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September 29, 2006

Ms. Magalie R. Salas, Secretary  
Federal Energy Regulatory Commission  
888 First Street, N.E., Room 1A  
Washington, D.C. 20426

Re: Transwestern Pipeline Company, LLC  
Docket No. RP06- -000

Dear Ms. Salas:

Pursuant to Section 4 of the Natural Gas Act ("NGA") [15 U.S.C. § 717c], Part 154 of the Federal Energy Regulatory Commission's ("Commission") regulations thereunder, and the requirements of the Stipulation and Agreement ("Stipulation") approved in Docket Nos. RP95-271-000, et al.,<sup>1</sup> Transwestern Pipeline Company, LLC ("Transwestern") hereby submits for filing as part of its FERC Gas Tariff, Third Revised Volume No. 1, an original plus twelve copies of the revised tariff sheets identified in Appendices A and B (hereinafter referred to as "Proposed Tariff Sheets"), in accordance with Section 154.4(a) of the Commission's regulations [18 CFR §154.4(a)]. Transwestern requests that the Proposed Tariff Sheets be accepted for filing and be made effective on November 1, 2006.

Materials included in this filing

Pursuant to Section 154.7(a)(1) of the Commission's regulations [18 CFR §154.7(a)(1)], Transwestern submits herewith the following material:

- i. In accordance with Section 154.209 of the Commission's regulations [18 CFR §154.209], a proposed Form of Notice for the instant filing suitable for publication in the *Federal Register*, and a copy of such notice on a diskette labeled, NT092906.ASC;
- ii. In accordance with Section 154.7(a)(6) of the Commission's regulations [18 CFR §154.7(a)(6)], a Statement of Nature, Reasons and Basis for the instant filing;
- iii. "Proposed Tariff Sheets" which contain a listing of the revised tariff sheets being filed; the revised tariff sheets and, as required by Section 154.4 of the Commission's regulations [18 CFR §154.4], a copy of such revised tariff sheets on a diskette labeled, TF092906.ASC; and in accordance with the provisions of Section 154.201(a) of the Commission's regulations [18 CFR §154.201(a)], a "redlined" version of the revised tariff sheets submitted in the instant filing;

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<sup>1</sup> See Transwestern Pipeline Company, 72 FERC ¶ 61,085, *reh'g denied*, 73 FERC ¶ 61,089 (1995).

- iv. The Statement of Transwestern's Chief Accounting Officer, Mr. G. W. Lefelar, in compliance with Section 154.308 of the Commission's regulations [18 CFR §154.308];
- v. In accordance with Part 154 of the Commission's regulations, Statements A through J, L, M, O and P, and related statements and schedules, including Schedules G-1 through G-6;
- vi. In accordance with Section 154.201(b) of the Commission's regulations [18 CFR §154.201(b)], documentation in the form of workpapers or otherwise, sufficiently detailed to support the changes proposed herein; and,
- vii. In accordance with Section 154.4 of the Commission's regulations [18 CFR §154.4], a compact disc ("CD") containing Transwestern's electronic version of the instant filing. The enclosed CD is labeled, "Transwestern Pipeline Company, LLC, Rate Case Filing" and contains a directory labeled, "042A0609." The directory contains Statements, Schedules and other Workpapers created using Microsoft Excel and Microsoft Word. Also included are files created with various other software and then converted to "pdf" format using Adobe Acrobat.

Non-Internet Public Information

Pursuant to Section 388.112 of the Commission's Regulations, [18 CFR §388.112], promulgated by Order Nos. 630 and 630-A in Docket No. RM02-4-000, Transwestern submits that Statement O(1), System Map, contained in Volume I, Exhibit No. TW-2, Map of Transwestern's System, and Exhibit No. TW-3, copyrighted Pipeline Research Council International, Inc. article entitled, *Guidelines/Quality Standards for Transportation of Gas Containing Mixed Corrosive Constituents*, contained in Volume III, Part A, Prepared Direct Testimony of Transwestern witness Michael T. Langston, are "**NON-INTERNET PUBLIC**" ("NIP") information and, accordingly, they have been placed behind the last tab of Volumes I and III, respectively, which are titled "**NON-INTERNET PUBLIC**". Transwestern respectfully requests that such maps and copyrighted material be considered "**NON-INTERNET PUBLIC**" information, not be placed on the Commission's internet website and be accorded privileged and confidential treatment pursuant to Section 388.112.

The Transwestern representative to be contacted in regard to this request for NIP treatment is:

Mr. Michael T. Langston  
Sr. Vice President, Government and Regulatory Affairs  
Transwestern Pipeline Company, LLC  
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(713) 989-7610

#### Recently Announced Change in Ownership

On September 15, 2006, Southern Union Company ("Southern Union") announced a series of transactions designed, in part, to result in Southern Union no longer retaining its ownership interest in Transwestern. To effect these transactions, Energy Transfer Partners, L.P. ("Energy Transfer") has entered into an agreement to acquire the 50% Class B membership interest in CCE Holdings, LLC ("CCEH") from GE Energy Financial Services and other investors. CCEH was formed in 2004 to purchase CrossCountry Energy.

Additionally, Energy Transfer and CCEH have entered into a Redemption Agreement whereby Energy Transfer's 50% ownership interest will be redeemed in exchange for 100% of the equity interests in Transwestern. Subject to receipt of necessary regulatory approvals and other closing conditions, the transactions may close before the end of the Test Period. Because of the timing of this announcement, nothing in the Statements or Schedules, submitted herewith, reflects ownership of Transwestern by Energy Transfer.

#### Motion to Place the Proposed Rates into Effect

While the tariff sheets filed herein reflect a November 1, 2006 effective date, because this filing reflects a system-wide rate increase, Transwestern anticipates that the Commission will suspend the effectiveness of the proposed rates until April 1, 2007. Given the expected suspension, Transwestern reserves its right to file a later motion to place the proposed rates into effect at the end of the suspension period.

#### Waivers

Although Transwestern has not identified any waivers of the Commission's regulations that are necessary to permit its filing to become effective as proposed, Transwestern respectfully requests that, should the Commission determine that any such waivers are required, the Commission grant such waivers as are necessary in order that the tariff sheets may be made effective as proposed.

#### Posting and Certification of Service

In accordance with Section 154.2(d) of the Commission's regulations [18 CFR §154.2(d)], copies of this filing are available for public inspection, during regular business hours, in a convenient form and place at Transwestern's main office at 5444 Westheimer Road, Houston, Texas 77056. In addition, Transwestern is serving copies of this filing on its affected customers, interested state commissions and other interested parties. Such service meets or exceeds the requirements of Section 154.208 of the Commission's regulations [18 CFR §154.208]. All of the customers, state commissions and interested parties are shown on the attached material.

Correspondence and communications concerning this filing should be directed to:

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These persons have been designated for service in accordance with Rule 203 of the Commission's Rules of Practice and Procedure. Transwestern requests the Commission waive Rule 203(b)(3) to allow four persons to be designated to receive service.

The undersigned hereby certifies that he has read this filing and knows (i) the contents of the paper copies and electronic media; (ii) that the paper copies contain the same information as contained on the electronic media; (iii) that the contents as stated in the copies and on the electronic media are true to the best of his knowledge and belief; and (iv) that he possesses full power and authority to sign this filing. In addition, in accordance with the requirements of Section 154.7(a)(2) of the Commission's regulations [18 CFR §154.7(a)(2)], the undersigned is designated as the responsible company official to whom questions regarding this filing may be addressed.

Respectfully submitted,

TRANSWESTERN PIPELINE COMPANY, LLC

By /s/ Michael T. Langston  
Michael T. Langston  
Sr. Vice President, Government  
and Regulatory Affairs

Enclosures

Affected Customers, State Commissions and Interested Parties

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UNITED STATES OF AMERICA  
FEDERAL ENERGY REGULATORY COMMISSION

Transwestern Pipeline Company, LLC

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Docket No. RP06-\_\_\_\_-000

Notice of Proposed Changes in FERC Gas Tariff

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Take notice that on September 29, 2006, Transwestern Pipeline Company, LLC, (Transwestern) tendered for filing as part of its FERC Gas Tariff, Third Revised Volume No. 1, the tariff sheets listed in Appendices A and B, attached hereto, to become effective November 1, 2006.

Transwestern is submitting this rate filing to comply with the Stipulation and Agreement dated May 21, 1996 in Docket Nos. RP95-271-000, et al., and approved by Commission Letter Order dated October 16, 1996.

The primary reason for the filing of the revised tariff sheets is to adjust Transwestern's rates for jurisdictional transportation services. The cost of service, when compared with the cost of service underlying Transwestern's currently effective rates, indicates an annual increase of approximately \$41.1 million; however, projected transportation revenues are \$181.8 million, a \$3.2 million increase, based on the 12-month period ending May 31, 2006, as adjusted.

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](mailto:FERCOnlineSupport@ferc.gov), or call (866) 208-3676 (toll free). For TTY, call (202) 502-8659.

Magalie R. Salas  
Secretary

TRANSWESTERN PIPELINE COMPANY, LLC  
FERC Gas Tariff  
Third Revised Volume No. 1

Proposed to be effective November 1, 2006

Fourth Revised Sheet No. 5  
Fourth Revised Sheet No. 5A  
Fifth Revised Sheet No. 5B  
First Revised Sheet No. 5C  
First Revised Sheet No. 5D  
Original Sheet No. 5D.01  
First Revised Sheet No. 5E  
First Revised Sheet No. 5F

TRANSWESTERN PIPELINE COMPANY, LLC  
FERC Gas Tariff  
Third Revised Volume No. 1

Proposed to be effective November 1, 2006

Third Revised Sheet No. 1  
Second Revised Sheet No. 39  
Second Revised Sheet No. 40  
Third Revised Sheet No. 41  
Second Revised Sheet No. 54  
Second Revised Sheet No. 55  
Second Revised Sheet No. 66  
Third Revised Sheet No. 94  
Third Revised Sheet No. 95  
Third Revised Sheet No. 97  
Second Revised Sheet No. 98  
First Revised Sheet No. 99  
First Revised Sheet No. 100  
Second Revised Sheet No. 101  
Second Revised Sheet No. 102  
Second Revised Sheet No. 117  
Second Revised Sheet No. 122  
Third Revised Sheet No. 138  
First Revised Sheet No. 141  
Third Revised Sheet No. 142  
Second Revised Sheet No. 143  
First Revised Sheet No. 145  
Second Revised Sheet No. 146  
Third Revised Sheet No. 147  
First Revised Sheet No. 150  
Second Revised Sheet No. 151  
First Revised Sheet No. 151A  
Third Revised Sheet No. 167  
Second Revised Sheet No. 176  
Third Revised Sheet No. 177  
Second Revised Sheet No. 202  
Second Revised Sheet No. 203  
Second Revised Sheet No. 207  
Third Revised Sheet No. 215