 6, 2008. The open season bids reflected a limited interest in West Zone firm Section 311 service but the indicated rates and terms were insufficient to support the pipeline infrastructure necessary for the service at that time. *See* Exhibit D, Walker Affidavit at ¶ 9. Enogex remains willing to consider establishing a firm Section 311 service in the West Zone.

Enogex is prepared to commit to such service once it is satisfied that there is sufficient customer interest and that such interested customers would agree to rates and contract terms sufficient to permit Enogex to recover the capital investment to build out the necessary infrastructure likely required for firm Section 311 transportation in the West Zone. *See* Exhibit D, Walker Affidavit at ¶ 9.

IV. Cost of Service

A. Cost of Service

Enogex includes with this Petition a cost of service study (Schedules 1-12) and work papers to support the requested rates for Section 311 firm and interruptible transportation services. The cost of service study demonstrates that Enogex's proposed maximum rates for firm and interruptible Section 311 transportation services are fully cost-justified and, therefore, fair and equitable.

Enogex developed a zonal transmission cost of service study for its East and West Zones, respectively, and within the East Zone allocated the zonal cost of service between firm Section 311 service and other transportation services (Section 311 interruptible, intrastate and the Leases). The attached schedules show the costs allocated or directly assigned to each Zone and, within the East Zone, to the specific services.

The cost of service data shown in the attached schedules reflect costs for the twelve (12) months ending December 31, 2008, as adjusted for increases in plant and anticipated lease revenues during the twelve-month period ending December 31, 2009, related solely to the Gulf Crossing and MEP Leases. Enogex has also included throughput for the firm Section 311 service as though such volumes had been transported for all twelve months of 2009. See Schedules 1 and 10. To the extent necessary and for good cause shown, Enogex seeks permission for these limited adjustments beyond the twelve month base period.

Enogex is aware of a recent Commission statement that it “does not permit adjustments for changes that occur after the 12-month base period [in Section 311 rate proceedings].”¹⁰ Of course, the Commission does, nonetheless, have discretion to permit Section 311 intrastate pipelines to utilize an adjustment period where the adjustments are “adequately explained.”¹¹ As the Commission has said, “the Commission’s regulations simply require that section 311 rates [be] ‘cost-based’ and *do not require* a ‘test-period’ concept of ratemaking.”¹² The fact that the regulations “do not require” the use of the test period concept of ratemaking in NGPA Section 311 rate cases certain does not mean that reasonable and supported adjustments are *per se* prohibited. In fact, the Commission has approved the use of updated test period data where it would “ ‘stabilize rates by predicating rates on costs which are established closer in time to the effective period of the rates in question.’ ”¹³

¹⁰ *Duke Energy Guadalupe Pipeline, Inc.*, 123 FERC ¶ 61,057, at P 16 (2008) (“*Guadalupe*”).

¹¹ *See Mustang Fuel Corp.*, 36 FERC ¶ 61,001, at 61,003 (1986) *reh’g denied*, *Mustang Fuel Corp.*, 37 FERC 61,627 (1986), *petition for review denied in part of granted in part, sub. nomm.*, (1988) (rejecting proposed adjustments on the ground that they “were not adequately explained”); *see also Transok, Inc.*, 70 FERC 61,117 at 61,554, *reh’g denied*, 71 FERC 61,003 (1995) (rejecting adjustment associated with new facilities because there was no additional throughput associated with the investment).

¹² 123 FERC 61,057 at P 14 (quoting *Transok, Inc.*, 70 FERC ¶ 61,177 (1995) (emphasis added)).

¹³ *Lear Petroleum Corp.*, 42 FERC ¶ 61,015 (1988) (quoting *Public Service Co. of Indiana*, 57 FPC 1173, 1182 (1977)).

Good cause exists for the requested adjustment waiver. Permitting Enogex to reach forward and include the plant additions and revenues associated with the Gulf Crossing and MEP Lease arrangements and the additional throughput associated with the new firm Section 311 service, will provide a far more accurate basis upon which to establish Enogex's Section 311 rates for the period such rates will be in effect than if the Commission were to disallow the inclusion of the firm Section 311 throughput and the Lease costs and revenues. The result will be Section 311 rates that properly reflect the current state of investment, throughput and revenues on the Enogex system with respect to the Leases, which is a result that is in the interest of both Enogex and its shippers.

Moreover, in Enogex's last (and still pending) rate case, certain of Enogex's shippers who intervened in the case sought exactly the type of adjustment Enogex proposes here with respect to the Leases. Specifically, on October 1, 2007, Enogex filed a Section 311 rate case, in *Enogex, Inc.*, Docket No. PR08-1-000, to comply with the Commission's triennial rate filing requirement for intrastate pipelines offering Section 311 services. Enogex based the proposed zonal transportation rates on a cost of service study for the twelve-month base year of June 1, 2006 through May 31, 2007. To date, Enogex has not placed the proposed rates into effect while Enogex engages in ongoing settlement negotiations with the intervening shippers.

At the time of the Docket No. PR08-1-000 filing, Enogex had executed the Gulf Crossing and MEP Leases (collectively, "Leases") but had not yet secured the required limited jurisdiction certificates from the Commission authorizing the Leases. One of the issues in Docket No. PR08-1-000 is the position of some intervening shippers that Enogex must reflect the Leases in the underlying cost of service and rate design even though, at the time of filing, the Commission had not yet approved either the Gulf Crossing Lease or the MEP Lease.

Several intervenors noted that Commission precedent does not *require* Enogex to file a new rate case except at three year intervals. Accordingly, the intervenors expressed a concern that, were the Lease Projects placed in service before October 2010 (three years after the filing in Docket No. PR08-1-000), Enogex would begin to collect Lease revenues before Enogex was obligated to file a new rate case. These same intervenors objected that such circumstances could leave some customers exposed to the possibility of paying maximum rates for Section 311 service for several years, based on a cost of service which did not take such Lease revenues into account.

Enogex, in response to the concerns raised with respect to the Leases, agreed that, if and when it began to receive Lease revenues, it would be appropriate to reflect such revenues in the Company's Section 311 rates. However, Enogex declined to speculate at that time, first, when the certificates might be issued; second, whether any and all conditions that the Commission might impose would be acceptable to Enogex, MEP and Gulf Crossing; third, when Enogex would begin to collect Lease revenues; and, finally, the amount of any such revenues. Without information as to the timing and terms of any certificates, Enogex pointed out that it would be extremely difficult, if not impossible, to incorporate any new revenues and associated costs into rates to be established in the Docket No. PR08-1-000 case.

The situation has now changed. The Commission has approved the Gulf Crossing and MEP Leases and the two projects are either flowing gas over the capacity leased from Enogex or will do so in the near future. Enogex expects to receive Gulf Crossing revenues beginning April 1, 2009 and to receive MEP revenues beginning June 1, 2009. Because the necessary determinants with respect to the Gulf Crossing Lease and the MEP Lease are now available and, in anticipation of the very same issues being raised in this docket with respect to the Leases,

Enogex seeks Commission authorization to adjust certain base year (January 1, 2008 - December 31, 2008) components in this filing: first, to reflect the new plant in service in 2009 that assures Enogex can honor the Gulf Crossing and MEP Leases and offer the new firm service and, second, to credit to the cost of service, as an offset, the Lease revenues that Enogex will receive, beginning in 2009.

As just explained, Enogex will receive such Lease revenues for only part of 2009. Nonetheless, Enogex has annualized such revenues in order that, for cost of service purposes, Enogex is crediting to the cost of service underlying the proposed rates a full year of Gulf Crossing and MEP Lease revenues (a substantial portion of which Enogex will not, in fact, collect in 2009). Enogex has adopted this approach so there can be no claim that Enogex has understated the Lease revenues it will receive in the years beyond 2009 when the rates established in this docket will remain in effect.

It would be inequitable and unfair were Enogex to credit the cost of service with the Lease revenues but not be allowed to recover a return on the plant installed to generate those revenues. Accordingly, Enogex seeks authorization to adjust the base year plant. The adjusted plant reflected in Enogex's cost of service is of two types: plant directly associated with facilities constructed meet its obligations under the capacity leases with Gulf Crossing and MEP and additional compression plant to facilitate the new Section 311 firm service. *See* Exhibit D, Walker Affidavit at ¶ 7. The plant constructed for the Leases allows Enogex to generate the Lease-related revenues it has credited to the cost of service. Again, Enogex has made a very conservative proposal, *i.e.*, to recover only a return on the increased plant without regard to 2009 increases in Operating and Maintenance Expenses or other costs associated with the new services and plant.

B. Cost of Equity

Enogex seeks a return on common equity of thirteen percent (13%). The affidavit of Daniel M. Ives, his discounted cash flow (“DCF”) analysis and the schedules supporting the requested return are attached to this Petition as Exhibit E.

V. Rates and Rate Design

A. Firm Service

In response to requests from the four anchor shippers and to accommodate their specifically stated needs, Enogex adopted two rate designs applicable to firm service to these shippers, neither of which adheres strictly to a straight fixed variable (“SFV”) rate design, the Commission’s preferred rate design for both interstate pipelines and intrastate pipelines offering firm service under Section 311.¹⁴ Enogex believes the rate designs were required in order to meet competition for firm interstate transportation services in eastern Oklahoma and to secure these shippers as Enogex customers.

Enogex has adopted a one-part, demand-based firm rate for three of the firm Section 311 East Zone transportation customers. Enogex’s use of a one-part, demand-based firm rate for Section 311 transportation service was tailored to meet the specific needs of these customers and to meet competition.¹⁵ The Commission has elsewhere approved one-part demand based firm rates notwithstanding its preference for a two-part rate reflecting the SFV methodology.¹⁶

¹⁴ The Commission has generally held that intrastate pipelines should design their firm Section 311 rates on the SFV methodology. *See, e.g., GulfTerra Texas Pipeline, L.P.*, 100 FERC ¶ 61,330 (2005). This is not, however, an absolute requirement, and departures from SFV rate design are permissible on an appropriate showing. *See* 18 C.F.R. § 284.7(c)(2008) and cases cited at note 16 below.

¹⁵ *ANR Pipeline Company v. FERC*, 71 F.3d 897, 902 (D.C. Cir. 1995).

¹⁶ *See, e.g., EPGT Texas Pipeline, L.P.*, 99 FERC ¶ 61,295 at 61,251-52 (2002) (“the Commission concludes that granting EPGT the additional flexibility that it seeks will not harm any party, nor impede the Commission’s goal of fostering a natural pipeline grid. Therefore, we will approve EPGT’s proposed deviation from the SFV methodology.”) (“EPGT”), *Order on reh’g, GulfTerra Texas Pipeline, L.P.* (formerly EPGT Texas Pipeline, L.P.), 106 FERC ¶ 61,184 (2004); *USG Pipeline Co.*, 89 FERC ¶ 61,121 (1999).

At the request of the fourth shipper, Enogex adopted a two-part firm rate design with both demand and commodity components. This rate also is not fully consistent with a SFV methodology because a portion of the fixed costs are allocated to the commodity component of the rate.¹⁷ The shipper, however, had the option to choose service from a competing transportation service provider and it was necessary for Enogex to structure a rate that fit the particular needs of the shipper's production business in order to secure this "anchor shipper."¹⁸

Enogex asks the Commission to take these shipper-specific factors into consideration in considering the firm rate designs proposed in this proceeding. Enogex also asks the Commission to recognize that this service is new to Enogex and Enogex has not addressed these issues previously. The firm volumes expected to flow are a mere ten percent (10%) of total system volumes, a fraction of the intrastate and Section 311 interruptible volumes that will continue to flow and which require the lion's share of plant and expenses.

Enogex believes both its customers and natural gas consumers in downstream markets will benefit as the result of Enogex's new firm Section 311 East Zone transportation service. No party will be adversely affected by Enogex's deviations from SFV rate design, and indeed the natural gas market as a whole will benefit because these deviations have made it possible for Enogex to offer firm service for the first time.¹⁹ Moreover, implementation of this new service will help alleviate the existing over supply of natural gas in Oklahoma that has resulted from the

¹⁷ 18 C.F.R. § 284.7(e) (2008). SFV rate design requires a two-part rate in which all of the fixed costs attributable to firm transportation service must be recovered through the reservation (or demand) charge and not through the volumetric (or commodity) charge.

¹⁸ See, e.g., *Rockies Express Pipeline, LLC*, 116 FERC ¶ 61,272, at PP 69-78 (2006); *Natural Gas Pipeline Co. of America, Kinder Morgan Louisiana Pipeline LLC*, 119 FERC ¶ 61,211, at PP 60-65 (2007).

¹⁹ This case is, therefore, quite similar to cases in which the Commission has permitted other intrastate pipelines to deviate from SFV and from two-part rate forms in their development of firm Section 311 rates. See, e.g., *EPGT*, 99 FERC 61,295 at ¶ 61,252 (authorizing deviation from SFV); *PanEnergy Louisiana Intrastate, LLC*, 107 FERC ¶ 61,080 (2004) (accepting settlement including one-part (volumetric) rate for firm transportation service); see also *MarkWest Pioneer, L.L.C.*, 125 FERC ¶ 61,165 at P39 (2008) (authorizing the Arkoma Connector Pipeline to establish initial rates under Section 7(c) of the Natural Gas Act in a one-part volumetric form).

combination of falling prices and new production coming online from the Woodford Shale formation.

By this Petition, Enogex seeks a maximum rate of \$0.1655 per MMBtu for firm Section 311 service. Enogex has, however, provided discounts to the four firm East Zone anchor shippers in order to compete for their business and establish the firm service. Competitive market conditions dictated the extent to which the new firm Section 311 East Zone transportation customers received discounts from the cost-justified rates for firm Section 311 service shown in Enogex's cost of service study. Without discounted rates for firm Section 311 service, these customers advised Enogex that they would contract for firm service with other transportation providers. The necessary level of discounts was established by reference to the rates secured by Gulf Crossing and MEP which established the level of rates that a firm service in the East Zone of the Enogex system could command.

B. Section 311 Interruptible Service

By this Petition, Enogex also seeks approval for revised maximum rates for Section 311 interruptible transportation service offered in the East Zone and West Zone. Specifically, Enogex is proposing a maximum rate for Section 311 interruptible transportation service of \$0.1523 per MMBtu for service in the East Zone and \$0.1273 per MMBtu for service in the West Zone.

The proposed maximum rates for interruptible transportation service will set the cap on transactions not covered by discounted transportation service agreements. This cap has only limited relevance in the market since a substantial number of the existing contracts for interruptible transportation service have historically been discounted significantly below the FERC-approved maximum zonal rates due to competitive and market conditions in the State of Oklahoma.

In view of the current and projected competitive and market conditions, Enogex anticipates that, even after June 1, 2009, many interruptible Section 311 shippers will pay less than the proposed maximum rates. Nevertheless, Enogex reserves the right to charge up to the proposed maximum rates for interruptible service, subject to refund, to shippers entering into contracts on and after June 1, 2009, and to charge the maximum rates to interruptible shippers under contracts that do not provide for a specific rate, but provide that Enogex will charge a rate equal to the maximum rate approved by the Commission for interruptible Section 311 transportation service. Interruptible shippers that cross both the East and West Zones will pay the rates negotiated in their respective contracts with such rates not to exceed the sum of the maximum rates for the two zones.

Future conditions will determine whether new shippers and existing shippers executing replacement contracts when their current contracts expire will receive discounted rates. However, given the competitive market in which Enogex operates, Enogex fully expects discounts to be required to secure the contracts.

To derive the rate for Section 311 interruptible service for its East Zone, Enogex divided the East Zone cost of service allocated to Section 311 interruptible service, intrastate service and the Leases by volumes for Section 311 interruptible and intrastate volumes adjusted for discounting. Enogex did *not* adjust for discounts to any Enogex affiliate. Such volumes are included as though they had been maximum rate volumes. No part of the West Zone cost of service was allocated to firm service. Enogex derived the West Zone Section 311 interruptible rate by dividing the cost of service by volumes for Section 311 interruptible and intrastate volumes, adjusted for discounting. Again, Enogex did *not* adjust for discounts to any affiliate.

The terms of the Gulf Crossing and MEP Leases and the FERC Orders approving them require that Gulf Crossing and MEP treat the leased capacity as though it is a part of the Gulf Crossing and MEP systems.¹⁹ Hence, Enogex does not treat the Gulf Crossing and MEP throughput as Enogex throughput for rate design purposes. Enogex does allocate system costs to the leased facilities since Enogex continues to maintain and operate the facilities pursuant to the nominations submitted by Gulf Crossing and MEP. As previously noted, Enogex credits *all* revenues received from Gulf Crossing and MEP under the Lease arrangement against the respective zonal cost of service studies.

Enogex similarly treated the revenues and throughput associated with its long-established lease with Quest Pipeline (KPC) (“KPC”). Enogex credited 100% of revenues received from KPC to the cost of service and did not treat the KPC throughput as Enogex throughput.

VI. Fuel

Enogex collects System fuel on a zonal basis. Enogex annually files proposed fuel factors for its East and West Zones, respectively. Enogex calculates the fuel factors pursuant to a fuel tracker formula in Exhibit A to Enogex’s Statement of Operating Conditions for Transportation Services Fuel (“SOC”). The tracker updates and trues up the zonal fuel usage on an annual basis. Enogex’s current fuel percentages for Fuel Year 2009 (January 1, 2009-December 31, 2009) were approved by unpublished Commission letter of January 8, 2009.²⁰ These percentages will apply to both the firm and interruptible Section 311 service until updated and trued-up in a November 2009 filing for Fuel Year 2010. Enogex is proposing no changes to the fuel tracker provision of its current SOC as the result of the addition of firm Section 311

¹⁹ *MEP*, 124 FERC ¶ 61,084 at P 44; *Gulf Crossing*, 123 FERC ¶ 61,100 at P 110.

²⁰ *Enogex LLC*, Docket No. PR09-7-000.

service.²¹ Fuel required to transport gas by means of the capacity leased by MEP and Gulf Crossing is provided under their individual lease arrangements as approved by the Commission.

VII. Effective Dates for Rates

Pursuant to Section 284.123(b)(2)(i) of the Commission's regulations,²² an intrastate pipeline may begin charging proposed rates, subject to refund, upon submission of the filing. Enogex proposes to make the proposed maximum rates for firm Section 311 East Zone transportation services effective on April 1, 2009. Enogex proposes to place the revised zonal maximum rates for Section 311 interruptible transportation service into effect on June 1, 2009.

VIII. Statement of Operating Conditions

On February 27, 2009, as required by Section 284.123(e) of the Commission's regulations, Enogex separately filed, in Docket No. PR09-16-000, a revised Statement of Operating Conditions Applicable to Transportation Service ("SOC") to be effective April 1, 2009. The SOC describes, *inter alia*, the arrangements and operating conditions applicable to the new firm East Zone Section 311 transportation service as well as to Enogex's other ongoing transportation services.

IX. Future Filing Obligations

As required by the Commission's regulations providing for triennial Section 311 rate cases, Enogex will file on or before April 1, 2012, to restate or change its rates for firm and interruptible services on the Enogex Transmission System for the period on and after April 1, 2012; provided, however, that Enogex retains the right either (i) to file earlier to revise its rates if it deems such action necessary or (ii) to delay its next filing beyond April 1, 2012, in the event

²¹ Enogex files on or before November 15 of each year to establish the zonal fuel percentages for the Fuel Year (calendar year) that begins January 1 after the annual filing.

²² 18 CFR 284.123(b)(2)(i) (2008).

that the Commission lengthens or abandons its current requirement that intrastate pipelines file a rate case no less frequently than every three years.

X. Schedules and Exhibits

The following schedules and exhibits are attached hereto and incorporated by reference:

SCHEDULES

- Schedule 1 – Cost and Rate Summary
- Schedule 1-A – Rate Summary
- Schedule 2 – Return Requirement, Debt Cost and Income Tax
- Schedule 3 – Capitalization and Weighted Cost of Capital
- Schedule 4 – Rate Base
- Schedule 5 – Plant Investment
- Schedule 6 – Depreciation Expense
- Schedule 7 – Accumulated Depreciation
- Schedule 8 – Operating Expense
- Schedule 9 – Other Rate Base
- Schedule 10 – Interruptible Throughput – Non-Discounted
- Schedule 11 – Taxes Other Than Income
- Schedule 12 – Accumulated Deferred Income Tax

EXHIBITS

- Exhibit A – Corporate Structure
- Exhibit B – Description of the Enogex Transmission System and its Operations
- Exhibit C – Enogex Transmission System Map (designated as CEII Material and filed accordingly)

Exhibit D – Affidavit of Michael L. Walker

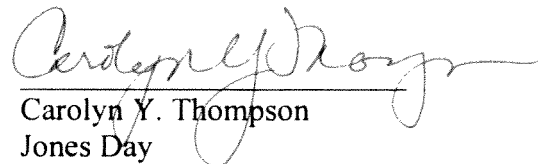
Exhibit E – Return on Equity Study and Affidavit of Daniel M. Ives

WHEREFORE, in view of the foregoing, Enogex requests that the Commission accept for filing, effective April 1, 2009, the proposed maximum rate of \$0.1655 per MMBtu for firm Section 311 transportation service in the East Zone of the Enogex Transmission System. In addition, Enogex requests that the Commission accept for filing, effective June 1, 2009, the proposed maximum zonal rate of \$0.1523 per MMBtu for interruptible transportation services in the East Zone of the Enogex Transmission System and the proposed maximum rate of \$0.1273 per MMBtu for service in the West Zone.

Respectfully submitted,

Enogex LLC

By:



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Dated: March 27, 2009

ENOGEX LLC TRANSMISSION SYSTEM
INDEX

<u>Schedule No.</u>	<u>Description</u>
1	Cost and Rate Summary
1-A	Rate Summary
2	Return Requirement, Debt Cost and Income Tax
3	Capitalization and Weighted Cost of Capital
4	Rate Base
5	Plant Investment
6	Depreciation Expense
7	Accumulated Depreciation
8	Operating Expense
9	Other Rate Base
10	Interruptible Throughput – Non-Discounted
11	Taxes Other Than Income
12	Accumulated Deferred Income Tax

Schedules 1-12

ENOGEX LLC SECTION 311
INDEX

<u>Schedule No.</u>	<u>Description</u>
1	Cost and Rate Summary
1-A	Rate Summary
2	Return Requirement, Debt Cost, and Income Tax
3	Capitalization and Weighted Cost of Capital
4	Rate Base
5	Plant Investment
6	Depreciation Expense
7	Accumulated Depreciation
8	Operating Expense
9	Other Rate Base
10	Total System Volumes Adjusted for Discounting
11	Taxes Other Than Income
12	Accumulated Deferred Income Tax

ENOGEX LLC SECTION 311
EAST AND WEST ZONES
COST AND RATE SUMMARY
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

Line No.	Description	Reference	East Zone		West Zone	
			311 Firm	311 IT, Intrastate, and Leases	311 IT, Intrastate, and Leases	Total
COST						
1	Return Requirement	Schedule 2, Line 7	\$ 5,761,390	\$ 19,805,112	\$ 15,028,219	\$ 40,594,721
2	Operating Expense	Schedule 8, Line 29	\$ 3,467,400	\$ 14,719,405	\$ 23,885,058	\$ 42,071,863
3	Depreciation Expense	Schedule 6, Line 14	\$ 1,708,240	\$ 7,251,623	\$ 4,817,498	\$ 13,777,360
4	Taxes Other Than Income	Schedule 11, Line 7	\$ 1,372,209	\$ 5,825,144	\$ 7,197,353	\$ 11,810,156
5	Income Tax	Schedule 2, Line 24	\$ 2,124,543	\$ 7,303,239	\$ 5,541,735	\$ 14,969,516
6	System Balancing Allocation to Transmission		\$ 127,211	\$ 540,021	\$ 613,435	\$ 1,280,667
7	Revenue Credits	Schedule 1 Work Paper 1-001	\$ (2,175,045)	\$ (9,233,252)	\$ (8,763,000)	\$ (20,171,297)
8	Total Cost of Service		\$ 12,385,947	\$ 46,211,292	\$ 45,735,748	\$ 104,332,987
9						
10	Total Volumes Adjusted for Discounts	Schedule 10, Line 19	74,825,000	303,469,679	378,294,679	737,603,828
11						
12	Maximum 311 Rate, Adjusted for Discounts	Line 8 / Line 10	\$ 0.1655	\$ 0.1523	\$ 0.1273	

**RATE SUMMARY FOR SECTION 311
FIRM AND INTERRUPTIBLE TRANSPORTATION SERVICE**

In accordance with Section 284.123(e) of the FERC's regulations, as revised by Order No. 714, Transporter hereby provides the following rate summary:

Maximum Rates Per MMBtu

Firm Section 311 ¹	Interruptible Section 311 ² East Zone	Interruptible Section 311 ³ West Zone
\$0.1655	\$0.1523	\$0.1273

Minimum Rates Per MMBtu

Firm Section 311	Interruptible Section 311 East Zone	Interruptible Section 311 West Zone
\$0.00	\$0.00	\$0.00

¹ Effective April 1, 2009.

² Effective June 1, 2009.

³ Effective June 1, 2009.

ENOGEX LLC SECTION 311
EAST AND WEST ZONES
RETURN REQUIREMENT, DEBT COST & INCOME TAX
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

Line No.	Description	Reference	East Zone		West Zone	
			311 Firm	311 IT, Intrastate, and Leases	311 IT, Intrastate, and Leases	Total
1	<u>RETURN REQUIREMENT</u>					
2	Rate Base	Schedule 4, Line 9	\$ 61,526,756	\$ 211,501,804	\$ 160,488,639	\$ 433,517,199
3	Weighted Cost of Capital	Schedule 3, Line 7	9.36%	9.36%	9.36%	9.36%
4	Return Requirement	(Line 3 * Line 5)	\$ 5,761,390	\$ 19,805,112	\$ 15,028,219	\$ 40,594,721
5						
6						
7						
8						
9						
10	<u>INCOME TAX</u>					
11	Return Requirement	Line 7	\$ 5,761,390	\$ 19,805,112	\$ 15,028,219	\$ 40,594,721
12	Less: Debt Cost	Line 36	\$ 2,393,178	\$ 8,226,687	\$ 6,242,452	\$ 16,862,316
13	Required After Tax Equity Return	(Line 12 - Line 13)	\$ 3,368,212	\$ 11,578,425	\$ 8,785,768	\$ 23,732,405
14						
15						
16						
17						
18	Federal Income Tax @ 35%	(Line 15/(1-.35))* .35	\$ 1,813,653	\$ 6,234,537	\$ 4,730,798	\$ 12,778,987
19	State Taxable Income	(Line 15 + Line 18)	\$ 5,181,865	\$ 17,812,962	\$ 13,516,565	\$ 36,511,392
20	State Income Tax @ 5.66%	(Line 20/(1-.0566))* .0566	\$ 310,890	\$ 1,068,702	\$ 810,937	\$ 2,190,529
21	Total Income Tax	(Line 18 + Line 22)	\$ 2,124,543	\$ 7,303,239	\$ 5,541,735	\$ 14,969,516
22	Required Before Tax Equity Return	(Line 15 + Line 24)	\$ 5,492,755	\$ 18,881,664	\$ 14,327,502	\$ 38,701,920
23						
24						
25						
26						
27						
28						
29						
30	<u>DEBT COST</u>					
31	Rate Base	Schedule 4, Line 9	\$ 61,526,756.33	\$ 211,501,804	\$ 160,488,639	\$ 433,517,199
32	Weighted Average Debt Cost	Schedule 3, Line 1	3.89%	3.89%	3.89%	3.89%
33	Debt Cost	(Line 32 * Line 34)	\$ 2,393,178	\$ 8,226,687	\$ 6,242,452	\$ 16,862,316
34						
35						
36						

ENOGEX LLC
CAPITALIZATION AND WEIGHTED COST OF CAPITAL
AT DECEMBER 31, 2008

Line No.	Description	Amount ¹	Ratio ¹	Cost of Capital	Weighted Cost of Capital
1	Long-Term Debt	\$ 520,939,794	57.89%	6.72% ²	3.89%
2					
3	Equity	<u>\$ 378,949,208</u>	<u>42.11%</u>	13.00% ³	<u>5.47%</u>
4					
5	Total	<u>\$ 899,889,002</u>	<u>100.00%</u>		
6					
7	Weighted Cost of Capital				<u>9.36%</u>

Source: Capital Structure of Enogex LLC at December 31, 2008

¹ See attached work paper entitled "Capital Structure" (Schedule 3 Work Papers 3-001)

² See attached work paper entitled "Embedded Cost of Debt" (Schedule 3 Work Papers 3-002)

³ See attached work paper entitled "DCF Analysis" (Schedule 3 Work Papers 3-003) and Exhibit E (Affidavit of Daniel Ives and supporting schedules)

ENOGEX LLC TRANSMISSION SYSTEM
RATE BASE
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

Line No.	Description	Reference	East Zone		West Zone	
			311 Firm	311 IT, Intrastate, and Leases	311 IT, Intrastate, and Leases	Total
1	Gross Plant		\$ 97,018,063	\$ 362,165,392	\$ 239,719,267	\$ 698,902,722
2	Less: Accumulated Depreciation	Schedule 5, Line 21	\$ 21,137,457	\$ 89,730,287	\$ 55,529,004	\$ 166,396,748
3	Net Plant	Schedule 7, Line 14	\$ 75,880,606	\$ 272,435,105	\$ 184,190,262	\$ 532,505,974
4						
5	Plus: Other Rate Base Items	Schedule 9, Line 11	\$ 2,680,759	\$ 11,380,048	\$ 12,837,008	\$ 26,897,815
6						
7	Less: Accumulated Deferred Income Taxes	Schedule 12, Line 5	\$ 17,034,608	\$ 72,313,350	\$ 36,538,631	\$ 125,886,590
8						
9	Total Rate Base		\$ 61,526,756	\$ 211,501,804	\$ 160,488,639	\$ 433,517,199

ENOGEX LLC TRANSMISSION SYSTEM
PLANT INVESTMENT
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

Line No.	Description	Actual East Zone		Actual West Zone		East Zone Adjustments		West Zone Adjustments		Total Adjustments	Adjusted East Zone		Adjusted West Zone	
		311 Firm	311 IT, IntraState, and Leases	Total East Zone	311 IT, IntraState, and Leases	Total West Zone	311 Firm	311 IT, IntraState, and Leases	Total East Zone		311 IT, IntraState, and Leases	Total West Zone		
1	Land and Land Rights	\$ 179,237	\$ 760,875	\$ 940,112	\$ 31,415	\$ -	\$ -	\$ 971,527	\$ -	\$ -	\$ -	\$ 760,875	\$ 940,112	\$ 31,415
2	Rights of Way	\$ 2,281,432	\$ 9,684,870	\$ 11,966,302	\$ 7,683,816	\$ 19,650,119	\$ -	\$ 19,650,119	\$ -	\$ -	\$ -	\$ 9,684,870	\$ 11,966,302	\$ 7,683,816
3	Transmission Structures	\$ 586,452	\$ 2,489,539	\$ 3,075,991	\$ 1,078,203	\$ 4,154,195	\$ -	\$ 4,154,195	\$ -	\$ -	\$ -	\$ 2,489,539	\$ 3,075,991	\$ 1,078,203
4	Pipelines	\$ 52,784,952	\$ 223,991,671	\$ 276,756,622	\$ 122,448,363	\$ 399,204,985	\$ -	\$ 399,204,985	\$ -	\$ -	\$ -	\$ 223,991,671	\$ 276,756,622	\$ 122,448,363
5	Power Transformer Equipment	\$ 1,439,773	\$ 48,186,035	\$ 49,625,808	\$ 24,517,671	\$ 74,143,479	\$ -	\$ 74,143,479	\$ -	\$ -	\$ -	\$ 48,186,035	\$ 60,775,092	\$ 24,517,671
6	Measuring and Regulating Station Equipment	\$ 31,070	\$ 14,485,686	\$ 14,817,756	\$ 15,251,575	\$ 33,283,476	\$ -	\$ 33,283,476	\$ -	\$ -	\$ -	\$ 14,602,128	\$ 18,041,901	\$ 15,251,575
7	Communication Equipment	\$ 132,605	\$ 562,818	\$ 695,423	\$ 243,271	\$ 938,694	\$ -	\$ 938,694	\$ -	\$ -	\$ -	\$ 165,068	\$ 204,716	\$ 65,477
8	Other Equipment	\$ 71,010,537	\$ 301,445,721	\$ 372,456,259	\$ 171,689,091	\$ 544,145,350	\$ -	\$ 544,145,350	\$ -	\$ -	\$ -	\$ 301,445,721	\$ 372,456,259	\$ 171,689,091
9	Total Transmission Plant ¹	\$ 179,237	\$ 760,875	\$ 940,112	\$ 31,415	\$ 971,527	\$ -	\$ 971,527	\$ -	\$ -	\$ -	\$ 760,875	\$ 940,112	\$ 31,415
10	Adjustments ²	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 9,881,907	\$ 9,881,907	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
11	Adjusted Transmission Plant	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 9,881,907	\$ 9,881,907	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
12	Intangible Plant ³	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
13	Adjusted Intangible Plant	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
14	General Plant ⁴	\$ 1,989,537	\$ 8,445,754	\$ 10,435,291	\$ 8,503,169	\$ 18,938,460	\$ -	\$ 18,938,460	\$ -	\$ -	\$ -	\$ 8,445,754	\$ 10,435,291	\$ 8,503,169
15	Adjusted General Plant	\$ 1,989,537	\$ 8,445,754	\$ 10,435,291	\$ 8,503,169	\$ 18,938,460	\$ -	\$ 18,938,460	\$ -	\$ -	\$ -	\$ 8,445,754	\$ 10,435,291	\$ 8,503,169
16	Construction Work in Progress ⁵	\$ 9,002,788	\$ 38,217,584	\$ 47,220,382	\$ 43,311,779	\$ 90,532,160	\$ -	\$ 90,532,160	\$ -	\$ -	\$ -	\$ 38,217,584	\$ 47,220,382	\$ 43,311,779
17	Adjusted Construction Work in Progress	\$ 9,002,788	\$ 38,217,584	\$ 47,220,382	\$ 43,311,779	\$ 90,532,160	\$ -	\$ 90,532,160	\$ -	\$ -	\$ -	\$ 38,217,584	\$ 47,220,382	\$ 43,311,779
18	Total Plant	\$ 83,435,573	\$ 354,181,044	\$ 437,616,616	\$ 228,627,259	\$ 666,243,875	\$ -	\$ 666,243,875	\$ -	\$ -	\$ -	\$ 382,165,982	\$ 459,183,455	\$ 239,719,267
19	Adjusted Total Plant	\$ 83,435,573	\$ 354,181,044	\$ 437,616,616	\$ 228,627,259	\$ 666,243,875	\$ -	\$ 666,243,875	\$ -	\$ -	\$ -	\$ 382,165,982	\$ 459,183,455	\$ 239,719,267

¹ See attached work paper entitled "Transmission Plant" (Schedule 5 Work Papers 5-001)

² See attached work paper entitled "Intangible Plant" (Schedule 5 Work Papers 5-002)

³ See attached work paper entitled "General Plant" (Schedule 5 Work Papers 5-003)

⁴ See attached work paper entitled "Total Construction-Work-In-Progress" (Schedule 5 Work Papers 5-004)

⁵ See attached work paper entitled "Adjustments to Plant for Lease and Firm 311" (Schedule 5 Work Papers 5-007)

ENOGEX LLC TRANSMISSION SYSTEM
DEPRECIATION EXPENSE
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	East Zone		West Zone		Total
		311 Firm	311 IT, Intrastate, and Leases	311 IT, Intrastate, and Leases	Total East Zone	
1	Right of Way	\$ 41,560	\$ 176,425	\$ 100,600	\$ 217,984	\$ 318,585
2	Transmission Structures	\$ 16,314	\$ 69,255	\$ 39,490	\$ 85,570	\$ 125,060
3	Pipelines	\$ 815,985	\$ 3,463,927	\$ 1,975,186	\$ 4,279,913	\$ 6,255,098
4	Compressor Station Equipment	\$ 349,538	\$ 1,483,817	\$ 846,096	\$ 1,833,354	\$ 2,679,450
5	Measuring and Regulating Station Equipment	\$ 108,889	\$ 462,243	\$ 263,578	\$ 571,132	\$ 834,710
6	Communication Equipment	\$ 4,535	\$ 19,252	\$ 10,978	\$ 23,788	\$ 34,766
7	Other Equipment	\$ 3,158	\$ 13,405	\$ 7,644	\$ 16,562	\$ 24,206
8	Total Transmission Plant ¹	\$ 1,339,979	\$ 5,688,324	\$ 3,243,572	\$ 7,028,303	\$ 10,271,875
9						
10	Intangible Plant ²	\$ 266,760	\$ 1,132,420	\$ 1,140,118	\$ 1,399,180	\$ 2,539,299
11						
12	General Plant ³	\$ 101,501	\$ 430,879	\$ 433,808	\$ 532,379	\$ 966,187
13						
14	Total	\$ 1,708,240	\$ 7,251,623	\$ 4,817,498	\$ 8,959,863	\$ 13,777,360

¹ See attached work paper entitled "Transmission Depreciation Expense" (Schedule 6 Work Papers 6-001)

² See attached work paper entitled "Intangible Depreciation Expense" (Schedule 6 Work Papers 6-002)

³ See attached work paper entitled "General Plant Depreciation Expense" (Schedule 6 Work Papers 6-003)

ENOEX LLCTRANSMISSION SYSTEM
ACCUMULATED DEPRECIATION
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	East Zone			West Zone	
		311 Firm	311 IT, Intrastate, and Leases	Total East Zone	311 IT, Intrastate, and Leases	Total
1	Rights of Way	\$ 719,772	\$ 3,055,491	\$ 3,775,263	\$ 1,742,289	\$ 5,517,552
2	Transmission Structures	\$ 224,259	\$ 951,997	\$ 1,176,255	\$ 542,843	\$ 1,719,099
3	Pipelines	\$ 12,927,909	\$ 54,880,065	\$ 67,807,974	\$ 31,293,476	\$ 99,101,451
4	Compressor Station Equipment	\$ 3,771,197	\$ 16,009,051	\$ 19,780,249	\$ 9,128,613	\$ 28,908,862
5	Measuring and Regulating Station Equipment	\$ 1,071,770	\$ 4,549,754	\$ 5,621,524	\$ 2,594,341	\$ 8,215,866
6	Communication Equipment	\$ 45,116	\$ 191,523	\$ 236,639	\$ 109,209	\$ 345,848
7	Other Equipment	\$ 23,084	\$ 97,996	\$ 121,080	\$ 55,879	\$ 176,959
8	Total Transmission Plant ¹	\$ 18,783,108	\$ 79,735,877	\$ 98,518,985	\$ 45,466,651	\$ 143,985,635
9						
10	Intangible Plant ²	\$ 1,500,644	\$ 6,370,359	\$ 7,871,002	\$ 6,413,665	\$ 14,284,668
11						
12	General Plant ³	\$ 853,705	\$ 3,624,051	\$ 4,477,757	\$ 3,648,688	\$ 8,126,445
13						
14	Total	\$ 21,137,457	\$ 89,730,287	\$ 110,867,744	\$ 55,529,004	\$ 166,396,748

¹ See attached work paper entitled "Transmission Accumulated Depreciation" (Schedule 7 Work Papers 7-001)

² See attached work paper entitled "Intangible Accumulated Depreciation" (Schedule 7 Work Papers 7-002)

³ See attached work paper entitled "General Plant Accumulated Depreciation" (Schedule 7 Work Papers 7-003)

ENOGEX LLC TRANSMISSION SYSTEM
OPERATING EXPENSE
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	For the Twelve Months Ended December 31, 2008				Adjustments		Adjusted East Zone			Adjusted West Zone and Leases		Adjusted Total
		East Zone ¹	West Zone ¹	Total ¹	East Zone	West Zone	Total	311 Firm	311 IT, Intrastate, and Leases	Total East Zone	311 IT, Intrastate, and Leases	Total	
1	Salaries and Wages	\$ 15,747,040	\$ 19,418,301	\$ 35,165,341	\$ -	\$ -	\$ -	\$ 3,002,247	\$ 12,744,793	\$ 15,744,793	\$ 15,744,793	\$ 19,418,301	\$ 35,165,341
2	Employee Benefits ²	\$ 5,344,088	\$ 6,590,008	\$ 11,934,097	\$ -	\$ -	\$ -	\$ 1,018,876	\$ 4,325,213	\$ 5,344,088	\$ 5,344,088	\$ 6,590,008	\$ 11,934,097
3	Employee Expense	\$ 1,021,901	\$ 1,260,147	\$ 2,282,047	\$ -	\$ -	\$ -	\$ 194,830	\$ 827,071	\$ 1,021,901	\$ 1,021,901	\$ 1,260,147	\$ 2,282,047
4	Temporary Labor Expense	\$ 380,433	\$ 469,127	\$ 849,560	\$ -	\$ -	\$ -	\$ 72,531	\$ 307,902	\$ 380,433	\$ 380,433	\$ 469,127	\$ 849,560
5	Contract Technical & Cons	\$ 3,193,605	\$ 2,602,301	\$ 5,795,906	\$ -	\$ -	\$ -	\$ 608,876	\$ 2,584,729	\$ 3,193,605	\$ 3,193,605	\$ 2,602,301	\$ 5,795,906
6	Contract Professional Services	\$ 3,908,127	\$ -	\$ 3,908,127	\$ -	\$ -	\$ -	\$ 745,103	\$ 3,163,025	\$ 3,908,127	\$ 3,908,127	\$ 3,184,527	\$ 7,092,655
7	Materials & Supplies	\$ 1,930,773	\$ 1,573,285	\$ 3,504,058	\$ -	\$ -	\$ -	\$ 388,111	\$ 1,562,662	\$ 1,930,773	\$ 1,930,773	\$ 1,573,285	\$ 3,504,058
8	Injuries & Damages	\$ 625,971	\$ 510,071	\$ 1,136,042	\$ -	\$ -	\$ -	\$ 119,344	\$ 506,627	\$ 625,971	\$ 625,971	\$ 510,071	\$ 1,136,042
9	Office Expense	\$ 149,814	\$ 184,742	\$ 334,556	\$ -	\$ -	\$ -	\$ 28,563	\$ 121,251	\$ 149,814	\$ 149,814	\$ 184,742	\$ 334,556
10	Software Expense	\$ 615,256	\$ 501,340	\$ 1,116,596	\$ -	\$ -	\$ -	\$ 117,301	\$ 497,955	\$ 615,256	\$ 615,256	\$ 501,340	\$ 1,116,596
11	Communication Expense	\$ 245,689	\$ 200,199	\$ 445,888	\$ -	\$ -	\$ -	\$ 46,842	\$ 198,847	\$ 245,689	\$ 245,689	\$ 200,199	\$ 445,888
12	Fleet Transportation	\$ 596,755	\$ 735,882	\$ 1,332,637	\$ -	\$ -	\$ -	\$ 113,774	\$ 482,981	\$ 596,755	\$ 596,755	\$ 735,882	\$ 1,332,637
13	Vegetation Management	\$ 140,860	\$ 65,007	\$ 205,867	\$ -	\$ -	\$ -	\$ 26,856	\$ 114,004	\$ 140,860	\$ 140,860	\$ 65,007	\$ 205,867
14	Land and Building Expense	\$ 431,201	\$ 199,000	\$ 630,201	\$ -	\$ -	\$ -	\$ 82,211	\$ 348,991	\$ 431,201	\$ 431,201	\$ 199,000	\$ 630,201
15	Fees, Permits and Land Right	\$ 234,758	\$ 154,807	\$ 389,565	\$ -	\$ -	\$ -	\$ 44,758	\$ 190,000	\$ 234,758	\$ 234,758	\$ 154,807	\$ 389,565
16	Environmental Expense	\$ 98,193	\$ 64,752	\$ 162,945	\$ -	\$ -	\$ -	\$ 18,721	\$ 79,472	\$ 98,193	\$ 98,193	\$ 64,752	\$ 162,945
17	Media Services	\$ 1,211	\$ 987	\$ 2,197	\$ -	\$ -	\$ -	\$ 231	\$ 980	\$ 1,211	\$ 1,211	\$ 987	\$ 2,197
18	Uncollectibles	\$ 57,050	\$ 52,451	\$ 109,501	\$ -	\$ -	\$ -	\$ 10,877	\$ 46,173	\$ 57,050	\$ 57,050	\$ 52,451	\$ 109,501
19	Utilities	\$ 216,570	\$ 176,471	\$ 393,041	\$ -	\$ -	\$ -	\$ 41,290	\$ 175,280	\$ 216,570	\$ 216,570	\$ 176,471	\$ 393,041
20	Other Marketing, Sales ³	\$ 302,186	\$ 246,235	\$ 548,421	\$ -	\$ -	\$ -	\$ 219,941	\$ 933,669	\$ 1,153,610	\$ -	\$ -	\$ 1,153,610
21	Other Operation Expense	\$ 1,153,610	\$ 532,393	\$ 1,686,002	\$ -	\$ -	\$ -	\$ 55,466	\$ 235,457	\$ 1,153,610	\$ 290,923	\$ 532,393	\$ 1,686,002
22	General Expense	\$ 290,923	\$ 237,058	\$ 527,981	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 290,923	\$ 290,923	\$ 237,058	\$ 527,981
23													
24	Total Direct Costs	\$ 36,686,014	\$ 38,959,089	\$ 75,645,103	\$ (302,186)	\$ (246,235)	\$ (548,421)	\$ 6,936,748	\$ 29,447,081	\$ 36,383,829	\$ 36,383,829	\$ 38,712,854	\$ 75,096,683
25													
26	Purchasing and Warehousing	\$ 38,102	\$ 31,047	\$ 69,150	\$ -	\$ -	\$ -	\$ 7,264	\$ 30,838	\$ 38,102	\$ 38,102	\$ 31,047	\$ 69,150
27	Assessments to Affiliated Cos	\$ (25,929,909)	\$ (21,128,917)	\$ (47,058,827)	\$ -	\$ -	\$ -	\$ (4,943,659)	\$ (20,986,250)	\$ (25,929,909)	\$ (25,929,909)	\$ (21,128,917)	\$ (47,058,827)
28	Allocation from OGE Energy Corp	\$ 7,694,783	\$ 6,270,074	\$ 13,964,857	\$ -	\$ -	\$ -	\$ 1,467,047	\$ 6,227,737	\$ 7,694,783	\$ 7,694,783	\$ 6,270,074	\$ 13,964,857
29	Total Costs	\$ 18,486,990	\$ 24,131,293	\$ 42,620,283	\$ (302,186)	\$ (246,235)	\$ (548,421)	\$ 3,467,400	\$ 14,719,405	\$ 18,186,805	\$ 18,186,805	\$ 23,885,058	\$ 42,071,863

¹See attached work paper entitled "Transmission Operating Expense" (Schedule 8 Work Paper 8-001)

²Employee Benefits includes the following items: Health and Safety, Public Injuries & Damages, Worker's Compensation, Pension Plan, Group Life Insurance, Group Medical Insurance, Group Dental Insurance, Long Term Disability Insurance, Retirement Savings Compensation, Postretirement Medical Insurance, Postretirement Life Insurance, and Employee Physicals and Safety Eyeglasses

³Marketing and Advertising amounts are excluded.

ENOGEX LLC TRANSMISSION SYSTEM
OTHER RATE BASE
EAST AND WEST ZONES
FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 2008

Line No.	Description	East Zone		West Zone	
		311 Firm	311 IT, Intrastate, and Leases ¹	311 IT, Intrastate, and Leases ¹	Total ¹
1	Materials and Supplies	\$ 252,422	\$ 1,071,552	\$ 873,071	\$ 2,197,046
2					
3	Prepaid Assets	\$ 149,987	\$ 636,706	\$ 641,034	\$ 1,427,726
4					
5	Line Pack Gas	\$ 249,315	\$ 1,058,362	\$ 862,324	\$ 2,170,000
6					
7	Pension Asset	\$ 410,877	\$ 1,744,206	\$ 2,657,518	\$ 4,812,601
8					
9	Operational Gas	\$ 1,618,159	\$ 6,869,222	\$ 7,803,061	\$ 16,290,443
10					
11	Total	<u>\$ 2,680,759</u>	<u>\$ 11,380,048</u>	<u>\$ 12,837,008</u>	<u>\$ 26,897,815</u>

¹See attached work paper entitled "Other Rate Base Summary" (Schedule 9 Work Papers 9-001)

ENOGEX LLC SECTION 311
EAST AND WEST ZONES
TOTAL SYSTEM VOLUMES ADJUSTED FOR DISCOUNTING
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

Line No.	Description	Reference	East Zone		West Zone	
			311 Firm	311 IT, Intrastate, and Leases	311 IT, Intrastate, and Leases	Total
COST						
1	Total Cost of Service	Schedule 1, Line 8	\$ 12,385,947	\$ 46,211,292	\$ 45,735,748	\$ 104,332,987
2						
3	Total System Throughput, Unadjusted for Discounts	Schedule 10 Work Paper (10-001)	74,825,000	317,638,437	360,819,908	753,283,345
4						
5	Maximum 311 Rate, Unadjusted for Discounts	Line 1 / Line 3	\$ 0.1655	\$ 0.1455	\$ 0.1268	
6						
7	Total Discounted Volumes	Schedule 10 Work Paper (10-002)	25,707,417	25,707,417	2,372,604	28,080,021
8						
9	Total Discounted Revenues	Schedule 10 Work Paper (10-002)	\$ 1,678,690	\$ 1,678,690	\$ 109,243	\$ 1,787,933
10						
11	Average Discounted 311 Rate	Line 9 / Line 7	\$ 0.0653	\$ 0.0653	\$ 0.0460	
12						
13	Average 311 Discounted Rate to Maximum 311 Rate	Line 11 / Line 5	44.88%	44.88%	36.32%	
14						
15	Adjusted Discounted Volumes	Line 13 * Line 7	11,538,659	11,538,659	861,845	12,400,504
16						
17	Total Volumes at Maximum 311 Rate	Line 3 - Line 7	74,825,000	291,931,020	358,447,304	725,203,324
18						
19	Total Volumes Adjusted for Discounting	Line 15 + Line 17	74,825,000	303,469,679	359,309,149	737,603,828

ENOGEX LLC TRANSMISSION SYSTEM
TAXES OTHER THAN INCOME
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	East Zone		West Zone		
		311 Firm	311 IT, Intrastate, and Leases	Total East Zone	311 IT, Intrastate, and Leases	Total
1	Ad Valorem ¹	\$ 1,051,691	\$ 4,464,517	\$ 5,516,208	\$ 2,545,738	\$ 8,061,946
2						
3	Payroll ²	\$ 318,517	\$ 1,352,133	\$ 1,670,650	\$ 2,060,145	\$ 3,730,795
4						
5	Franchise ³	\$ 2,001	\$ 8,494	\$ 10,495	\$ 6,921	\$ 17,415
6						
7	Total	<u>\$ 1,372,209</u>	<u>\$ 5,825,144</u>	<u>\$ 7,197,353</u>	<u>\$ 4,612,803</u>	<u>\$ 11,810,156</u>

¹See attached work paper entitled "Ad Valorem Taxes" (Schedule 11 Work Papers 11-001)

²See attached work paper entitled "Payroll Taxes"(Schedule 11 Work Papers 11-002)

³See attached work paper entitled "Franchise Taxes" (Schedule 11 Work Papers 11-003)

ENOGEX LLC TRANSMISSION SYSTEM
ACCUMULATED DEFERRED INCOME TAX
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	East Zone		West Zone	
		311 Firm	311 IT, Intrastate, and Leases	311 IT, Intrastate, and Leases	Total ¹
1	Plant	\$ 18,194,781	\$ 77,238,382	\$ 44,042,540	\$ 139,475,704
2					
3	Non-plant	\$ (1,160,173)	\$ (4,925,032)	\$ (7,503,909)	\$ (13,589,114)
4					
5	Total	\$ 17,034,608	\$ 72,313,350	\$ 36,538,631	\$ 125,886,590

¹ See attached work paper entitled "Accumulated Deferred Income Tax Summary" (Schedule 12 Work Paper 12-001)

Exhibit A, Corporate Structure

CORPORATE STRUCTURE

Enogex LLC is a Delaware limited liability company primarily engaged in the transportation of natural gas and operation of the Stuart and Wetumka storage facilities.

I. OFFICERS

Peter B. Delaney, Chief Executive Officer
Danny P. Harris, President
E. Keith Mitchell, Senior Vice President, Chief Operating Officer
Steve E. Merrill, Vice President and Chief Financial Officer
Paul M. Brewer, Vice President, Operations
Patricia D. Horn, Vice President, Legal, Regulatory, Environmental,
Health & Safety
Thomas L. Levescy, Controller and Chief Accounting Officer
Ramiro F. Rangel, Vice President, Producer Services
Dwayne Shroyer, Vice President, Business Development

II. ENOGEX SUBSIDIARIES

- Enogex Gas Gathering LLC is an Oklahoma limited liability company primarily engaged in the gathering of natural gas.
- Enogex Products LLC is an Oklahoma limited liability company engaged in the processing and marketing of natural gas liquids.
- Enogex Atoka LLC is an Oklahoma limited liability company whose sole asset is a 50% interest in Atoka Midstream LLC
- Atoka Midstream LLC is a Delaware limited liability company, 50% of which is owned by Enogex Atoka LLC and 50% of which is owned by Pablo Gathering LLC. Enogex Atoka LLC is the managing member of Atoka Midstream LLC. Atoka Midstream LLC was formed to own and operate a gas processing plant and gas gathering assets in Atoka and Coal counties in Oklahoma. Pablo Gathering LLC is Atoka Midstream LLC's primary customer.

**Exhibit B, Description of the
Enogex LLC Transmission System
and Operations**

**DESCRIPTION OF THE ENOGEX LLC
TRANSMISSION SYSTEM AND OPERATIONS**

The Enogex LLC Transmission System (“System”) is located entirely within the State of Oklahoma. Enogex is an intrastate pipeline company within the meaning of Section 2(16) of the Natural Gas Policy Act of 1978 (“NGPA”) and Enogex is the sole owner and operator of the System.

The System consists of approximately 2,433 miles of intrastate transmission pipeline in the State of Oklahoma. Enogex maintains System delivery capability and flexibility by making additional investment in new interconnects, transmission lines and compression. The System’s reticulated configuration, with its multidirectional flows, permits gas to flow to a wide variety of interstate and intrastate markets.

Gas within Oklahoma is supplied to the System from gathering systems and from other intrastate and interstate pipelines. The System faces strong direct competition from other intrastate and interstate pipelines that provide access to the same supply areas and market served by Enogex. The high density of existing intrastate and interstate pipelines in this geographic area provide customers with easy access to an array of possible alternatives. These entities compete among themselves as well as with the System to provide access to the end use markets.

Enogex also owns and operates the Stuart and Wetumka storage facilities.

**Exhibit C, Map of the Enogex Transmission System
(filed as CEII Material)**

Exhibit C, the Enogex Transmission System Map is being treated as CEII Material and is not included in this public version of the filing.

Exhibit D, Affidavit of Michael L. Walker

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

Enogex LLC

)

Docket No. PR09- -000

AFFIDAVIT OF MICHAEL L. WALKER

1. My name is Michael L. Walker and I am employed as System Expansion Manager for Enogex LLC. I have been employed by Enogex since February 1999 and have held several positions during that time. My primary duties as System Expansion Manager include working with shippers to determine their needs for transportation, receipt and delivery capacity and additional or expanded services on the Enogex system. These duties allow me to remain in close contact with both current and potential shippers (“Shippers”) on Enogex on a regular basis.

2. The close contacts with Shippers required in my present position are really a continuation of the Shipper contacts required in my earlier positions. Prior to becoming System Expansion Manager, I held management roles in the areas of scheduling, volume control and capacity management. My duties in these roles included working with Shippers on a daily basis to help them understand the capacity available on the various segments of Enogex’s complex reticulated system. In these various positions, I was constantly observing how the system operates, including the changes in capacity that can and do occur on the system at different times under varying conditions and circumstances. I was also heavily involved in the Company’s ongoing determinations as to how to price services to capture value for the Company and whether competition requires offering discounts to Shippers in order to maximize throughput on the Enogex system. In performing these various duties, I developed a detailed understanding of

system flows, capacity and market conditions on the Enogex system and a familiarity with competing systems in and outside the state, especially those in close proximity to the Enogex system.

3. In 2006, Enogex began discussions with parties such as Midcontinent Express Pipeline LLC (“MEP”) and Gulf Crossing Pipeline Company LLC (“Gulf Crossing”), two new interstate pipeline companies, and with others to examine opportunities for providing shippers with new take-away capacity to expanded markets in order to accommodate anticipated natural gas supply increases from new production in the Midcontinent area, including Oklahoma. This process resulted in Enogex's entering into capacity lease agreements with MEP and Gulf Crossing in order to provide both current and potential Enogex Shippers with the opportunity to contract for transportation service on MEP and Gulf Crossing to facilitate the Shippers' production projects and provide much needed additional take-away capacity to the interstate market.

4. After the lease projects were announced in 2006 and additional wells were completed in the new areas of the Woodford shale in eastern Oklahoma, certain Shippers began to inquire if Enogex itself would provide a firm Section 311 transportation service to the Bennington interconnections with the new interstate pipelines, MEP and Gulf Crossing. These Shippers emphasized that they were making significant investments in drilling programs (primarily in the eastern portion of Oklahoma) and felt they must ensure that adequate firm transportation capacity exists to support and expand their investment. The Shippers expressed concern that, unless Enogex itself would also agree to provide a firm Section 311 service, they ultimately would experience transportation capacity shortages as they increased their supply and that they would find that the

capacity on MEP and Gulf Crossing, standing alone, would not be sufficient. Moreover, these Shippers advised Enogex if it was not able or was unwilling to offer the expanded service they believed they would need, the Shippers would be forced to back competitor projects.

5. Enogex shared the Shippers' opinion that additional transportation capacity was needed and began exploring ways that it might provide increased capacity from eastern Oklahoma to the new interconnections with MEP and Gulf Crossing. Enogex determined that by upgrading existing facilities and adding additional facilities, such as increased compression capabilities at Bennington, the Company would be able to offer a firm Section 311 service in the East Zone.

6. In order to gauge the level of interest in a new Section 311 firm service and additional capacity, Enogex held an initial open season from May 31 to June 15, 2007 for firm service in the East Zone and two additional open seasons in 2008, from February 21 to March 14, 2008 (East Zone only) and from April 24, 2008 to June 6, 2008 (East Zone and West Zone). As a result of the open seasons and by working closely with the Shippers that expressed not only interest in the new service, but also a willingness to enter contracts that would support the new service financially, Enogex ultimately entered into agreements with four anchor shippers to provide firm 311 transportation service in the East Zone for deliveries at Bennington, the location of the new interconnects with MEP and Gulf Crossing.

7. The capacity that makes it possible for Enogex to offer the new firm Section 311 transportation service in the East Zone of Enogex's system was primarily facilitated

through upgrades and the construction of pipeline infrastructure, including substantial new compression facilities at Bennington. A significant share of these new facilities were constructed in connection with the MEP and Gulf Crossing leases. Enogex will install additional facilities in the near future for the specific purpose of providing planned currently contracted increased firm Section 311 service in the East Zone.

8. Along with the demonstrated interest in firm Section 311 service in the East Zone, Enogex's Shippers have also expressed interest in Enogex's considering firm Section 311 service in the West Zone and across both Zones. In response, the open season held from April 24, 2008 to June 6, 2008 solicited interest in firm service in the West Zone (as well as in the East Zone). While moderate interest was shown in response to the open season with regard to firm service in the West Zone, such interest has not been sufficient to support the investment Enogex would likely have to make in new infrastructure in order to provide such a service. Some Shippers have indicated that they still have an interest in West Zone firm service but a few of those same Shippers have now indicated that they want to wait to see what impact the MEP and Gulf Crossing pipelines and the associated take-away capacity will have on the flow dynamics in Oklahoma and on the Enogex System.

9. Enogex continues to have discussions with Shippers related to services needed in the Enogex System, including a possible West Zone firm Section 311 service. Enogex anticipates that these discussions could lead to additional open seasons and possible contracts with West Zone anchor shippers to support these projects. However, as was the case in the East Zone, Enogex will likely need to invest in significant new pipeline infrastructure to enable it to provide firm Section 311 transportation service in the West

Zone. The level of needed infrastructure will depend on the outcome of ongoing discussions with interested shippers and possible future open seasons.


This concludes my affidavit.

COUNTY OF OKLAHOMA)

STATE OF OKLAHOMA)

AFFIDAVIT OF MICHAEL L. WALKER

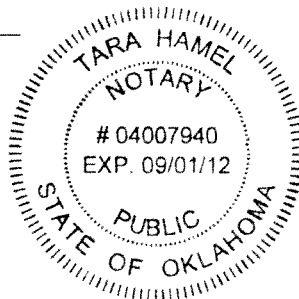
Michael L. Walker, being first sworn, on oath deposes and says that he caused the Affidavit on behalf of Enogex LLC to be prepared and that the statements contained therein are true and correct to the best of his knowledge and belief, and that he is authorized to make the same to the Federal Energy Regulatory Commission.


Michael L. Walker

SUBSCRIBED AND SWORN TO
BEFORE ME THIS 25th DAY OF
MARCH, 2009


Notary Public

My Commission Expires:



**Exhibit E, Return on Equity Study and
Affidavit of Daniel M. Ives**

UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION

ENOGEX LLC

)

DOCKET NO. PR09-___-000

RETURN ON EQUITY STUDY AND AFFIDAVIT OF DANIEL M. IVES

1. My name is Daniel M. Ives. I have been retained by Enogex LLC ("Enogex") to prepare a study to determine the appropriate return on equity ("ROE") for Enogex to be reflected in rates it charges for the transportation of natural gas in interstate commerce under Section 311 of the Natural Gas Policy Act of 1978. I have also been asked to assist the company with preparation of its Section 311 rate filing. My business address is 5319A Feagan Street, Houston, TX 77007, and my E-mail address is: ivesd@sbcglobal.net.
2. I am a consultant to the energy and utility industries. Previously, I was employed as a Vice President and consultant with Lukens Energy Group, an energy economics consulting firm, from January 1999 to January 2005. In January 2005, Lukens became a unit of Black & Veatch Corporation where I continued as a consultant through February 2008. Prior to joining Lukens, I was employed by two natural gas transmission companies: ANR Pipeline Company, Detroit, Michigan, as Vice President-Rates and Regulatory Affairs from 1995-1998, and Algonquin Gas Transmission Company, Boston, Massachusetts, as General Manager-Rates and Billing from 1992-1995. From 1976-1992 I was employed by a natural gas distribution company, Washington Gas Light Company, Washington, DC, as Director of Maryland Rates and Regulatory Affairs from 1985-1992, and as Director of Federal Regulation from 1982-1985. From 1976-1982, I held various positions in non-utility operations, auditing and accounting at Washington Gas, including three years as Secretary and Treasurer of four of its non-utility subsidiaries.
3. My qualifications include receipt of a B.A. degree in 1970, and, in 1975, a B.S. degree from the University of Maryland. In 1979, I became a Certified Public

Accountant in the State of Maryland. I am a member of the American Institute of Certified Public Accountants and for many years I was a member of the American Gas Association's Rate and Strategic Issues Committee, where I served as Chair in 1996-1997.

4. I have filed testimony with the Federal Energy Regulatory Commission ("Commission" or "FERC") and the public service commissions of Georgia, Kentucky, Louisiana, Maryland, New York, South Carolina and West Virginia; the Illinois Commerce Commission; the Public Utilities Commission of Ohio; the Oklahoma Corporation Commission; the Pennsylvania Public Utility Commission; the Texas Railroad Commission; and the Virginia State Corporation Commission.

My previous testimony has addressed such topics as rate of return, business risk, regulatory policy, cost allocation and rate design, cost of service, pension expense, purchased gas cost management, and oil pipeline rates. I have also testified before the joint Alaska Legislative Budget and Audit Committee and the Alaska Senate Resources Committee on the natural gas pipeline certificate process.

5. I prepared my ROE study for Enogex using the Commission-preferred discounted cash flow ("DCF") methodology.¹ In determining the appropriate companies to be included in my proxy group I considered numerous companies with natural gas pipeline operations and settled on a robust and balanced eleven (11) member proxy group, consisting of six (6) master limited partnerships ("MLPs") and five (5) non-MLP corporations. The companies that I selected include: Boardwalk Pipeline Partners, L. P., Energy Transfer Partners, L.P., Enterprise Products Partners, L.P., EQT Corporation, Kinder Morgan Energy Partners, L.P., National Fuel Gas Company, ONEOK Partners, L.P., Southern Union Company, Spectra Energy Company, TC Pipelines, L.P., and Williams

¹ *Composition of Proxy Groups for Determining Gas and Oil Pipeline Return on Equity*, Docket No. PL07-2-000, ("Policy Statement"), 123 FERC ¶ 61,048 (issued April 17, 2008).

Companies, Inc. The results of my DCF analysis are set forth on the attached Schedule 1, and supporting workpapers are provided as Schedules 2 through 6.

6. Factors that I considered in selecting proxy group companies are set forth on Schedules 5 and 6. Consistent with Commission policy, I considered numerous characteristics of the proxy companies and made the following determinations:

- a. Each of the proxy companies had sufficiently large market capitalization. Only one company, TC Pipelines, L.P., had less than \$1 billion of market capitalization (\$.88 billion). Five of the companies had market capitalizations of \$5 billion or more, and the remaining five companies had capitalization of \$1 billion to \$4 billion (see Schedule 5, page 1).
- b. Each of the companies has had interstate pipeline operations for five (5) years or more, with the exception of Energy Transfer Partners, L.P., which commenced interstate operations in its fiscal year ended August 31, 2007, but had intrastate operations prior to that time.
- c. All of the companies are publicly-traded (see Schedule 5, page 1).
- d. All of the companies are recognized and tracked by an investment information service, *Value Line* (see Schedule 5, page 1).
- e. Pipeline operations constitute a high proportion of the companies' businesses.² Schedule 5, page 1, is a compilation of the percentage of pipeline assets and operating incomes as compared to total company assets and incomes. For two of the companies, Boardwalk Pipeline Partners, L.P. and TC Pipelines, L.P., pipeline operations accounted for 100% of the companies' assets and their

² *Id. at P8.* The Commission noted that in the *Williston II* decision it dropped its previous requirement that a company could only meet the "high proportion" standard if the company's pipeline business accounted for at least 50% of the company's assets or operating income over the most recent three-year period.

operating incomes. While EQT Corporation's FERC-regulated pipeline operations only account for 12% of its assets and 8% of its total operating income (see Schedule 5, page 1), it is relevant to include it in the proxy group because it may be viewed by investors as an integrated natural gas company, with local distribution company operations, exploration and development, gathering and processing, gas marketing and pipeline operations (see Schedule 5, page 2):

Several other proxy group companies have similarly integrated natural gas operations, as shown on Schedule 5, page 2. The integrated operations include such activities as products pipelines, E&P operations, gathering and processing, LDC operations, and gas marketing.

- f. Similar to Enogex, several of the proxy companies have intrastate natural gas pipeline operations, as well. For example, Energy Transfer Partners and Enterprise Products Partners each have significant intrastate pipeline holdings (see Schedule 6).
7. I developed dividend yields for each proxy company for each of the twelve months in 2008, computed as the annualized quarterly dividend divided by the average stock price for each month, as set forth on Schedule 2. I then calculated the average dividend yield for the most recent six months of 2008, which amount was utilized in my DCF calculation on Schedule 1. I used the most recent six months of data because it is more representative of investors' expectations of future dividends than dividends from less recent time periods.
8. For my short-term growth projections, I obtained analysts' annual average earnings per share growth estimates for the next five years for each of the proxy companies. The analysts' projections are reported by Yahoo Finance and set forth on Schedule 3, as well as on Schedule 1. Estimated annual EPS growth rates ranged from 5.00% to 11.67%. Yahoo Finance obtains its data from

Thomson Financial, which company reports IBES growth rates, as well. The Commission noted in its *Policy Statement* that if the growth projections posted by Thomson Financial Data on Yahoo.com are the same as those reported by IBES, then they are acceptable for the DCF model.³

9. My estimated gross domestic product ("GDP") long-term growth rate is developed on Schedule 4. The long-term growth rate that I have calculated is the average GDP growth rate per year of the three GDP estimates that I obtained from the U.S. Energy Information Administration ("EIA"), Global Insight, and the U.S. Social Security Administration.

I have also calculated on Schedule 4 the annual GDP growth rate at 50%, for application in the DCF calculation for MLP entities, as mandated by the Commission in its *Policy Statement*.⁴

The applicable estimated GDP growth rates for MLPs and for non-MLPs are set forth on Schedule 4 and in column (E) on Schedule 1.

10. I computed the weighted average growth rate for each proxy company, on Schedule 1, Column F, based on a weighting of 2/3 short-term growth (the analysts' five-year EPS growth estimates shown in Column D of Schedule 1) and 1/3 long-term growth (the estimated GDP growth shown in Column E of Schedule 1). This is consistent with the weighting of growth rates mandated by the Commission.⁵
11. In Column G of Schedule 1, I adjusted the dividend yields shown in Column C of Schedule 1, at the rate of 50% of the weighted average earnings growth rates, shown in Column F of Schedule 1, to reflect anticipated dividend growth.

³ *Id.* at P84.

⁴ *Id.* at P106.

⁵ *Id.* at P113.

12. I computed the Estimated Cost of Equity for each proxy company, shown in Column H of Schedule 1, as the sum of dividends, as adjusted, plus growth (Column F + Column G, Schedule 1).
13. As shown in Column H of Schedule 1, the median cost of equity for the proxy group is 12.76%, the mean cost is 12.53%, the high cost is 15.62% and the low cost is 8.30%. Discarding the high and low companies from the mix does not result in a change to the median cost of equity – it remains 12.76%, and the mean increases to 12.66%.
14. I recommend that Enogex be granted a cost of equity of 13.0%, based on the proxy group's median cost of equity of 12.76% plus an upward adjustment of 24 basis points, for several reasons:

First, Enogex's recovery of its cost of service is highly dependent upon interruptible natural gas transportation. Over 43% of the total throughput on Enogex's system, generated through its provision of both interstate and intrastate transportation services, is interruptible transportation.⁶ Enogex's recovery of its cost of service is uncertain because it lacks the certainty of firm demand revenues for much of the system throughput.

Second, Enogex operates in a highly competitive market that is served by numerous interstate and intrastate pipelines. The U.S. Energy Information Administration's profile on the state of Oklahoma lists the following thirteen (13) interstate pipelines, in addition to Enogex, that serve Oklahoma:

ANR Pipeline Co. • Centerpoint Energy Gas Transmission Co. • Colorado Interstate Gas • El Paso Natural Gas Co. • KM Interstate Gas Co. • Mississippi River Transmission Corp. • Natural Gas Pipeline Company of America • Northern Natural Gas Co. • Oneok Gas Transmission LLC •

⁶ Over 320 MMDth, or 43%, of Enogex's 737.6 MMDth of throughput is interruptible.

Oneok Gas Transportation System • Panhandle Eastern Pipeline Co. •
Southern Star Central Gas Pipeline Co. • Transwestern Pipeline Co.⁷

Additionally, Oklahoma is also served by several intrastate pipelines including ONEOK's Oklahoma Natural Gas Company, Buffalo Wallow Pipeline, Arkansas Oklahoma Gas Company, and Southern Union Intrastate Pipelines Company.⁸

Third, given the availability of multiple pipeline alternatives in many locations throughout Oklahoma, Enogex has found that it is often necessary to discount its services in order for it to meet competition.⁹

15. For the reasons cited herein, as supported by my DCF analysis, I recommend a 13.0% cost of common equity for Enogex LLC.
16. This concludes my Affidavit.

⁷ See http://tonto.eia.doe.gov/state/state_energy_profiles.cfm?sid=OK

⁸ See http://www.eia.doe.gov/pub/oil_gas/natural_gas/analysis_publications/ngpipeline/PIPEintra.xls#Data for U.S. E.I.A. list of intrastate pipelines in Oklahoma. See also:

http://www.eia.doe.gov/pub/oil_gas/natural_gas/analysis_publications/ngpipeline/southwest.html#intrastate

⁹ See Schedule 10 of Enogex's cost of service filing. Many volumes are transported at \$.046/Dth to \$.065/Dth.

ENOGEX LLC
DCF Calculation

(A) Proxy Group Companies	(B) Symbol	(C) Dividend Yield (1)	(D) 5 Year Analyst Growth Estimate/Annum (2)	(E) Estimated Long-term GDP Growth Rate (3)	(F) Weighted Avg. Growth (4)	(G) Adjusted Dividend Yield (5)	(H) Estimated Cost of Equity
Boardwalk Pipeline Partners, L.P.	BWP	8.97%	8.40%	2.27%	6.36%	9.26%	15.62%
Energy Transfer Partners, L.P.	ETP	9.91%	6.60%	2.27%	5.16%	10.17%	15.33%
Enterprise Products Partners, L.P.	EPD	8.75%	7.50%	2.27%	5.76%	9.00%	14.76%
EQT Corporation	EQT	2.37%	11.67%	4.54%	9.29%	2.48%	11.78%
Kinder Morgan Energy Partners, L.P.	KMP	7.87%	6.00%	2.27%	4.76%	8.06%	12.81%
National Fuel Gas Company	NFG	3.37%	5.00%	4.54%	4.85%	3.45%	8.30%
ONEOK Partners, L.P.	OKS	8.49%	5.00%	2.27%	4.09%	8.67%	12.76%
Southern Union Company	SUG	3.31%	8.60%	4.54%	7.25%	3.43%	10.68%
Spectra Energy Corp	SE	4.83%	6.50%	4.54%	5.85%	4.97%	10.82%
TC Pipelines, L.P.	TCLP	10.29%	5.00%	2.27%	4.09%	10.50%	14.59%
Williams Companies, Inc.	WMB	2.13%	10.00%	4.54%	8.18%	2.21%	10.39%
						Mean	12.53%
						Median	12.76%
						High	15.62%
						Low	8.30%
						Recommended Return on Equity	<u>13.00%</u>

(1) Dividend yield based on 6 months ending 12/31/08. Data obtained from Yahoo Finance. See Dividend Yield workpaper.

(2) Five Year Analyst Growth Estimate is from Yahoo Finance, based on projected annualized earnings growth over next 5 years. Data is supplied to Yahoo Finance by Thomson Financial. See Market Cap & EPS Growth workpaper.

(3) Estimated long-term GDP Growth Rate calculated based on EIA, Global Insight, and SSA data. See GDP workpaper.

(4) Weighted Average Growth Rate is based on 2/3 (5 Year Analyst Growth Estimate/Annum) and 1/3 (Estimated GDP Growth Rate)

(5) Dividend yield is adjusted for growth at 1/2 of the weighted average growth rate.

ENOGEX LLC
Calculation of Proxy Group Dividend Yields as of

Month	High	Low	Average	Quarterly Dividend	Annual Dividend	Yield
Boardwalk Pipeline Partners, L.P. (BWP)						
Dec-08	\$ 20.67	\$ 16.86	\$ 18.77	\$ 0.48	\$ 1.90	10.13%
Nov-08	\$ 25.97	\$ 18.02	\$ 22.00	\$ 0.48	\$ 1.90	8.64%
Oct-08	\$ 24.00	\$ 14.00	\$ 19.00	\$ 0.48	\$ 1.90	10.00%
Sep-08	\$ 24.70	\$ 17.11	\$ 20.91	\$ 0.47	\$ 1.88	8.99%
Aug-08	\$ 24.59	\$ 22.62	\$ 23.61	\$ 0.47	\$ 1.88	7.96%
Jul-08	\$ 24.96	\$ 21.32	\$ 23.14	\$ 0.47	\$ 1.88	8.12%
Jun-08	\$ 28.65	\$ 23.34	\$ 26.00	\$ 0.47	\$ 1.86	7.16%
May-08	\$ 27.31	\$ 24.10	\$ 25.71	\$ 0.47	\$ 1.86	7.24%
Apr-08	\$ 26.75	\$ 23.84	\$ 25.30	\$ 0.46	\$ 1.84	7.27%
Mar-08	\$ 25.40	\$ 21.24	\$ 23.32	\$ 0.46	\$ 1.84	7.89%
Feb-08	\$ 31.83	\$ 23.53	\$ 27.68	\$ 0.46	\$ 1.84	6.65%
Jan-08	\$ 32.25	\$ 27.96	\$ 30.11	\$ 0.45	\$ 1.80	5.98%
Most Recent 6 Months Average						8.97%

Month	High	Low	Average	Quarterly Dividend	Annual Dividend	Yield
Energy Transfer Partners, L.P. (ETP)						
Dec-08	\$ 36.25	\$ 30.05	\$ 33.15	\$ 0.89	\$ 3.58	10.79%
Nov-08	\$ 40.00	\$ 26.11	\$ 33.06	\$ 0.89	\$ 3.58	10.82%
Oct-08	\$ 39.74	\$ 22.40	\$ 31.07	\$ 0.89	\$ 3.58	11.51%
Sep-08	\$ 44.98	\$ 28.61	\$ 36.80	\$ 0.89	\$ 3.58	9.72%
Aug-08	\$ 45.29	\$ 40.00	\$ 42.65	\$ 0.89	\$ 3.58	8.39%
Jul-08	\$ 45.03	\$ 39.12	\$ 42.08	\$ 0.87	\$ 3.48	8.26%
Jun-08	\$ 48.97	\$ 42.32	\$ 45.65	\$ 0.87	\$ 3.48	7.62%
May-08	\$ 51.04	\$ 47.82	\$ 49.43	\$ 0.87	\$ 3.48	7.03%
Apr-08	\$ 51.12	\$ 45.43	\$ 48.28	\$ 1.13	\$ 4.50	9.32%
Mar-08	\$ 48.27	\$ 43.59	\$ 45.93	\$ 1.13	\$ 4.50	9.80%
Feb-08	\$ 51.47	\$ 47.26	\$ 49.37	\$ 1.13	\$ 4.50	9.12%
Jan-08	\$ 54.56	\$ 43.58	\$ 49.07	\$ 0.83	\$ 3.30	6.73%
Most Recent 6 Months Average						9.91%

Month	High	Low	Average	Quarterly Dividend	Annual Dividend	Yield
Enterprise Products Partners (EPP)						
Dec-08	\$ 22.18	\$ 18.19	\$ 20.19	\$ 0.52	\$ 2.09	10.36%
Nov-08	\$ 25.50	\$ 16.21	\$ 20.86	\$ 0.52	\$ 2.09	10.03%
Oct-08	\$ 26.30	\$ 16.00	\$ 21.15	\$ 0.52	\$ 2.09	9.89%
Sep-08	\$ 29.36	\$ 22.58	\$ 25.97	\$ 0.52	\$ 2.06	7.93%
Aug-08	\$ 30.07	\$ 27.98	\$ 29.03	\$ 0.52	\$ 2.06	7.10%
Jul-08	\$ 30.00	\$ 27.23	\$ 28.62	\$ 0.52	\$ 2.06	7.20%
Jun-08	\$ 31.06	\$ 29.04	\$ 30.05	\$ 0.51	\$ 2.03	6.76%
May-08	\$ 32.64	\$ 30.26	\$ 31.45	\$ 0.51	\$ 2.03	6.46%
Apr-08	\$ 31.54	\$ 29.32	\$ 30.43	\$ 0.51	\$ 2.03	6.68%
Mar-08	\$ 31.28	\$ 26.75	\$ 29.02	\$ 0.50	\$ 2.00	6.89%
Feb-08	\$ 32.32	\$ 30.22	\$ 31.27	\$ 0.50	\$ 2.00	6.40%
Jan-08	\$ 32.63	\$ 28.35	\$ 30.49	\$ 0.50	\$ 2.00	6.56%
Most Recent 6 Months Average						8.75%

ENOGEX LLC
Calculation of Proxy Group Dividend Yields as of

Month	High	Low	Average	Quarterly Dividend	Annual Dividend	Yield
EQT Corporation (EQT)						
Dec-08	\$ 33.88	\$ 26.09	\$ 29.99	\$ 0.22	\$ 0.88	2.93%
Nov-08	\$ 34.98	\$ 24.73	\$ 29.86	\$ 0.22	\$ 0.88	2.95%
Oct-08	\$ 36.70	\$ 20.71	\$ 28.71	\$ 0.22	\$ 0.88	3.07%
Sep-08	\$ 49.19	\$ 33.62	\$ 41.41	\$ 0.22	\$ 0.88	2.13%
Aug-08	\$ 54.88	\$ 46.79	\$ 50.84	\$ 0.22	\$ 0.88	1.73%
Jul-08	\$ 71.33	\$ 51.47	\$ 61.40	\$ 0.22	\$ 0.88	1.43%
Jun-08	\$ 74.22	\$ 66.96	\$ 70.59	\$ 0.22	\$ 0.88	1.25%
May-08	\$ 76.14	\$ 63.04	\$ 69.59	\$ 0.22	\$ 0.88	1.26%
Apr-08	\$ 69.54	\$ 58.94	\$ 64.24	\$ 0.22	\$ 0.88	1.37%
Mar-08	\$ 65.05	\$ 55.65	\$ 60.35	\$ 0.22	\$ 0.88	1.46%
Feb-08	\$ 63.77	\$ 55.08	\$ 59.43	\$ 0.22	\$ 0.88	1.48%
Jan-08	\$ 57.62	\$ 47.16	\$ 52.39	\$ 0.22	\$ 0.88	1.68%
Most Recent 6 Months Average						2.37%

Kinder Morgan Energy Partners, LP (KMP)

Dec-08	\$ 49.93	\$ 44.07	\$ 47.00	\$ 1.02	\$ 4.08	8.68%
Nov-08	\$ 36.00	\$ 43.60	\$ 49.80	\$ 1.02	\$ 4.08	8.19%
Oct-08	\$ 55.88	\$ 35.59	\$ 45.74	\$ 1.02	\$ 4.08	8.92%
Sep-08	\$ 57.99	\$ 48.67	\$ 53.33	\$ 0.99	\$ 3.96	7.43%
Aug-08	\$ 58.34	\$ 54.31	\$ 56.33	\$ 0.99	\$ 3.96	7.03%
Jul-08	\$ 59.48	\$ 54.25	\$ 56.87	\$ 0.99	\$ 3.96	6.96%
Jun-08	\$ 59.76	\$ 53.81	\$ 56.79	\$ 0.96	\$ 3.84	6.76%
May-08	\$ 60.89	\$ 57.71	\$ 59.30	\$ 0.96	\$ 3.84	6.48%
Apr-08	\$ 59.98	\$ 54.71	\$ 57.35	\$ 0.96	\$ 3.84	6.70%
Mar-08	\$ 59.60	\$ 50.80	\$ 55.20	\$ 0.92	\$ 3.68	6.67%
Feb-08	\$ 60.62	\$ 56.22	\$ 58.42	\$ 0.92	\$ 3.68	6.30%
Jan-08	\$ 57.99	\$ 52.76	\$ 55.38	\$ 0.92	\$ 3.68	6.65%
Most Recent 6 Months Average						7.87%

National Fuel Gas Company

Dec-08	\$ 32.00	\$ 26.83	\$ 29.42	\$ 0.33	\$ 1.30	4.42%
Nov-08	\$ 37.35	\$ 27.01	\$ 32.18	\$ 0.33	\$ 1.30	4.04%
Oct-08	\$ 41.99	\$ 27.07	\$ 34.53	\$ 0.33	\$ 1.30	3.76%
Sep-08	\$ 50.20	\$ 39.16	\$ 44.68	\$ 0.33	\$ 1.30	2.91%
Aug-08	\$ 50.72	\$ 45.68	\$ 48.20	\$ 0.33	\$ 1.30	2.70%
Jul-08	\$ 60.36	\$ 48.70	\$ 54.53	\$ 0.33	\$ 1.30	2.38%
Jun-08	\$ 60.56	\$ 56.89	\$ 58.73	\$ 0.33	\$ 1.30	2.21%
May-08	\$ 63.71	\$ 50.56	\$ 57.14	\$ 0.31	\$ 1.24	2.17%
Apr-08	\$ 53.35	\$ 47.00	\$ 50.18	\$ 0.31	\$ 1.24	2.47%
Mar-08	\$ 48.78	\$ 44.27	\$ 46.53	\$ 0.31	\$ 1.24	2.67%
Feb-08	\$ 48.70	\$ 41.56	\$ 45.13	\$ 0.31	\$ 1.24	2.75%
Jan-08	\$ 46.90	\$ 38.04	\$ 42.47	\$ 0.31	\$ 1.24	2.92%
Most Recent 6 Months Average						3.37%

ENOGEX LLC
Calculation of Proxy Group Dividend Yields w/

Month	High	Low	Average	Quarterly Dividend	Annual Dividend	Yield
ONEOK Partners, L.P. (OKS)						
Dec-08	\$ 48.40	\$ 42.69	\$ 45.55	\$ 1.08	\$ 4.32	9.49%
Nov-08	\$ 56.75	\$ 40.00	\$ 48.38	\$ 1.08	\$ 4.32	8.93%
Oct-08	\$ 55.18	\$ 35.61	\$ 45.40	\$ 1.08	\$ 4.32	9.52%
Sep-08	\$ 61.27	\$ 49.20	\$ 55.24	\$ 1.06	\$ 4.24	7.68%
Aug-08	\$ 60.46	\$ 52.00	\$ 56.23	\$ 1.06	\$ 4.24	7.54%
Jul-08	\$ 57.32	\$ 51.31	\$ 54.32	\$ 1.06	\$ 4.24	7.81%
Jun-08	\$ 63.34	\$ 55.59	\$ 59.47	\$ 1.04	\$ 4.16	7.00%
May-08	\$ 64.87	\$ 58.16	\$ 61.52	\$ 1.04	\$ 4.16	6.76%
Apr-08	\$ 59.70	\$ 57.58	\$ 58.64	\$ 1.04	\$ 4.16	7.09%
Mar-08	\$ 62.72	\$ 53.38	\$ 58.05	\$ 1.04	\$ 4.16	7.17%
Feb-08	\$ 64.30	\$ 61.00	\$ 62.65	\$ 1.04	\$ 4.16	6.64%
Jan-08	\$ 64.44	\$ 57.00	\$ 60.72	\$ 1.03	\$ 4.10	6.75%
Most Recent 6 Months Average						8.49%

Southern Union Company (SUC)

Dec-08	\$ 13.63	\$ 11.51	\$ 12.57	\$ 0.15	\$ 0.60	4.77%
Nov-08	\$ 17.85	\$ 10.60	\$ 14.23	\$ 0.15	\$ 0.60	4.22%
Oct-08	\$ 20.69	\$ 12.37	\$ 16.53	\$ 0.15	\$ 0.60	3.63%
Sep-08	\$ 26.12	\$ 19.70	\$ 22.91	\$ 0.15	\$ 0.60	2.62%
Aug-08	\$ 26.43	\$ 25.07	\$ 25.75	\$ 0.15	\$ 0.60	2.33%
Jul-08	\$ 27.24	\$ 24.75	\$ 26.00	\$ 0.15	\$ 0.60	2.31%
Jun-08	\$ 27.73	\$ 25.95	\$ 26.84	\$ 0.15	\$ 0.60	2.24%
May-08	\$ 27.17	\$ 25.30	\$ 26.24	\$ 0.15	\$ 0.60	2.29%
Apr-08	\$ 25.86	\$ 23.26	\$ 24.56	\$ 0.15	\$ 0.60	2.44%
Mar-08	\$ 26.47	\$ 21.56	\$ 24.02	\$ 0.15	\$ 0.60	2.50%
Feb-08	\$ 28.62	\$ 25.07	\$ 26.85	\$ 0.15	\$ 0.60	2.24%
Jan-08	\$ 29.77	\$ 25.50	\$ 27.64	\$ 0.15	\$ 0.60	2.17%
Most Recent 6 Months Average						3.31%

Spectra Energy Corp.

Dec-08	\$ 16.75	\$ 13.44	\$ 15.10	\$ 0.25	\$ 1.00	6.62%
Nov-08	\$ 19.49	\$ 13.36	\$ 16.43	\$ 0.25	\$ 1.00	6.09%
Oct-08	\$ 23.77	\$ 15.24	\$ 19.51	\$ 0.25	\$ 1.00	5.13%
Sep-08	\$ 27.91	\$ 22.00	\$ 24.96	\$ 0.25	\$ 1.00	4.01%
Aug-08	\$ 27.74	\$ 25.40	\$ 26.57	\$ 0.25	\$ 1.00	3.76%
Jul-08	\$ 29.13	\$ 25.72	\$ 27.43	\$ 0.23	\$ 0.92	3.35%
Jun-08	\$ 29.18	\$ 26.21	\$ 27.70	\$ 0.23	\$ 0.92	3.32%
May-08	\$ 28.19	\$ 24.56	\$ 26.38	\$ 0.23	\$ 0.92	3.49%
Apr-08	\$ 25.39	\$ 22.67	\$ 24.03	\$ 0.23	\$ 0.92	3.83%
Mar-08	\$ 24.91	\$ 22.50	\$ 23.71	\$ 0.23	\$ 0.92	3.88%
Feb-08	\$ 24.47	\$ 22.57	\$ 23.52	\$ 0.23	\$ 0.92	3.91%
Jan-08	\$ 26.26	\$ 21.41	\$ 23.84	\$ 0.22	\$ 0.88	3.69%
Most Recent 6 Months Average						4.83%

ENOGEX LLC
Calculation of Proxy Group Dividend Yields a/

Month	High	Low	Average	Quarterly Dividend	Annual Dividend	Yield
Dec-08	\$ 23.78	\$ 20.00	\$ 21.89	\$ 0.71	\$ 2.82	12.88%
Nov-08	\$ 27.76	\$ 18.11	\$ 22.94	\$ 0.71	\$ 2.82	12.30%
Oct-08	\$ 31.98	\$ 19.80	\$ 25.89	\$ 0.71	\$ 2.82	10.89%
Sep-08	\$ 34.20	\$ 27.79	\$ 31.00	\$ 0.71	\$ 2.82	9.10%
Aug-08	\$ 34.85	\$ 32.09	\$ 33.47	\$ 0.71	\$ 2.82	8.43%
Jul-08	\$ 35.96	\$ 33.30	\$ 34.63	\$ 0.71	\$ 2.82	8.14%
Jun-08	\$ 37.19	\$ 35.00	\$ 36.10	\$ 0.70	\$ 2.80	7.76%
May-08	\$ 37.29	\$ 34.32	\$ 35.81	\$ 0.70	\$ 2.80	7.82%
Apr-08	\$ 35.69	\$ 33.72	\$ 34.71	\$ 0.70	\$ 2.80	8.07%
Mar-08	\$ 34.98	\$ 31.33	\$ 33.16	\$ 0.67	\$ 2.66	8.02%
Feb-08	\$ 36.38	\$ 33.71	\$ 35.05	\$ 0.67	\$ 2.66	7.59%
Jan-08	\$ 37.65	\$ 34.25	\$ 35.95	\$ 0.67	\$ 2.66	7.40%
			Most Recent 6 Months Average			10.29%

Williams Companies, Inc.

Dec-08	\$ 15.76	\$ 11.69	\$ 13.73	\$ 0.11	\$ 0.44	3.21%
Nov-08	\$ 21.61	\$ 11.93	\$ 16.77	\$ 0.11	\$ 0.44	2.62%
Oct-08	\$ 23.26	\$ 12.38	\$ 17.82	\$ 0.11	\$ 0.44	2.47%
Sep-08	\$ 30.36	\$ 19.77	\$ 25.07	\$ 0.11	\$ 0.44	1.76%
Aug-08	\$ 32.48	\$ 26.94	\$ 29.71	\$ 0.11	\$ 0.44	1.48%
Jul-08	\$ 40.50	\$ 31.15	\$ 35.83	\$ 0.11	\$ 0.44	1.23%
Jun-08	\$ 40.75	\$ 37.56	\$ 39.16	\$ 0.11	\$ 0.44	1.12%
May-08	\$ 39.93	\$ 35.29	\$ 37.61	\$ 0.10	\$ 0.40	1.06%
Apr-08	\$ 38.41	\$ 32.77	\$ 35.59	\$ 0.10	\$ 0.40	1.12%
Mar-08	\$ 37.10	\$ 30.45	\$ 33.78	\$ 0.10	\$ 0.40	1.18%
Feb-08	\$ 37.00	\$ 31.65	\$ 34.33	\$ 0.10	\$ 0.40	1.17%
Jan-08	\$ 36.88	\$ 26.82	\$ 31.85	\$ 0.10	\$ 0.40	1.26%
			Most Recent 6 Months Average			2.13%

a/ Stock price data and dividend data are from Yahoo Finance

ENOGEX LLC
Market Capitalization and Analysts' Estimated Annual Growth

Line No.	Company	Market Cap \$ Billions a/	Analyst EPS Growth Est. b/
1	Boardwalk Pipeline Partners, L.P.	3.66	8.40%
2	Energy Transfer Partners, L.P.	5.40	6.60%
3	Enterprise Products Partners, L.P.	8.56	7.50%
4	EQT Corporation	3.91	11.67%
5	Kinder Morgan Energy Partners, L.P.	11.51	6.00%
6	National Fuel Gas Company	2.28	5.00%
7	ONEOK Partners, L.P.	3.50	5.00%
8	Southern Union Company	1.60	8.60%
9	Spectra Energy Corp.	7.51	6.50%
10	TC Pipelines, L.P.	0.88	5.00%
11	Williams Companies, Inc.	6.04	10.00%

a/ SOURCE: Yahoo Finance. EPS Growth Estimate provided to Yahoo Finance by Thomson Financial. Market Capitalization is as of 3/4/09 close of business, except Williams, which is updated as of 3/19/09.

b/ Analysts' Estimated Annual Growth Rate is for the Next 5 Years, as of 3/4/09

ENOGEX LLC
Estimated GDP Long-term Growth Rate

Line No.	Source	Year		Annual GDP Growth (%) a/	50% Annual GDP Growth (%) (4)
		Beginning	Ending		
1	EIA (1)	2010	2030	4.36%	
2	Global Insight (2)	2010	2030	4.59%	
3	Social Security Administration (3)	2010	2030	4.68%	
4	Average			4.54%	2.27%

a/ Annual GDP growth rates computed from Nominal Dollar GDP change 2010-2030. Data Sources:

(1) Energy Information Administration Annual Energy Outlook 2009 with Projections to 2030 (published January 2009), Table 20. Macroeconomic Indicators. Nominal GDP=(Real GDP)*(GDP Chain-Type Price Index).
http://www.eia.doe.gov/oi/af/aeo/aeotab_20.html

(2) Computed from Global Insight Long Term Macro Forecast Baseline (U.S. economy 30-year focus).

(3) Computed from Social Security Administration: The 2008 OASDI Trustees Report, Table VI.F6.—Selected Economic Variables, Calendar Years 2007-85 [GDP in billions]. http://www.ssa.gov/OACT/TR/TR08M1_OASDHI_dollars.html#116339

(4) 50% Annual GDP Growth Rate percentage is applicable to MLP entities, per Commission Policy Statement.

ENOGEX LLC
DCF Proxy Group Characteristics

Company	Corporate Structure	Market Cap \$ Billions	Publicly Traded?	Symbol	Covered by Value Line?	2007		2007		% Pipeline Assets	2007		% Pipeline Oper. a/
						Pipeline Assets a/	Total Assets a/	Pipeline Operating Income a/	Total Operating Income a/				
Boardwalk Pipeline Partners, L.P.	MLP	3.66	Yes	BWP	Yes	\$4,157,306	\$4,157,306	\$349,839	\$349,839	100.00%	\$349,839	\$349,839	100.00%
Energy Transfer Partners, L.P.	MLP	5.40	Yes	ETP	Yes	\$5,187,376	\$7,708,428	\$583,748	\$829,652	67.29%	\$583,748	\$829,652	70.36%
Enterprise Products Partners, L.P.	MLP	8.56	Yes	EPD	Yes	\$9,725,420	\$11,587,264	\$507,234	\$1,492,068	83.93%	\$507,234	\$1,492,068	34.00%
EQT Corporation	C-CORP	3.91	Yes	EQT	Yes	\$487,724	\$3,936,971	\$26,153	\$311,673	12.39%	\$26,153	\$311,673	8.39%
Kinder Morgan Energy Partners, L.P.	MLP	11.51	Yes	KMP	Yes	\$4,347,300	\$15,177,800	\$535,000	\$590,300	28.64%	\$535,000	\$590,300	90.63%
National Fuel Gas Company	C-CORP	2.28	Yes	NFG	Yes	\$810,957	\$3,888,412	\$56,386	\$201,675	20.86%	\$56,386	\$201,675	27.96%
ONEOK Partners, L.P.	MLP	3.50	Yes	OKS	Yes	\$2,378,944	\$6,112,065	\$112,212	\$446,783	38.92%	\$112,212	\$446,783	25.12%
Southern Union Company	C-CORP	1.60	Yes	SUG	Yes	\$4,550,822	\$7,397,913	\$391,029	\$526,965	61.51%	\$391,029	\$526,965	74.20%
Spectra Energy Corp	C-CORP	7.51	Yes	SE	Yes	\$8,763,000	\$22,970,000	\$894,000	\$2,003,000	38.15%	\$894,000	\$2,003,000	44.63%
TC Pipelines, L.P.	MLP	0.88	Yes	TCLP	Yes	\$1,492,600	\$1,492,600	\$89,000	\$89,000	100.00%	\$89,000	\$89,000	100.00%
Williams Companies, Inc.	C-CORP	6.04	Yes	WMB	Yes	\$8,624,000	\$24,876,000	\$622,000	\$2,026,000	34.67%	\$622,000	\$2,026,000	30.70%

a/ 000's Dollars. Pipeline Asset and Operating Income data is from 2007 Form 10-Ks, FERC Form 2, and Annual Reports.

b/ Includes intrastate and interstate pipeline operations

c/ Includes natural gas and natural gas liquids pipeline operations

d/ Reflects only U.S. storage and transmission operations.

ENOGEX LLC
 DCF Proxy Group Characteristics

Company	Interstate Pipeline Ops.	Intrastate Pipeline Ops.	Products Pipelines	E&P Operations	Gathering & Process Operations	LDC Gas Operations	Marketing/ Retail	LDC Affiliate	Other
Boardwalk Pipeline Partners, L.P.	X								
Energy Transfer Partners, L.P.	X	X			X		X		
Enterprise Products Partners, L.P.	X	X	X						X
EQT Corporation	X			X			X		X
Kinder Morgan Energy Partners, L.P.	X		X			X			X
National Fuel Gas Company	X			X		X	X		X
ONEOK Partners, L.P.	X		X	X					X
Southern Union Company	X				X				
Spectra Energy Corp	X				X	X			
TC Pipelines, L.P.	X				X	X			
Williams Companies, Inc.	X			X			X		

Data Sources: Form 10-K, FERC Form 2, Company Annual Reports

Pipelines Owned by Proxy Group Companies

Boardwalk Pipeline Partners, L.P. (1)	% Owned	Enterprise Products Partners, L.P. (4)	% Owned	ONEOK Partners, L.P. (5)	% Owned
Gulf Crossing Pipeline Company LLC	100%	<i>Onshore Natural Gas Pipelines</i>		ONEOK Gas Transportation, L.L.C.	100%
Gulf South Pipeline Company, LP	100%	Texas Intrastate System	100%	ONEOK Westex Transmission, L.P.	100%
Texas Gas Transmission, LLC	100%	San Juan Gathering System	100%	ONEOK Gas Gathering, L.L.C.	100%
Kinder Morgan Energy Partners, LP (2)	% Owned	Permian Basin System	100%	ONEOK Gas Storage, L.L.C.	100%
Kinder Morgan Interstate Gas Transmission	100%	Cypress Pipeline	100%	Mid Continent Market Center	100%
Kinder Morgan Texas Pipeline LLC	100%	Acadian Pipeline	100%	ONEOK Texas Gas Storage, L.P.	100%
Kinder Morgan Tejas Pipeline LLC	100%	Evangeline Pipeline	50%	Northern Border Pipeline Company	50%
Rancho Pipeline	100%	Alabama Intrastate System	100%	Midwestern Gas Transmission Company	100%
Traillblazer Pipeline Company	100%	Delmita Gathering System(2)	100%	Viking Gas Transmission Company	100%
Red Cedar Gathering Company	49%	Big Thicket Gathering System	100%	Guardian Pipeline, L.L.C.	100%
Rockies Express	51%	Indian Springs Gathering System	80%	OkTex Pipeline Company	100%
TransColorado Gas Transmission Company	100%	<i>Offshore Natural Gas Pipelines</i>		TC Pipelines, L.P. (6)	% Owned
Energy Transfer Partners, L.P. (3)	% Owned	Manta Ray Pipeline System	26%	Great Lakes Gas Transmission Ltd	46%
Transwestern Pipeline Company	100%	Nautilus Pipeline System	26%	Northern Border Pipeline Company	50%
14,600 miles of intrastate pipelines	100%	Nemo Pipeline	34%	Tuscarora Gas Transmission Co.	100%
National Fuel Gas Company (9)	% Owned	Viosca Knoll Gathering System	100%	Williams Companies, Inc. (11)	% Owned
National Fuel Gas Supply Corporation	100%	High Island Offshore System	100%	Transco Pipeline	100%
Empire Pipeline, Inc.	100%	East Breaks System	100%	Northwest Pipeline	100%
EQT Corporation (10)	% Owned	Falcon Gas Pipeline	100%	Gulfstream Pipeline	50%
Equitable Gas Company/Equitrans L.P.	100%	Anaconda Gathering System	100%	Cardinal Pipeline	* 100%
		Phoenix Gathering System	100%	Black Marlin Pipeline	* 100%
		Green Canyon Laterals	7%-100%	Discovery Pipeline	
		Constitution Gas Pipeline	100%		
		Independence Trail	100%		

* Partially-owned

<u>Spectra Energy (7)</u>	<u>% Owned</u>	<u>Southern Union Company (8)</u>	<u>% Owned</u>
Texas Eastern Transmission	100%	<u>Panhandle Energy</u>	
Algonquin Gas Transmission	100%	Panhandle Eastern Pipe Line Company	
East Tennessee Natural Gas	100%	Trunkline Gas Company	
Union Gas	100%	Sea Robin Pipeline Company	
BC Pipeline Division	100%	Trunkline LNG Company	
BC Field Services Division	100%	Southwest Gas Storage	
Natural Gas Liquids Division	100%	Florida Gas Transmission (via CCE Holdin	50%
Market Hub Partners	100%		
DCP Midstream	50%	Southern Union Gas Services	
Maritimes & Northeast Pipeline		Trunkline LNG Company	
Gulfstream Natural Gas System	24.5	Missouri Gas Energy	
Spectra Energy Income Fund		New England Gas Company	
Spectra Energy Partners			

Sources:

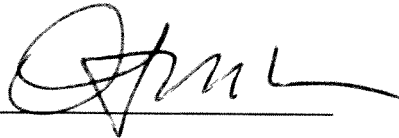
- (1) Boardwalk Pipeline Partners, L.P., <http://www.bwpmpl.com/boardwalk.nsf/about.htm>
- (2) Kinder Morgan Energy Partners, L.P., http://www.kindermorgan.com/about_us/about_us_kmp_gas_operations.cfm
- (3) Energy Transfer Partners, L.P., <http://www.energytransfer.com/aboutETP.asp>
- (4) Enterprise Products Partners, L.P., http://www.epplp.com/bs_op_ongp.html, http://www.epplp.com/bs_ongp.html
- (5) ONEOK Partners, L.P., http://www.oneok.com/oneok/Our_Business/pipelines_and_storage.jsp
- (6) TC Pipelines, L.P., <http://www.tcpipelines.com/profile/ownership.html>
- (7) Spectra Energy, <http://www.spectraenergy.com/aboutfacts/> (some entities owned through or partially through Spectra's MLP)
- (8) Southern Union Company, <http://www.southernunionco.com/sug.asp?frame=operations>
- (9) National Fuel Gas Company. See <http://www.natfuel.com/>
- (10) EQT Corporation. See <http://www.eqt.com/Equitrans/index.asp>
- (11) Williams Companies. See http://www.williams.com/who_we_are/

COUNTY OF HARRIS)

STATE OF TEXAS)

AFFIDAVIT OF DANIEL M. IVES

Daniel M. Ives, being first sworn, on oath deposes and says that he caused the entitled Return on Equity Study and Affidavit on behalf of Enogex LLC to be prepared, and that the statements contained therein are true and correct to the best of his knowledge and belief, and that he is authorized to make the same to the Federal Energy Regulatory Commission.

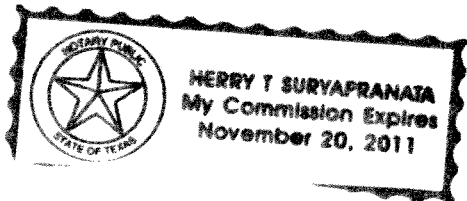


Daniel M. Ives

SUBSCRIBED AND SWORN TO
BEFORE ME THIS 25th DAY OF
MARCH, 2009


Notary Public

My Commission Expires:



Work Papers

ENOGEX LLC TRANSMISSION SYSTEM
WORK PAPER INDEX

<u>Work Paper No.</u>	<u>Description</u>
1-001	Revenue Credits
3-001	Capital Structure
3-002	Embedded Cost of Debt
3-003	DCF Analysis
5-001	Transmission Plant
5-002	Intangible Plant
5-003	General Plant
5-004	Total Construction-Work-in-Progress
5-005	East Zone Construction-Work-in-Progress
5-006	West Zone Construction-Work-in-Progress
5-007	Adjustments to Plant for Lease and Firm 311
5-008	MEP and Gulf Crossing CWIP and Plant
6-001	Transmission Depreciation Expense
6-002	Intangible Depreciation Expense
6-003	General Plant Deprecation Expense
7-001	Transmission Accumulated Depreciation
7-002	Intangible Accumulated Depreciation
7-003	General Plant Accumulated Depreciation
8-001	Transmission Operating Expenses
9-001	Other Rate Base Summary
9-002	Materials and Supplies
9-003	Prepaid Assets
9-004	Line Pack Gas
9-005	Pension Assets
9-006	Operational Gas
10-001	Total System Throughput
10-002	Discounted Throughput and Revenues
11-001	Ad Valorem Taxes
11-002	Payroll Taxes
11-003	Franchise Taxes
12-001	Accumulated Deferred Income Tax Summary
13-001	Allocation Factors

ENOGEX LLC TRANSMISSION SYSTEM
REVENUE CREDITS
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

	<u>East</u>	<u>West</u>	<u>Total</u>
MEP (East & West) Zone	\$ 7,604,299	\$ 7,634,451	\$ 15,238,750
MEP East Zone	\$ 229,950	\$ -	\$ 229,950
Gulf Crossing East Zone	\$ 2,445,500	\$ -	\$ 2,445,500
Quest (East & West) Zone ¹	\$ 1,128,549	\$ 1,128,549	\$ 2,257,097
Total Lease Revenues	\$ 11,408,297	\$ 8,763,000	\$ 20,171,297

Allocation of Lease Revenue Credits to 311 Firm and Intrastate/ 311 IT (East Zone)			
<u>Description</u>	<u>Allocation</u>	<u>East Zone</u>	<u>Allocation Method²</u>
311 Firm	19.07%	\$ 2,175,045	311 East Firm Allocation
Intrastate / 311 IT	80.93%	\$ 9,233,252	311 East Firm Allocation
	<u>100.00%</u>	<u>\$ 11,408,297</u>	

¹ Formerly the Transok-Kansok Lease.

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC
CAPITAL STRUCTURE
AT DECEMBER 31, 2008

	<u>Amount</u>	<u>%</u>
Total Long Term Debt	\$ 520,939,794	57.89%
Total Equity	\$ 378,949,208	42.11%
Total Debt and Equity	<u>\$ 899,889,002</u>	<u>100.00%</u>

Source: Capital Structure of Enogex LLC at December 31, 2008

ENOGEX LLC
EMBEDDED COST OF DEBT
AT DECEMBER 31, 2008

Series Due	Principal Amount of Issue	Yield to Maturity	Annual Cost
Senior Notes Due January 15, 2010	\$ 200,000,000	8.125%	\$ 16,250,000
Senior Notes Due January 15, 2010	\$ 200,000,000	8.125%	\$ 16,250,000
Line of Credit	\$ 120,000,000		\$ 1,600,071
Swap Monetization	\$ 939,794		
Swap Amortization			\$ 902,492
Total	<u>\$ 520,939,794</u>		<u>\$ 35,002,563</u>
Embedded Cost of Long-Term Debt			<u>6.72%</u>

Source: Embedded Cost of Debt of Enogex LLC at December 31, 2008

ENOGEX LLC SECTION 311
DCF ANALYSIS

Line No.	(A) Company	(B) Symbol	(C) Dividend Yield ¹	(D) 5 Year Analyst Growth Estimate/Annum ²	(E) Estimated GDP Growth Rate ³	(F) Weighted Avg. Growth ⁴	(G) Adjusted Dividend Yield	(H) Uncapped Yield Plus Growth
1	Boardwalk Pipeline Partners, L.P.	BWP	8.97%	8.40%	2.24%	6.35%	9.26%	15.60%
2	Energy Transfer Partners, L.P.	ETP	9.91%	6.60%	2.24%	5.15%	10.17%	15.31%
3	Enterprise Products Partners, L.P.	EPD	8.75%	7.50%	2.24%	5.75%	9.00%	14.75%
4	EQT Corporation	EQT	2.37%	11.67%	4.47%	9.27%	2.48%	11.75%
5	Kinder Morgan Energy Partners, L.P.	KMP	7.87%	6.00%	2.24%	4.75%	8.06%	12.80%
6	National Fuel Gas Company	NFG	3.37%	5.00%	4.47%	4.82%	3.45%	8.28%
7	ONEOK Partners, L.P.	OKS	8.49%	5.00%	2.24%	4.08%	8.67%	12.74%
8	Southern Union Company	SUG	3.31%	8.60%	4.47%	7.22%	3.43%	10.66%
9	Spectra Energy Corp	SE	4.83%	6.50%	4.47%	5.82%	4.97%	10.79%
10	TC Pipelines, L.P.	TCLP	10.29%	5.00%	2.24%	4.08%	10.50%	14.58%
11	Williams Companies, Inc.	WMB	2.13%	15.00%	4.47%	11.49%	2.25%	13.74%
12								
13							Mean	12.82%
14							Median	12.80%
15							High	15.60%
16							Low	8.28%
17								
18							Risk Adjusted ROE	<u>13.00%</u>

¹Dividend yield based on 6 months ending 12/31/08. Data obtained from Yahoo Finance.

²Five Year Analyst Growth Estimate is from Yahoo Finance, based on projected annualized earnings growth over next 5 years. Data is supplied to Yahoo Finance by Thomson Financial. Updated 03/05/09

³Estimated GDP Growth Rate calculated on GDP Growth Rate schedule.

⁴Weighted Average Growth Rate is based on 2/3 (5 Year Analyst Growth Estimate/Annum) and 1/3 (Estimated GDP Growth Rate)

ENOGEX LLC TRANSMISSION SYSTEM
TRANSMISSION PLANT (EAST AND WEST ZONES)
DECEMBER 31, 2008

FERC Account	Description	East Zone	West Zone	Total	Allocation Method
365.0	Transmission Land and Land Rights	\$ 940,112	\$ 31,415	\$ 971,527	Direct Assignment
365.2	Transmission ROW	\$ 11,966,302	\$ 7,683,816	\$ 19,650,119	Direct Assignment
366.0	Transmission Structures	\$ 3,075,991	\$ 1,078,203	\$ 4,154,195	Direct Assignment
367.0	Transmission Pipelines	\$ 276,756,622	\$ 122,448,363	\$ 399,204,985	Direct Assignment
368.0	Transmission Compressor Equipment	\$ 16,200,782	\$ 13,670,481	\$ 29,871,263	Direct Assignment
368.1	Transmission Compressors	\$ 44,574,310	\$ 10,847,190	\$ 55,421,500	Direct Assignment
369.0	Transmission Meas. & Reg. Equipment	\$ 18,041,901	\$ 15,251,575	\$ 33,293,476	Direct Assignment
370.0	Transmission Communication Equipment	\$ 204,716	\$ 634,777	\$ 839,492	Direct Assignment
371.0	Transmission Other Equipment	\$ 695,523	\$ 243,271	\$ 938,794	Direct Assignment
	Total Transmission Plant	\$ 372,456,259	\$ 171,889,091	\$ 544,345,350	

Source: Transmission Plant of Enogex LLC at December 31, 2008

ENOGEX LLC TRANSMISSION SYSTEM
INTANGIBLE PLANT (EAST AND WEST ZONES)
DECEMBER 31, 2008

<u>FERC Account</u>	<u>Description</u>	<u>East Zone</u>	<u>West Zone</u>	<u>Total¹</u>	<u>Allocation Method²</u>
303.0	Miscellaneous Intangible Plant	\$ 10,435,291	\$ 8,503,169	\$ 18,938,460	Three Factor Allocation

¹Intangible Plant of Enogex LLC at December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
GENERAL PLANT (EAST AND WEST ZONES)
DECEMBER 31, 2008

Allocation of Enogex LLC General Plant to Transmission

Allocation of Enogex LLC Transmission and Storage to Transmission Only			
Description	Allocation	Allocation Method ²	
Total Enogex LLC General Plant ¹	\$ 15,066,507		
Transmission Plant Allocation	90.52%	Transmission/Storage Plant Allocation	
	\$ 13,638,006		

Allocation of Enogex LLC Transmission General Plant to East and West Zones

FERC Account	Description	East Zone	West Zone	Total	Allocation Method ²
389	Land and Land Rights	\$ 58,594	\$ 47,745	\$ 106,339	Three Factor Allocation
390	Structures and Improvements	\$ 1,466,980	\$ 1,195,365	\$ 2,662,345	Three Factor Allocation
391	Office Furniture and Equipment	\$ 2,685,622	\$ 2,188,372	\$ 4,873,994	Three Factor Allocation
392	Transportation Equipment	\$ 1,358,288	\$ 1,106,797	\$ 2,465,086	Three Factor Allocation
393	Stores Equipment	\$ 218	\$ 178	\$ 396	Three Factor Allocation
394	Tools, Shop and Garage Equipment	\$ 1,193,072	\$ 972,171	\$ 2,165,243	Three Factor Allocation
395	Laboratory Equipment	\$ 228,805	\$ 186,442	\$ 415,247	Three Factor Allocation
396	Power Operated Equipment	\$ 90,438	\$ 73,693	\$ 164,131	Three Factor Allocation
397	Communication Equipment	\$ 279,319	\$ 227,602	\$ 506,921	Three Factor Allocation
398	Miscellaneous Equipment	\$ 153,348	\$ 124,955	\$ 278,304	Three Factor Allocation
		\$ 7,514,685	\$ 6,123,321	\$ 13,638,006	

¹ General Plant of Enogex LLC at December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
TOTAL CONSTRUCTION-WORK-IN-PROGRESS
DECEMBER 31, 2008 AS ADJUSTED

	<u>Total</u>
East Zone ¹	\$ 47,220,382
West Zone ²	<u>\$ 43,311,779</u>
	\$ 90,532,160

¹ See attached work paper entitled "East Zone Construction-Work-in-Progress" (Schedule 5 Work Papers 5-005)

² See attached work paper entitled "West Zone Construction-Work-in-Progress" (Schedule 5 Work Papers 5-006)

ENOGEX LLC TRANSMISSION SYSTEM
EAST ZONE CONSTRUCTION-WORK-IN-PROGRESS
DECEMBER 31, 2008 AS ADJUSTED

<u>Work Order No.</u>	<u>Amount</u>
9041961	\$ 30,920
9042284	\$ 36,778
9042309	\$ 25,311
9042381	\$ 6,689,919
9042464	\$ 831,536
9042767	\$ 1,406,892
9042981	\$ 2,979
9043061	\$ 278,361
9043062	\$ 970,213
9043181	\$ 33,380,088
9043193	\$ 11,950
9043258	\$ 231,458
9043345	\$ 5,334
9043436	\$ 4,459
9043561	\$ 93,519
9043562	\$ 19,319
9043583	\$ 478,738
Manual CWIP	\$ 2,667,846
Manual CWIP	\$ 44,000
Manual CWIP	\$ 78,000
CIAC	\$ (67,240)
Total	\$ 47,220,382

ENOGEX LLC TRANSMISSION SYSTEM
WEST ZONE CONSTRUCTION-WORK-IN-PROGRESS
DECEMBER 31, 2008 AS ADJUSTED

<u>Work Order No.</u>	<u>Amount</u>
9042241	\$ 9,481
9042465	\$ 39,411,594
9042968	\$ 946,251
9043003	\$ 451,134
9043172	\$ 153,979
9043221	\$ 50,748
9043265	\$ 470,678
9043323	\$ 7,002
9043344	\$ 516,497
9043405	\$ 1,972
9043568	\$ 147,385
9043581	\$ 322
9043585	\$ 23,854
Manual CWIP	\$ 834,880
Manual CWIP	\$ 286,000
Total	\$ 43,311,779

ENOEX LLC TRANSMISSION SYSTEM
ADJUSTMENTS TO PLANT FOR LEASE AND FIRM 311

Estimated Lease Plant (MEP/Gulf Crossing)

DESCRIPTION	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	TOTAL
2009 BUDGET	\$6,429,439	\$3,563,051	\$6,325,565	\$2,622,961	\$401,865	\$401,865	\$500,000	\$500,000	\$500,000	\$700,000	\$950,000	\$4,377,600	\$19,744,746

Estimated East Firm 311 Plant

DESCRIPTION	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	TOTAL
2009 BUDGET	\$0	\$2,176,400	\$500,000	\$500,000	\$500,000	\$500,000	\$500,000	\$500,000	\$500,000	\$700,000	\$950,000	\$4,377,600	\$11,704,000

Allocation of MEP/Gulf Crossing Plant to East and West Zones

Description	Allocation	Total	Allocation Method
East Zone	49.90%	\$ 9,852,839	MEP/Gulf Crossing Plant Allocation
West Zone	50.10%	\$ 9,891,907	MEP/Gulf Crossing Plant Allocation
	100.00%	\$ 19,744,746	

Allocation of MEP/Gulf Crossing East Zone Plant to Firm 311 and Interruptible

Description	Allocation	Total	Allocation Method
311 Firm	19.07%	\$ 1,878,490	311 East Firm Allocation
311 IT	80.93%	\$ 7,974,349	311 East Firm Allocation
	100.00%	\$ 9,852,839	

Additional Plant for Leases and Firm 311 Service

Description	East Zone	West Zone
311 Firm	\$ 13,562,490	\$ -
311 IT	\$ 7,974,349	\$ 9,891,907
	\$ 21,536,839	\$ 9,891,907

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
MEP AND GULF CROSSING CONSTRUCTION-WORK-IN-PROGRESS AND PLANT
DECEMBER 31, 2008

<u>Work Order No.</u>	<u>Reference</u>	<u>East Zone</u>	<u>West Zone</u>
9043181	Schedule 5 Work Papers 5-005	\$ 33,380,088	
9042381	Schedule 5 Work Papers 5-005	\$ 6,689,919	
9042464	Schedule 5 Work Papers 5-005	\$ 831,536	
9042598	Station Site Acquisition (March 2008)	\$ 60,825	
9042290	Right of Way Acquisition (May 2008)		\$ 1,713,199
9042465	Schedule 5 Work Papers 5-006		\$ 39,411,594
		<u>\$ 40,962,368</u>	<u>\$ 41,124,793</u>

Source: MEP and Gulf Crossing CWIP and Plant of Enogex LLC at December 31, 2008

ENOGEX LLC TRANSMISSION SYSTEM
TRANSMISSION DEPRECIATION EXPENSE (EAST AND WEST ZONES)
TWELVE MONTHS ENDED DECEMBER 31, 2008

FERC Account	Description	East Zone	West Zone	Total ¹	Allocation Method ²
365	Transmission Land, ROW & Damages	\$ 217,984	\$ 100,600	\$ 318,585	Transmission Plant Allocation
366	Transmission Structures	\$ 85,570	\$ 39,490	\$ 125,060	Transmission Plant Allocation
367	Transmission Pipelines	\$ 4,279,913	\$ 1,975,186	\$ 6,255,098	Transmission Plant Allocation
368	Transmission Compressor Equipment	\$ 1,833,354	\$ 846,096	\$ 2,679,450	Transmission Plant Allocation
369	Transmission Meas. & Reg. Equipment	\$ 571,132	\$ 263,578	\$ 834,710	Transmission Plant Allocation
370	Transmission Communication Equipment	\$ 23,788	\$ 10,978	\$ 34,766	Transmission Plant Allocation
371	Transmission Other Equipment	\$ 16,562	\$ 7,644	\$ 24,206	Transmission Plant Allocation
	Total Transmission Plant	\$ 7,028,303	\$ 3,243,572	\$ 10,271,875	

¹ Transmission Depreciation Expense of Enogex LLC for the Twelve Months Ended December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
INTANGIBLE DEPRECIATION EXPENSE (EAST AND WEST ZONES)
TWELVE MONTHS ENDED DECEMBER 31, 2008

<u>FERC Account</u>	<u>Description</u>	<u>East Zone</u>	<u>West Zone</u>	<u>Total¹</u>	<u>Allocation Method²</u>
303	Miscellaneous Intangible Plant	\$ 1,399,180	\$ 1,140,118	\$ 2,539,299	Three Factor Allocation

¹ Intangible Depreciation Expense of Enogex LLC for the Twelve Months Ended December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
GENERAL PLANT DEPRECIATION EXPENSE (EAST AND WEST ZONES)
TWELVE MONTHS ENDED DECEMBER 31, 2008

Allocation of Enogex LLC General Plant Depreciation Expense to Transmission

Allocation of Enogex LLC Transmission and Storage to Transmission Only			
Description	Allocation	Allocation Method ²	
Total Enogex LLC General Plant Depr. Exp.	\$ 1,067,390		
Transmission Plant Allocation	90.52%	Transmission/Storage Plant Allocation	
	\$ 966,188		

Allocation of Enogex LLC Transmission General Plant Depreciation Expense to East and West Zones

FERC Account	Description	East Zone	West Zone	Total	Allocation Method ²
390	Structures and Improvements	\$ 111,013	\$ 90,459	\$ 201,472	Three Factor Allocation
391	Office Furniture and Equipment	\$ 42,075	\$ 34,285	\$ 76,360	Three Factor Allocation
392	Transportation Equipment	\$ 174,695	\$ 142,350	\$ 317,045	Three Factor Allocation
393	Stores Equipment	\$ 14	\$ 11	\$ 25	Three Factor Allocation
394	Tools, Shop and Garage Equipment	\$ 155,291	\$ 126,538	\$ 281,829	Three Factor Allocation
395	Laboratory Equipment	\$ 20,434	\$ 16,651	\$ 37,085	Three Factor Allocation
396	Power Operated Equipment	\$ 5,898	\$ 4,806	\$ 10,704	Three Factor Allocation
397	Communication Equipment	\$ 6,186	\$ 5,040	\$ 11,226	Three Factor Allocation
398	Miscellaneous Equipment	\$ 16,773	\$ 13,668	\$ 30,441	Three Factor Allocation
		\$ 532,379	\$ 433,808	\$ 966,187	

¹ General Plant Depreciation Expense of Enogex LLC for the Twelve Months Ended December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
TRANSMISSION ACCUMULATED DEPRECIATION (EAST AND WEST ZONES)
DECEMBER 31, 2008

FERC Account	Description	East Zone	West Zone	Total ¹	Allocation Method ²
365	Transmission Land, ROW & Damages	\$ 3,775,263	\$ 1,742,289	\$ 5,517,552	Transmission Plant Allocation
366	Transmission Structures	\$ 1,176,255	\$ 542,843	\$ 1,719,099	Transmission Plant Allocation
367	Transmission Pipelines	\$ 67,807,974	\$ 31,293,476	\$ 99,101,451	Transmission Plant Allocation
368	Transmission Compressor Equipment	\$ 19,780,249	\$ 9,128,613	\$ 28,908,862	Transmission Plant Allocation
369	Transmission Meas. & Reg. Equipment	\$ 5,621,524	\$ 2,594,341	\$ 8,215,866	Transmission Plant Allocation
370	Transmission Communication Equipment	\$ 236,639	\$ 109,209	\$ 345,848	Transmission Plant Allocation
371	Transmission Other Equipment	\$ 121,080	\$ 55,879	\$ 176,959	Transmission Plant Allocation
	Total Transmission Plant	\$ 98,518,985	\$ 45,466,651	\$ 143,985,635	

¹ Transmission Accumulated Depreciation of Enogex LLC at December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
INTANGIBLE ACCUMULATED DEPRECIATION (EAST AND WEST ZONES)
DECEMBER 31, 2008

<u>FERC Account</u>	<u>Description</u>	<u>East Zone</u>	<u>West Zone</u>	<u>Total¹</u>	<u>Allocation Method²</u>
303.0	Miscellaneous Intangible Plant	\$ 7,871,002	\$ 6,413,665	\$ 14,284,668	Three Factor Allocation

¹ Intangible Accumulated Depreciation of Enogex LLC at December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
GENERAL PLANT ACCUMULATED DEPRECIATION (EAST AND WEST ZONES)
DECEMBER 31, 2008

Allocation of Enogex LLC General Plant Accumulated Depreciation to Transmission

Allocation of Enogex LLC Transmission and Storage to Transmission Only			
Description	Allocation	Allocation Method ²	
Total Enogex LLC General Plant Accum Depr.	\$ 8,977,642		
Transmission Plant Allocation	90.52%	Transmission/Storage Plant Allocation	
	<u>\$ 8,126,445</u>		

Allocation of Enogex LLC Transmission General Plant Accumulated Depreciation to East and West Zones

FERC Account	Description	East Zone	West Zone	Total	Allocation Method ²
390	Structures and Improvements	\$ 854,433	\$ 696,232	\$ 1,550,665	Three Factor Allocation
391	Office Furniture and Equipment	\$ 2,234,535	\$ 1,820,805	\$ 4,055,341	Three Factor Allocation
392	Transportation Equipment	\$ 519,283	\$ 423,137	\$ 942,420	Three Factor Allocation
393	Stores Equipment	\$ 155	\$ 126	\$ 281	Three Factor Allocation
394	Tools, Shop and Garage Equipment	\$ 387,671	\$ 315,892	\$ 703,563	Three Factor Allocation
395	Laboratory Equipment	\$ 145,755	\$ 118,768	\$ 264,522	Three Factor Allocation
396	Power Operated Equipment	\$ 38,396	\$ 31,287	\$ 69,683	Three Factor Allocation
397	Communication Equipment	\$ 229,451	\$ 186,968	\$ 416,419	Three Factor Allocation
398	Miscellaneous Equipment	\$ 68,078	\$ 55,474	\$ 123,552	Three Factor Allocation
		<u>\$ 4,477,757</u>	<u>\$ 3,648,688</u>	<u>\$ 8,126,445</u>	

¹ General Plant Accumulated Depreciation of Enogex LLC at December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
TRANSMISSION OPERATING EXPENSE
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Description	East Zone	West Zone	Total ¹	Allocation Method ²
Salaries and Wages	\$ 15,747,039.7	\$ 19,418,301	\$ 35,165,341	Labor Allocation
Employee Benefits	\$ 5,344,088.5	\$ 6,590,008	\$ 11,934,097	Labor Allocation
Employee Expense	\$ 1,021,900.8	\$ 1,260,147	\$ 2,282,047	Labor Allocation
Temporary Labor Expense	\$ 380,433.0	\$ 469,127	\$ 849,560	Labor Allocation
Contract Technical & Cons	\$ 3,193,605.3	\$ 2,602,301	\$ 5,795,906	Three Factor Allocation
Contract Professional Services	\$ 3,908,127.5	\$ 3,184,527	\$ 7,092,655	Three Factor Allocation
Materials & Supplies	\$ 1,930,772.7	\$ 1,573,285	\$ 3,504,058	Three Factor Allocation
Injuries & Damages	\$ 625,971.4	\$ 510,071	\$ 1,136,042	Three Factor Allocation
Office Expense	\$ 149,814.0	\$ 184,742	\$ 334,556	Labor Allocation
Software Expense	\$ 615,256.0	\$ 501,340	\$ 1,116,596	Three Factor Allocation
Communication Expense	\$ 245,689.3	\$ 200,199	\$ 445,889	Three Factor Allocation
Fleet Transportation	\$ 596,754.7	\$ 735,882	\$ 1,332,637	Labor Allocation
Vegetation Management	\$ 140,859.8	\$ 65,007.0	\$ 205,867	Transmission Plant
Land and Building Expense	\$ 431,201.3	\$ 199,000.0	\$ 630,201	Transmission Plant
Fees, Permits and Land Right	\$ 234,758.0	\$ 154,806.9	\$ 389,565	Two Factor Allocation
Environmental Expense	\$ 98,193.2	\$ 64,751.7	\$ 162,945	Two Factor Allocation
Media Services	\$ 1,210.8	\$ 987	\$ 2,197	Three Factor Allocation
Uncollectibles	\$ 57,050.4	\$ 52,451	\$ 109,501	Throughput Allocation
Utilities	\$ 216,569.5	\$ 176,471	\$ 393,041	Three Factor Allocation
Other Marketing, Sales	\$ 302,185.5	\$ 246,235	\$ 548,421	Three Factor Allocation
Other Operation Expense	\$ 1,153,609.7	\$ 532,393	\$ 1,686,002	Transmission Plant
General Expense	\$ 290,923.2	\$ 237,058	\$ 527,981	Three Factor Allocation
Purchasing and Warehousing	\$ 38,102.2	\$ 31,047	\$ 69,150	Three Factor Allocation
Assessments to Affiliated Cos	\$(25,929,909.3)	\$ (21,128,917)	\$ (47,058,827)	Three Factor Allocation
Allocations from OGE	\$ 7,694,783.3	\$ 6,270,074	\$ 13,964,857	Three Factor Allocation
Total Operating Expenses	\$ 18,488,990	\$ 24,131,293	\$ 42,620,283	

¹ Transmission O&M of Enogex LLC for the Twelve Months Ended December 31, 2008

² See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
OTHER RATE BASE SUMMARY
EAST AND WEST ZONES
FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 31, 2008

Line No.	Description	East Zone	West Zone	13 Month Average	Dec-07	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08
1	Materials and Supplies ¹	\$ 1,323,974	\$ 873,071	\$ 2,197,046	\$ 1,917,981	\$ 1,904,843	\$ 2,022,173	\$ 2,183,892	\$ 2,145,933	\$ 2,172,540	\$ 2,229,888	\$ 2,236,713	\$ 2,287,145	\$ 2,338,262	\$ 2,308,900	\$ 2,328,662	\$ 2,486,560
2																	
3	Prepaid Assets ²	\$ 786,692	\$ 641,034	\$ 1,427,726	\$ 1,576,901	\$ 1,978,466	\$ 1,829,036	\$ 1,732,349	\$ 1,480,931	\$ 1,588,732	\$ 1,325,514	\$ 1,275,006	\$ 1,134,326	\$ 1,114,250	\$ 973,503	\$ 749,641	\$ 1,801,796
4																	
5	Line Pack Gas ³	\$ 1,307,676	\$ 862,324	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000
6																	
7	Pension Asset ⁴	\$ 2,155,083	\$ 2,657,518	\$ 4,812,601	\$ 6,086,274	\$ 5,951,433	\$ 5,816,593	\$ 5,606,895	\$ 5,447,102	\$ 5,287,309	\$ 5,127,516	\$ 4,967,723	\$ 4,807,930	\$ 4,648,137	\$ 4,488,344	\$ 4,328,551	\$ -
8																	
9	Operational Gas ⁵	\$ 8,487,381	\$ 7,803,061	\$ 16,290,443	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085
10																	
11	Total	\$ 14,060,807	\$ 12,837,008	\$ 26,897,815	\$ 28,253,242	\$ 28,506,928	\$ 28,339,887	\$ 28,195,221	\$ 27,746,052	\$ 27,720,666	\$ 27,355,004	\$ 27,151,527	\$ 26,901,487	\$ 26,084,895	\$ 25,754,994	\$ 25,389,100	\$ 22,272,593

¹ Materials and supplies includes valves, flanges and pipe purchased for construction, operation and maintenance purposes. This account also includes materials recovered in connection with construction, maintenance or the retirement of property. See attached work paper entitled "Materials and Supplies" (Schedule 9 Work Papers 9-002).

² Prepaid assets consist of prepayments for insurance (liability and property) and revolving facilities fees. See attached work paper entitled "Prepaid Assets" (Schedule 9 Work Papers 9-003).

³ Line pack gas is the minimum amount of natural gas needed to provide enough pressure to move the gas through a pipeline. See attached work paper entitled "Line Pack Gas" (Schedule 9 Work Papers 9-004).

⁴ Pension Asset consists of prepayments for company pension costs adjusted to reflect projected experience under FAS 158 during the test period. See attached work paper entitled "Pension Asset" (Schedule 9 Work Papers 9-005).

⁵ Operational gas is storage gas utilized to fulfill its transmission load balancing requirements and system swings. See attached work paper entitled "Operational Gas" (Schedule 9 Work Papers 9-006).

ENOGEX LLC TRANSMISSION SYSTEM
 MATERIALS AND SUPPLIES
 FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 31, 2008

Line No.	Description	Dec-07	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08	Thirteen Month Average
1	Enogex LLC Transmission and Storage	\$ 2,118,978	\$ 2,104,475	\$ 2,233,984	\$ 2,412,841	\$ 2,370,707	\$ 2,400,101	\$ 2,463,486	\$ 2,470,896	\$ 2,526,710	\$ 2,583,181	\$ 2,550,744	\$ 2,570,366	\$ 2,747,013	\$ 2,427,173
2	Enogex LLC Transmission Only (Line 1 - 9052)	\$ 1,917,981	\$ 1,904,943	\$ 2,022,173	\$ 2,183,892	\$ 2,145,833	\$ 2,172,540	\$ 2,229,888	\$ 2,236,713	\$ 2,287,145	\$ 2,338,262	\$ 2,308,900	\$ 2,326,652	\$ 2,486,560	\$ 2,197,046

Allocation of Enogex LLC Transmission and Storage to Transmission Only	
Description:	Allocation Method:
Transmission Plant	96.26%
Storage Plant	39.74%
	100.00%
Allocation of Enogex LLC Transmission Materials and Supplies to East and West Zone	
Description:	Total
East Zone	60.26%
West Zone	39.74%
	100.00%
	\$2,197,046

Source: Materials and Supplies of Enogex LLC for the Thirteen Month Period Ended December 31, 2008
 See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
PREPAID ASSETS
FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 31, 2008

Line No.	Description	Dec-07	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08	Thirteen Month Average
1	Enogex LLC Transmission and Storage	\$ 1,742,073	\$ 2,185,699	\$ 2,020,617	\$ 1,913,802	\$ 1,636,050	\$ 1,755,142	\$ 1,464,354	\$ 1,408,555	\$ 1,253,140	\$ 1,230,961	\$ 1,075,472	\$ 828,161	\$ 1,990,513	\$ 1,577,272
2	Enogex LLC Transmission Only (Line 8 - 9052)	\$ 1,576,901	\$ 1,978,466	\$ 1,829,036	\$ 1,732,346	\$ 1,480,931	\$ 1,588,732	\$ 1,325,514	\$ 1,275,006	\$ 1,134,326	\$ 1,114,250	\$ 873,503	\$ 749,641	\$ 1,801,786	\$ 1,427,726

Allocation of Enogex LLC Transmission and Storage to Transmission Only	
Description	Allocation Method ¹
Transmission Plant	Transmission/Storage Plant Allocation
Storage Plant	Transmission/Storage Plant Allocation
	Allocation:
	90.52%
	9.48%
	100.00%

Allocation of Enogex LLC Prepaid Assets to East and West Zones	
Description	Allocation Method ¹
East Zone	Three Factor Allocation
West Zone	Three Factor Allocation
	Allocation:
	55.10%
	44.90%
	100.00%
	Total
	786,692
	641,034
	1,427,726

Source: Prepaid Assets of Enogex LLC for the Thirteen Month Period Ended December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
LINE PACK GAS
FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 31, 2008

Line No.	Description	Dec-07	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08	Thirteen Month Average
1	Enogex LLC Transmission	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000	\$ 2,170,000

Allocation of Enogex LLC Line Pack Gas to East and West Zones		
Description	Allocation	Total
East Zone	60.26%	\$ 1,307,676
West Zone	39.74%	\$ 862,324
	100.00%	\$ 2,170,000

Source: Line Pack Gas of Enogex LLC for the Thirteen Month Period Ended December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
PENSION ASSET
FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 31, 2008

Line No.	Description	Dec-07	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08	Thirteen Month Average
1	Enogex LLC Transmission and Storage	\$ 6,131,077	\$ 5,995,243	\$ 5,859,410	\$ 5,648,169	\$ 5,487,200	\$ 5,326,230	\$ 5,165,261	\$ 5,004,292	\$ 4,843,323	\$ 4,682,353	\$ 4,521,384	\$ 4,360,415	\$ -	\$ 4,848,027
2															
3	Enogex LLC Transmission Only (Line 1 - .9927)	\$ 6,086,274	\$ 5,951,433	\$ 5,816,593	\$ 5,606,895	\$ 5,447,102	\$ 5,287,309	\$ 5,127,516	\$ 4,967,723	\$ 4,807,930	\$ 4,648,137	\$ 4,488,344	\$ 4,328,551	\$ -	\$ 4,812,601

Pension Asset consists of prepayments for company pension costs adjusted to reflect projected experience under FAS 159 during the test period.

Allocation of Enogex LLC Transmission and Storage to Transmission Only	
Description	Allocation Method ¹
Transmission Labor	98.27% Transmission/Storage Labor Allocation
Storage Labor	0.73% Transmission/Storage Labor Allocation
	100.00%

Allocation of Enogex LLC Pension Assets to East and West Zones	
Description	Allocation Method ¹
East Zone	44.78% Labor Allocation
West Zone	55.22% Labor Allocation
	100.00%

Source: Pension Assets of Enogex LLC for the Thirteen Month Period Ended December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
OPERATIONAL GAS
FOR THE THIRTEEN MONTH PERIOD ENDED DECEMBER 31, 2008

Line No.	Description	Dec-07	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08	Thirteen Month Average
1	Enogex LLC Transmission	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 16,502,085	\$ 15,814,246	\$ 15,814,246	\$ 15,814,246	\$ 15,814,246	\$ 16,290,443

Allocation of Enogex LLC Operational Gas to East and West Zones		
Description	Allocation	Total
East Zone	52.10%	\$ 8,487,381
West Zone	47.90%	\$ 7,803,061
	100.00%	\$ 16,290,443

Source: Operational Gas of Enogex LLC for the Thirteen Month Period Ended December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
TOTAL SYSTEM THROUGHPUT
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

Description	East Zone		West Zone		Total ¹
	311 Firm ²	311 IT and Intrastate	Total East Zone	311 IT and Intrastate	
Total 311 Volumes	74,825,000	122,616,314	197,441,314	132,330,031	329,771,345
Total Intrastate Volumes	-	195,022,123	195,022,123	228,489,877	423,512,000
Total System Throughput	<u>74,825,000</u>	<u>317,638,437</u>	<u>392,463,437</u>	<u>360,819,908</u>	<u>753,283,345</u>

¹ Includes Discounted and Non-Discounted Volumes of Enogex LLC for the Twelve Months Ended December 31, 2008.

² No actual volumes available; volume calculated by contracted 2009 MDQ max * 365.

ENOGEX LLC TRANSMISSION SYSTEM
DISCOUNTED THROUGHPUT AND REVENUES (AFFILIATE AND NON-AFFILIATE)
TWELVE MONTHS ENDED DECEMBER 31, 2008 AS ADJUSTED

<u>Delivery Location</u>	<u>Actual Discounts</u>		<u>Adjustments¹</u>		<u>Adjusted Discounts</u>	
	<u>Delivered Quantity</u>	<u>Amount</u>	<u>Delivered Quantity</u>	<u>Amount</u>	<u>Delivered Quantity</u>	<u>Amount</u>
	Affiliate		Affiliate		Affiliate	
East Zone	538,203	\$ 18,258	(538,203)	\$ (18,258)	-	\$ -
West Zone	19,262	\$ 429	(19,262)	\$ (429)	-	\$ -
	557,465	\$ 18,687	(557,465)	\$ (18,687)	-	\$ -
	Non-Affiliate		Non-Affiliate		Non-Affiliate	
East Zone	25,707,417	\$ 1,678,690	-	\$ -	25,707,417	\$ 1,678,690
West Zone	2,372,604	\$ 109,243	-	\$ -	2,372,604	\$ 109,243
	28,080,021	\$ 1,787,933	-	\$ -	28,080,021	\$ 1,787,933

Total Discounted Throughput and Revenues		
	<u>Delivered Qty</u>	<u>Revenue</u>
East Zone	25,707,417	\$ 1,678,690
West Zone	2,372,604	\$ 109,243
	28,080,021	\$ 1,787,933

¹ For ratemaking purposes, Enogex LLC excluded discounts to its affiliate from any discounting adjustment.

ENOGEX LLC TRANSMISSION SYSTEM
AD VALOREM TAXES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sep-08	Oct-08	Nov-08	Dec-08	Total
1	Enogex LLC Transmission and Storage	\$ 742,705	\$ 742,592	\$ 742,508	\$ 742,508	\$ 742,925	\$ 740,030	\$ 744,606	\$ 742,624	\$ 742,567	\$ 740,030	\$ 742,503	\$ 740,562	\$ 8,906,388
2														
3	Enogex LLC Transmission Only (Line 1 * .8052)	\$ 672,287	\$ 672,184	\$ 672,315	\$ 672,109	\$ 672,488	\$ 669,866	\$ 674,008	\$ 672,213	\$ 672,162	\$ 669,866	\$ 672,104	\$ 670,347	\$ 8,061,946

Allocation of Enogex LLC Transmission & Storage Ad Valorem Taxes to Transmission		
Description	Allocation	Allocation Method ¹
Transmission Plant	90.52%	Transmission/Storage Plant Allocation
Storage Plant	9.48%	Transmission/Storage Plant Allocation
	100.00%	

Allocation of Enogex LLC Transmission & Storage Ad Valorem Taxes to East and West Zones		
Description	Allocation	Allocation Method ¹
East Zone	68.42%	Transmission Plant Allocation
West Zone	31.58%	Transmission Plant Allocation
	100.00%	
		Total
		\$ 5,516,208
		\$ 2,545,736
		\$ 8,061,946

Source: Ad Valorem Taxes of Enogex LLC for the Twelve Month Period Ended December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
PAYROLL TAXES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	Jan-08	Feb-08	Mar-08	Apr-08	May-08	Jun-08	Jul-08	Aug-08	Sept-08	Oct-08	Nov-08	Dec-08	Total
1	Enogex LLC Transmission and Storage	\$ 361,019	\$ 644,455	\$ 273,438	\$ 274,016	\$ 304,608	\$ 278,804	\$ 295,102	\$ 282,039	\$ 276,869	\$ 274,705	\$ 233,980	\$ 258,222	\$ 3,758,258
2	Enogex LLC Transmission Only (Line 1 * .9927)	\$ 358,381	\$ 639,745	\$ 271,440	\$ 272,014	\$ 302,382	\$ 277,759	\$ 292,945	\$ 279,976	\$ 274,846	\$ 272,698	\$ 232,270	\$ 256,336	\$ 3,730,795

Allocation of Enogex LLC Transmission & Storage Payroll Taxes to Transmission		
Description:	Allocation	Allocation Method ¹
Transmission Labor	99.27%	Transmission/Storage Labor Allocation
Storage Labor	0.73%	Transmission/Storage Labor Allocation
	100.00%	

Allocation of Enogex LLC Payroll Taxes to East and West Zones		
Description	Allocation	Total
East Zone	44.78%	\$ 1,670,650
West Zone	55.22%	\$ 2,060,145
	100.00%	\$ 3,730,795

Source: Payroll Taxes of Enogex LLC for the Twelve Months Ended December 31, 2008
¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
FRANCHISE TAXES
AT DECEMBER 31, 2008

	<u>Amount</u>
Enogex LLC Transmission and Storage	\$ 19,240
Enogex LLC Transmission Only (Line 1 * .9052)	<u>\$ 17,415</u>

Allocation of Enogex LLC Transmission and Storage to Transmission Only		
Description	Allocation	Allocation Method ¹
Transmission Plant	90.52%	Transmission/Storage Plant Allocation
Storage Plant	9.48%	Transmission/Storage Plant Allocation
	<u>100.00%</u>	

Allocation of Enogex LLC Franchise Taxes to East and West Zones			
Description	Allocation	Total	Allocation Method ¹
East Zone	60.26%	\$ 10,495	Two Factor Allocation
West Zone	39.74%	\$ 6,921	Two Factor Allocation
	<u>100.00%</u>	<u>\$ 17,415</u>	

Source: Franchise Taxes of Enogex LLC December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
ACCUMULATED DEFERRED INCOME TAX SUMMARY
EAST AND WEST ZONES
TWELVE MONTHS ENDED DECEMBER 31, 2008

Line No.	Description	East Zone	West Zone	Total
1	Plant	\$ 95,433,164	\$ 44,042,540	\$ 139,475,704
2				
3	Non-plant	\$ (6,085,205)	\$ (7,503,909)	\$ (13,589,114)
4				
5	Total	<u>\$ 89,347,958</u>	<u>\$ 36,538,631</u>	<u>\$ 125,886,590</u>

Allocation of Enogex LLC Plant ADIT to East and West Zones			
Description	Allocation	Total	Allocation Method ¹
East Zone	68.42%	\$ 95,433,164	Transmission Plant Allocation
West Zone	31.58%	\$ 44,042,540	Transmission Plant Allocation
	100.00%	\$ 139,475,704	

Allocation of Enogex LLC Non-Plant ADIT to East and West Zones			
Description	Allocation	Total	Allocation Method ¹
East Zone	44.78%	\$ (6,085,205)	Labor Allocation
West Zone	55.22%	\$ (7,503,909)	Labor Allocation
	100.00%	\$ (13,589,114)	

Source: Accumulated Deferred Income Taxes of Enogex LLC for the Twelve Months Ended December 31, 2008

¹ See attached work paper entitled "Allocation Factors" (Schedule 13 Work Paper 13-001)

ENOGEX LLC TRANSMISSION SYSTEM
ALLOCATION FACTORS

Line No.	Total System Throughput Allocation Factor			
1				
2	Total System Throughput	<u>Reference</u>	<u>Throughput</u>	<u>Allocation Factor</u>
3	East Zone	Schedule 10 Work Paper 10-001	392,463,437	52.10%
4	West Zone	Schedule 10 Work Paper 10-001	360,819,908	47.90%
5	Total		753,283,345	100.00%
6				
7	Transmission Plant Allocation Factor			
8				
9	Transmission Plant Allocation	<u>Reference</u>	<u>Amount</u>	<u>Allocation Factor</u>
10	East Zone	Schedule 5 Work Paper 5-001	\$372,456,259	68.42%
11	West Zone	Schedule 5 Work Paper 5-001	\$171,889,091	31.58%
12	Total		\$544,345,350	100.00%
13				
14	Labor Allocation Factor			
15				
16	Labor Allocation	<u>Reference</u>		<u>Allocation Factor</u>
17	East Zone	2008 Enogex LLC Labor Assessment Cycle		44.78%
18	West Zone			55.22%
19	Total			100.00%
20				
21	Two Factor Allocation (Average of Throughput and Plant)			
22				
23	Two Factor Average	<u>Reference</u>		<u>Allocation Factor</u>
24	East Zone	Average of Lines 3 and 10		60.26%
25	West Zone	Average of Lines 4 and 11		39.74%
26	Total			100.00%
27				
28	Three Factor Allocation (Average of Throughput, Plant, and Labor)			
29				
30	Three Factor Average	<u>Reference</u>		<u>Allocation Factor</u>
31	East Zone	Average of Lines 3, 10, and 17		55.10%
32	West Zone	Average of Lines 4, 11, and 18		44.90%
33	Total			100.00%
34				
35	Transmission/Storage Plant Allocation			
36				
37				<u>Allocation Factor</u>
38	Transmission Plant			90.52%
39	Storage Plant			9.48%
40				100.00%
41				
42	Transmission/Storage Labor Allocation			
43				
44				<u>Allocation Factor</u>
45	Transmission Labor			99.27%
46	Storage Labor			0.73%
47				100.00%
48				
49	311 East Firm Allocation			
50				
51	311 East Firm Allocation	<u>Reference</u>	<u>Volume</u>	<u>Allocation Factor</u>
52	311 East Firm Throughput	Schedule 10 Work Paper 10-001	74,825,000	
53	Total East Zone Throughput	Schedule 10 Work Paper 10-001	392,463,437	
54				
55	Percentage Allocated to East Firm 311 Service (Line 52 / Line 53)			19.07%
56				
57	MEP/Gulf Crossing Plant Allocation			
58				
59	MEP/Gulf Crossing Plant Allocation	<u>Reference</u>	<u>Amount</u>	<u>Allocation Factor</u>
60	East Zone	Schedule 5 Work Paper 5-008	\$40,962,368	49.90%
61	West Zone	Schedule 5 Work Paper 5-008	\$41,124,793	50.10%
62	Total		\$82,087,161	100.00%
63				

Firm Service Agreements

The Firm Section 311 Transportation Service Agreements are being filed pursuant to Section 388.112(b) of the Commission's regulations and are not included in this public version of the filing.

Notice of Filing

**UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION**

Enogex LLC

Docket No. PR09- -000

**NOTICE OF PETITION FOR RATE APPROVAL
(, 2009)**

Take notice that on March 27, 2009, Enogex LLC (“Enogex”) filed a petition for approval of a maximum rate applicable to a new firm Section 311 service in the East Zone of the Enogex Transmission System and for revised zonal rates applicable to continuing interruptible Section 311 transportation services in the East and West Zones, respectively, of the Enogex Transmission System. The new rates for Section 311 firm service are proposed to become effective April 1, 2009 and the revised rate for Section 311 interruptible service is proposed to become effective June 1, 2009. Enogex proposes a rate of \$0.1655 per MMBtu for firm service in the East Zone, of \$0.1523 per MMBtu for interruptible service furnished in the East Zone and of \$0.1273 per MMBtu for interruptible service furnished in the West Zone.

Pursuant to Section 284.123(b)(2)(ii) of the Commission’s regulations, if the Commission does not act within 150 days of the filing date, the rate will be deemed to be fair and equitable and not in excess of an amount which interstate pipelines would be permitted to charge for similar transportation service. The Commission may, prior to the expiration of the 150 day period, extend the time for action or institute a proceeding to afford parties an opportunity for written comments and for the oral presentation of views, data and arguments.

Any person desiring to intervene or to protest this filing must file in accordance with Rules 211 and 214 of the Commission’s Rules of Practice and Procedure (18 CFR 385.211 and 385.214). Protests will be considered by the Commission in determining the appropriate action to be taken, but will not serve to make protestants parties to the proceeding. Any person wishing to become a party must file a notice of intervention or motion to intervene, as appropriate. Such notices, motions, or protests must be filed in accordance with the provisions of Section 154.210 of the Commission’s regulations (18 CFR 154.210). Anyone filing an intervention or protest must serve a copy of that document on the Applicant. Anyone filing an intervention or protest on or before the intervention or protest date need not serve motions to intervene or protests on persons other than the Applicant.

The Commission encourages electronic submission of protests and interventions in lieu of paper using the “eFiling” link at <http://www.ferc.gov>. Persons unable to file electronically should submit an original and 14 copies of the protest or intervention to the Federal Energy Regulatory Commission, 888 First Street, N.E., Washington, D.C. 20426.

This filing is accessible on-line at <http://www.ferc.gov>, using the “eLibrary” link and is available for review in the Commission’s Public Reference Room in Washington, D.C. There is an “eSubscription” link on the web site that enables subscribers to receive email notification

when a document is added to a subscribed docket(s). For assistance with any FERC Online service, please email FERCOnlineSupport@ferc.gov, or call (866) 208-3676 (toll free). For TTY, call (202) 502-8659.

Kimberly D. Bose
Secretary