



5444 Westheimer Road  
Houston, TX 77056-5306  
P.O. Box 4967  
Houston, TX 77210-4967  
713.989.7000

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  
5444 Westheimer Road  
Houston, Texas 77056-5306  
(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:

Mr. Michael T. Langston  
Sr. Vice President,  
Government and Regulatory Affairs  
Mr. William W. Grygar  
Rates and Regulatory Affairs  
Transwestern Pipeline Company, LLC  
5444 Westheimer Road  
Houston, TX 77056  
Telephone: (713) 989-7610  
Facsimile: (713) 989-1080  
michael.langston@sug.com  
bill.grygar@sug.com

Mr. James F. Moriarty, Esq.  
Locke, Liddell & Sapp, LLP  
901 Fifteenth Street, N. W., Suite 900  
Washington, D.C. 20005  
Telephone: (202) 408-7467  
Facsimile: (202) 326-1555  
jmoriarty@lockeliddell.com

Mr. Drew Fossum  
Sr. Vice President & General Counsel  
Transwestern Pipeline Company, LLC  
5444 Westheimer Road, Rm. 522  
Houston, TX 77056  
Telephone: (713) 989-2560  
Facsimile: (713) 989-1189  
drew.fossum@sug.com

Mr. Steve Stojic, Esq.  
Gallagher, Boland & Meiburger, LLP  
818 18th Street, N. W., Suite 800  
Washington, D.C. 20006-3520  
Telephone: (202) 289-7200  
Facsimile: (202) 289-7698  
sstojic@gbmdc.com

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

Affected Customers, State Commissions and Interested Parties

Agave Energy Company  
Paul Ragsdale  
President  
105 So. Fourth St.  
Artesia, NM 88210

California Public Utility Commission  
Jonathan Bromson  
Attorney  
505 Van Ness Avenue  
San Francisco, CA 94102

Astra Power LLC  
Cheri Weyman  
5430 LBJ Freeway  
Suite 1600  
Dallas, TX 75240

California Public Utility Commission  
Wendy Maria Phelps  
Utilities Engineer  
505 Van Ness Avenue  
Area 4-A  
San Francisco, CA 94102-3298

Bear Energy LP  
Tom Toerner  
Associate Director  
700 Louisiana Street  
Suite 1000  
Houston, TX 77002

Calpine Merchant Services  
Jared Taggart  
Scheduler  
717 Texas Ave  
Suite 1000  
Houston, TX 77002

BP Energy  
Penny Barry  
Manager, Supply & Transport  
501 Westlake Park Boulevard  
4.245 CW1  
Houston, TX 77079-2696

Chevron USA  
Phil Richardson  
Area Transportation Manager  
1500 Louisiana Street  
Suite 3620D  
Houston, TX 77002

BP Energy  
Steve Tarpey  
Gas Regulatory Consultant  
501 Westlake Park Boulevard  
Mail Code 4.330  
Houston, TX 77079-2696

CIMA Energy, Ltd.  
Matthew A. Miller  
Director  
1099 18th Street  
Suite 2020  
Denver, CO 80202

California Energy Commission  
Jairam Gopal  
Manager, Natural Gas Unit  
1516 Ninth Street, MS48  
Sacramento, CA 95814-5512

ConocoPhillips Company  
Julie Reames  
Manager, Scheduling Lead  
600 North Dairy Ashford  
Suite 03620D  
Houston, TX 77079-6651

Affected Customers, State Commissions and Interested Parties

ConocoPhillips Company  
Bruce A. Connell  
Regulatory  
600 North Dairy Ashford  
Suite 03720D  
Houston, TX 77079-6651

Duke Energy Field Services  
Ken Dewey  
Commercial Asset Manager  
5718 Westheimer  
Suite 2000  
Houston, TX 77057

ConocoPhillips Company  
Jerry Wheatley  
Vice President, West Region  
600 North Dairy Ashford  
CH 1081  
Houston, TX 77079-6651

Edwards & Associates  
Katherine B. Edwards  
Esquire  
1517 King Street  
Alexandria, VA 22314

Coral Energy (Shell Trading)  
Amy Gold  
Director  
909 Fanin  
Suite 700  
Houston, TX 77010

Encana Marketing (USA), Inc.  
Lisa Walsh  
950 17th Street  
Suite 2600  
Denver, CO 80202

Coral Energy Resources  
Chris Smith  
General Manager, West Assets  
4445 Eastgate Mall  
Suite 100  
San Diego, CA 92121

Energy Transfer Company  
Jim S. Holotik  
Vice President  
2838 Woodside Street  
Dallas, TX 75204

Cross Timbers Energy Services, Inc.  
Ron Keneda  
810 Houston Street  
Suite 2000  
Fort Worth, TX 76102-6298

Enserco Energy, Inc.  
David A. Myers  
Wholesale Trader  
350 Indiana Street  
Suite 400  
Golden, CO 80401-5050

Cross Timbers Energy Services, Inc.  
Jay Lauderdale, III  
Manager  
810 Houston Street  
Suite 2000  
Fort Worth, TX 76102-6298

Feagan Gathering Company  
Mike Feagan  
President  
PO Box 50307  
Midland, TX 79710-0307

Affected Customers, State Commissions and Interested Parties

Frito-Lay, Inc.  
Dan Lopez  
7701 Legacy Drive  
Plano, TX 75024-4099

Oneok Energy Services Company, L.P.  
Cathy Bulf  
Manager of Transportation  
100 West Fifth Street  
Suite 1600  
Tulsa, OK 74103-4298

Magnus Energy Marketing, Ltd.  
Elsa Johnston  
Vice President  
2805 North Dallas Tollway  
Suite 640  
Plano, TX 75093

Pacific Gas & Electric Company  
John P. Armato  
Senior Gas Trading Analyst, Fuel Procurement  
77 Beale Street  
Room 543F  
PO Box 770000  
San Francisco, CA 94177-0001

MarkWest Energy Partners, L.P.  
Cheryl Seawright  
2500 City West Blvd  
Suite 740  
Houston, TX 77042

Pacific Gas & Electric Company  
Wayman Pon  
77 Beale Street  
PO Box 770000  
San Francisco, CA 94177-0001

Navajo Tribal Utility Authority  
Ken Craig  
General Manager  
PO Box 170  
Ft. Defiance, AZ 86504-0170

Pacific Gas & Electric Company  
Ray Welch  
Regulatory & Strategic Planning  
77 Beale Street  
PO Box 770000  
San Francisco, CA 94177-0001

NGTS  
Scott Linkletter  
8150 N. Central Expressway  
Suite 801  
Dallas, TX 75206

PVR Midstream LLC  
Mike Wood  
Director, Engineering and Operations  
8080 N. Central Expressway  
Suite 900  
Dallas, TX 75206

Nucor Steel  
Dave Hatcher  
3000 Hwy 66 South  
Kingman, AZ 86413

Public Service Company of New Mexico  
Mark Fenton  
Manager, System Planning  
414 Silver SW  
Mailstop 2610  
Albuquerque, NM 87102

Affected Customers, State Commissions and Interested Parties

Public Service Company of New Mexico  
Tim O'Brien  
General Manager  
Alvarado Square  
414 Silver Street SW  
Albuquerque, NM 87158-2606

Samson Resources Company  
Daryl Brown  
2 West Second Street  
Samson Plaza  
Samson Plaza  
Tulsa, OK 74103-3103

Troutman Sanders LLP  
M. Lisanne Crowley  
401 9th Street, NW  
Suite 1000  
Washington, DC 20004-2134

San Diego Gas & Electric  
Donna Hadley  
Manager  
8315 Century Park Court  
CP21D  
San Diego, CA 92123-1548

Red Cedar Gathering Company  
Karl Scheruman  
26266 Hwy 160  
Durango, CO 81301

Sempra Energy Trading Corp.  
Stefanie Katz  
Vice President  
58 Commerce Road  
Stamford, CT 6902

Red Willow Production Co.  
Jerry Bruner  
Manager  
14933 Hwy 172  
PO Box 1500  
Ignacio, CO 81137-1500

SG Interests  
Karen St. Andrie  
Manager  
909 Fannin  
Suite 2600  
Houston, TX 77010

Sacramento Municipal Utility District  
Barry Brunelle  
PO Box 15830  
MS A404  
6301 S Street, 95817  
Sacramento, CA 95852-1830

Southern California Gas Co.  
Rick Ishikawa  
555 W. 5th Street  
GT24E1  
Los Angeles, CA 90013-1011

Salt River Project  
Diane McVicker  
Principal Fuel Analyst  
6504 E. Thomas Road  
POB001  
Scottsdale, AZ 85251-6008

Southern California Gas Co.  
Joan Lesage  
Assistant General Counsel  
101 Ash Street  
San Diego, CA 92101-3017

Affected Customers, State Commissions and Interested Parties

Southern California Gas Company  
John Ellis  
555 W. Fifth Street  
Los Angeles, CA 90013-1011

SouthWest Gas Corp.  
John P. Hester  
Vice President  
5241 Spring Mountain Road  
PO Box 98510  
Las Vegas, NV 89193-8510

Southern California Gas Company  
Paul Goldstein  
Manager of Gas Trading  
555 West 5th Street  
ML 24E1  
Los Angeles, CA 90013

Tenaska Marketing Ventures  
Terry Clarke  
Vice President  
1701 E. Lamar Blvd., Suite 100  
Arlington, TX 76006

Southern California Gas Company  
June Suwara  
Manager of FERC Gas Case Management  
555 W. Fifth Street  
Los Angeles, CA 90013-1011

The Navajo Nation - Div of Natural Resources  
Akhtar Zaman  
Director  
PO Box 1910  
St. Road 264 Window Rock Blvd  
Window Rock, AZ 86515

Southern Union Gas Energy, LTD  
Scott Walker  
201 Main Street  
Suite 3000  
Fort Worth, TX 76102

US Gypsum  
Robert B. Cooper  
PO Box 806278  
125 So. Franklin Street  
Chicago, IL 60606-4678

Southern Ute Indian Tribe Growth Fund  
Brad Petzold  
Assistant Director of Operations  
14933 Hwy 172  
PO Box 367  
Ignacio, CO 81137

Wasatch Energy, LLC  
Kevin Armstrong  
1010 North 500 East  
Suite 200  
Salt Lake City, UT 84054

SouthWest Gas Corp.  
Larry Black  
Sr. Manager  
5241 Spring Mountain Road  
PO Box 98510  
Las Vegas, NV 89193-8510

West Texas Gas, Inc.  
Carson Watt  
Gas Supply Rep  
211 North Colorado  
Midland, TX 79701

Affected Customers, State Commissions and Interested Parties

Western Gas Resources, Inc.  
Terri Dickerson  
Sr. Gas Marketing Rep  
1099 18th Street  
Suite 1200  
Denver, CO 80202-1955

Railroad Commission of Texas  
1701 North Congress Avenue  
P.O. Box 12967  
Austin, TX 78711-2967

Williams Power Company, Inc.  
Frank Field  
1 Williams Center  
MC WRC-A  
PO Box 2848  
Tulsa, OK 74172

Arizona Corporation Commission  
Utilities Division  
1200 West Washington  
Phoenix, AZ 85007-2996

California Public Utilities Commission  
Wendy Maria Phelps  
Legal  
505 Van Ness Avenue  
San Francisco, CA 94102

Colorado Public Utilities Commission  
1580 Logan Street, OL 2  
Denver, CO 80203

New Mexico Public Regulation Commission  
John Curl  
Division Director  
224 E. Palace Ave.  
Marian Hall  
Santa Fe, NM 87501

UNITED STATES OF AMERICA  
FEDERAL ENERGY REGULATORY COMMISSION

Transwestern Pipeline Company, LLC ) Docket No. RP06-\_\_\_\_-000

Notice of Proposed Changes in FERC Gas Tariff

( )

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