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R.C.A.
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April 27, 2009

Office of the Commissioners
Regulatory Commission of Alaska
701 W. 8th Ave., Ste. 300
Anchorage, AK 99501

Re: TL134-301

Dear Commissioners:

ConocoPhillips Transportation Alaska, Inc. (CPTAI) is filing the tariff change shown on the 16th Revised Sheet No. 10 canceling the 15th Revised Sheet No. 10 for CPTAI, as explained herein. This change is to F.E.R.C. No. 12 – Rules and Regulations Supplement No. 3 canceling Supplement No. 2. The intrastate filing is filed and requested to be effective June 1, 2009 which is the same effective date as F.E.R.C. Tariff No. 12 – Rules and Regulations Supplement No. 3. The filing with this Commission and F.E.R.C. are being made today.

Supplement No. 2 to F.E.R.C. No. 12 cancels Item 3. Item 3, which contains information regarding the TAPS Quality Bank Methodology, is being reissued with minor changes in wording in CPTAI F.E.R.C. No. 14. F.E.R.C. No. 14, which CPTAI is also issuing today to be effective June 1, 2009, consolidates all of the information concerning the TAPS Quality Bank methodology into one tariff.

CPTAI shippers as well as state agencies are being notified of this filing via email.

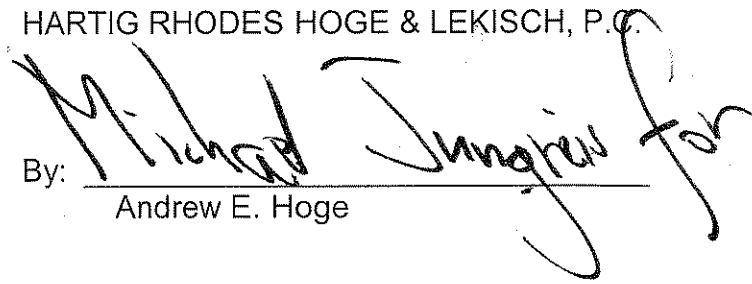
A copy of the Tariff will be available for public inspection at the offices of CPTAI at 700 G Street, Rm. 919, Anchorage, AK 99501, Attn. Rita H. Lovett at phone number 265-1445.

If the Commission staff or the Commission has any questions regarding this letter, they should contact the undersigned or Ms Lovett.

Very truly yours,

HARTIG RHODES HOGE & LEKISCH, P.C.

By:

A handwritten signature in black ink that reads "Michael Jungren for". The signature is written in a cursive style and is positioned above a horizontal line.

Andrew E. Hoge

cc: CPTAI w/encl.
AEH:mpt
Encl.

RCA No. 301 16th Revised

Sheet No. 10

Cancelling

15th Revised

Sheet No. 10

Phillips Transportation Alaska, Inc.

SECTION 5
F.E.R.C. TARIFF AND SUPPLEMENTS
RULES AND REGULATIONS

F.E.R.C. Tariff No. 12 Supplement No. 3. The rules and regulations in F.E.R.C. Tariff No. 12 Supplement No. 3 which are effective June 1, 2009, and as attached hereto, are applicable to the transportation of Petroleum having final destination within the State of Alaska and are incorporated by reference. This tariff includes the following items:

ITEM NO.

- 1 Definitions
- 2 Title
- 3 Quality and Intermixing of Petroleum
- 4 Nomination Policy and Proration Procedures
- 5 Scheduling of Receipts
- 6 Shipper Receipt and Delivery Facilities
- 7 Scheduling and Use of Terminal and Penalty Provisions
- 8 Minimum Delivery
- 9 Measurement
- 10 Delivery Adjustments
- 11 Applicability of Rates, Charges, Rules and Regulations
- 12 Vessel Requirements
- 13 Liability for Charges and Quality Adjustments
- 14 Liability for Loss
- 15 Time Limitation of Claims
- 16 Use of Excess Capacity of Communications Facilities
- 17 System Liability Fund
- 18 Rates Applicable from and to Intermediate Points
- 19 In Transit Shipments
- 20 Additives
- 21 Liability for Non-Compliance with Tariff
- 22 Connections to the Trans Alaska Pipeline System*
*(Connection policy under this tariff is governed by RCA Tariff Sheet 5, as directed by RCA Order P-97-5(10))
- 23 Base Inventory Requirement

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F.E.R.C. Tariff No. 10 F.E.R.C. Tariff No. 10, and supplements thereto is attached hereto and is applicable to the transportation of Petroleum having final destination within the State of Alaska and are incorporated by reference. This tariff includes the TAPS Quality Bank Methodology.

Tariff Advice No. 134-301

Effective June 1, 2009

Issued By: ConocoPhillips Transportation Alaska, Inc.

By:

John M. Christal
John M. Christal

Title: Vice President

Supplement No. 3 to F.E.R.C. No. 12
(Cancels Supplement No. 2 to F.E.R.C. No. 12)

CONOCOPHILLIPS TRANSPORTATION ALASKA, INC.

LOCAL PIPELINE TARIFF

Containing

RULES AND REGULATIONS

Governing the Transportation of
CRUDE PETROLEUM

Transported by Pipeline from Points in Prudhoe, North Slope Borough, Alaska
to
City of Valdez, Alaska

This tariff filing is made in compliance with Order Approving Settlement
in Federal Energy Regulatory Commission Docket No. IS98-3-000, et-al

This tariff publication is conditionally accepted subject to refund pending a 30 day review period

The matter published herein will have no adverse effect on the quality of the human environment.

ISSUED: April 27, 2009

EFFECTIVE: June 1, 2009

ISSUED BY
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RULES AND REGULATIONS

ITEM NO.	SUBJECT
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2

TABLE OF CONTENTS

SUBJECT	ITEM NO.	PAGE NO.
Additives	20	21
Applicability of Rates and Charges, Rules and Regulations	11	19
Base Inventory Requirement	23	22
Connections to the Trans Alaska Pipeline System	22	22
Definitions	1	3-5
Delivery Adjustments	10	19
Explanation of Reference Marks	--	2
General Application	--	
In Transit Shipments	19	21
Liability for Charges and Quality Adjustments	13	19-20
Liability for Loss	14	20
Liability for Non-Compliance with Tariff	21	21
Measurement	9	18
Minimum Delivery	8	18
Nomination Policy and Proration Procedures	4	9-15
Quality and Intermixing of Petroleum	3-AB [W]	5-9
Rates Applicable from and to Intermediate Points	18	21
Scheduling of Receipts	5	15
Scheduling and Use of Terminal and Penalty Provisions	7	15-18
Shipper Receipt and Delivery Facilities	6	15
System Liability Fund	17	20-21
Time Limitation of Claims	15	20
Title	2	5
Use of Excess Capacity of Communications Facilities	16	20
Vessel Requirements	12	19

EXPLANATION OF REFERENCE MARKS

- [U] Unchanged Rate
- [W] Change in wording only

RULES AND REGULATIONS

ITEM NO.	SUBJECT	
1.	Definitions	<p>“Actual Arrival Time” means the time according to Valdez, Alaska, local time that a vessel communicates to the Operator its readiness to commence loading after entering the Prince William Sound Vessel Traffic Service Area or an area subsequently designated by Carrier.</p> <p>“Available Interstate Capacity” means the volume of space in Carrier’s Pipeline available for interstate movement during any Month after accounting for all intrastate nominations accepted.</p> <p>“Average Regular Shipper Volume” means the average volume (measured in Barrels per Day) actually shipped by a Shipper during the Rolling Period.</p> <p>“Barrel” means forty-two United States gallons.</p> <p>“Base Fluctuation” is the daily increase or decrease to Fixed Base Inventory as a result of Pipeline operations resulting from such things as temperature, flow rate or pressure changes.</p> <p>“Base Inventory” as herein used means Fixed Base Inventory adjusted for any increase or decrease in the Base Fluctuation.</p> <p>“Carrier” means ConocoPhillips Transportation Alaska, Inc.</p> <p>“Carrier Work Day” means a regularly scheduled workday for Carrier.</p> <p>“Consignee” means anyone that a shipment, or a portion of a shipment, is consigned to when delivered from the Pipeline.</p> <p>“Day” means the period of time commencing at 0000 hours on one Day and running until 2400 hours on the same Day according to Valdez, Alaska, local time.</p> <p>“Excess Shipper” is a Shipper that has a volume of Petroleum in the custody of the Carrier that exceeds 100 percent of Shipper’s Working Tankage Entitlement at the beginning of the Day for which the Carrier is assessed a penalty. The excess is computed by taking the Shipper’s share of Total Inventory Barrels less Shipper’s share of Base Inventory less Shippers Working Tankage Entitlement.</p> <p>“Fixed Base Inventory” as herein used means the standard total volume of Petroleum in System’s Pipeline Base Inventory and terminal tankage Base Inventory that has not been adjusted for any Base Fluctuation and excludes Petroleum in fuel tanks and in Working Capacity.</p> <p>“Month or Monthly” means a calendar Month commencing at 0000 hours on the first Day thereof and running until 2400 hours on the last Day thereof according to Valdez, Alaska, local time.</p> <p>“New Shipper” means any Shipper who does not qualify as a Regular Shipper. A New Shipper becomes a Regular Shipper when it satisfies the conditions to be a Regular Shipper based on documented volumes shipped in prior Months.</p> <p>“100-Barrel Mile Deliveries” as herein used means the number of Barrels of Petroleum delivered out of the System multiplied by the number of miles each such</p>

RULES AND REGULATIONS

ITEM NO.	SUBJECT	
1.	(Continued) Definitions	<p>Barrel was transported, divided by 100.</p> <p>“Operator” means the contract Operator of the Trans Alaska Pipeline System.</p> <p>“Operator Business Day” means a regularly scheduled workday for Operator’s scheduling department.</p> <p>“Owner(s)” refers to all of the Owners of undivided interests in the Trans Alaska Pipeline System.</p> <p>“Petroleum” means unrefined liquid hydrocarbons including gas liquids.</p> <p>“Pipeline” means Carrier’s undivided interest ownership in the Trans Alaska Pipeline System.</p> <p>“Port Information Manual” means the manual governing vessel characteristics, required equipment and operation of vessels arriving to lift Petroleum at Valdez, Alaska. Copies of the Port Information Manual are available upon written request.</p> <p>“Prospective Shipper” means a person nominating Petroleum for transportation through the Pipeline whose nomination has not yet been accepted by Carrier.</p> <p>“Regular Shipper” means a Shipper who has shipped interstate volumes at any time during the period July 1, 2005 through June 30, 2006, or a Shipper who thereafter ships interstate volumes each month during any consecutive twelve (12) Month period; provided, however, that once a Shipper becomes a Regular Shipper, it will lose its Regular Shipper status only if it does not ship interstate volumes at all during a period of twelve (12) consecutive months. Regular Shippers not shipping interstate volumes for any Tender Period will be credited with zero Barrels accepted for that Tender Period in establishing their Average Regular Shipper Volume.</p> <p>“Reserved Capacity” means for any Month in which prorationing applies, the greater of 90 percent of the Available Interstate Capacity or the percentage of Available Interstate Capacity for which no New Shipper nominations have been received.</p> <p>“Rolling Period” means the twelve (12) Month period beginning fourteen (14) Months prior to the Month requiring proration, except that, with respect to nominations for July 2006, the Rolling Period will be July 1, 2005 through April 30, 2006, and with respect to nominations for August, 2006, the Rolling Period will be July 1, 2005 through May 31, 2006.</p> <p>“Scheduled Arrival Day” means the Day stated in a lifting schedule that a vessel is scheduled to enter the Prince William Sound Vessel Traffic Service Area or an area subsequently designated by Carrier.</p> <p>“Shipper” means anyone who ships Petroleum through the Pipeline.</p> <p>“Shipper’s Accepted Tender Percentage” is the ratio (expressed as a percentage to two decimal places, XX.XX%) that the Shipper’s daily accepted tender, bears to the total daily accepted tenders for all Shippers.</p> <p>“Shipper’s Working Tankage Entitlement” is equal to the Shipper’s Accepted</p>

RULES AND REGULATIONS

ITEM NO.	SUBJECT	
1.	(Continued) Definitions	<p>Tender Percentage of the Carrier's Working Capacity.</p> <p>"System" means the Trans Alaska Pipeline System.</p> <p>"Tender Period" means the Month in which the Barrels are shipped.</p> <p>"Total Inventory" is all inventories in tanks and Pipeline at any given time including both Base Inventory and Working Inventory.</p> <p>"Working Capacity" is the total capacity of all operational terminal tankage for the handling of Petroleum at Valdez, Alaska, pending delivery out of the System into vessels, between 2'6" above the bottom of each tank shell and 3'9" below the top of each tank shell, less the capacity, as determined by the Operator, required to receive the volume of Petroleum which should be moved out of the System to prevent internal pressure in the Pipeline from exceeding design limits in the event its operation should be shut down.</p> <p>"Working Inventory" means the volume of Petroleum derived by taking Total Inventory less Base Inventory at any given time. It is part of Working Capacity.</p>

3B Cancels 3A	Quality and Intermixing of Petroleum	<u>This item is cancelled in its entirety. Please see CPTAI's F.E.R.C. No. 14 for further information regarding the TAPS Quality Bank. [W]</u>
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