

PLAINS PIPELINE, L.P.
LOCAL AND PROPORTIONAL TARIFF

CONTAINING RATES, RULES AND REGULATIONS
APPLYING ON THE TRANSPORTATION OF

CRUDE PETROLEUM

FROM POINTS IN
NEW MEXICO AND TEXAS

TO POINTS IN
TEXAS AND OKLAHOMA

Governed, except as otherwise provided, by the Rules and Regulations published in Plains Pipeline, L.P.'s F.E.R.C. No. 2, supplements thereto or reissues thereof.

This tariff publication is filed in accordance with indexing and tariff ceiling provisions of 18 CFR 342.3.

ISSUED: May 27, 2010

EFFECTIVE: July 1, 2010

The provisions published herein will, if effective, not result in an effect on the quality of the human environment.

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[D] All rates on this page are decreases except those noted as [U] unchanged.

LIST OF POINTS FROM AND TO WHICH RATES APPLY AND RATES IN CENTS PER BARREL OF 42 U.S. GALLONS
(Rates in cents per barrel of 42 United States Gallons each)

ROUTE NO.	ORIGIN	DESTINATION	RATE
06	Jal, Lea Co., New Mexico	Hendrick/Wink, Winkler Co., Texas	16.01
07		Midland, Midland Co., Texas	17.87
08		Colorado City, Scurry Co., Texas	50.06
09		Wichita Falls, Wichita Co., Texas	50.06
10		Wichita Falls (Conoco PL), Wichita Co., Texas	55.19
11		Wichita Falls (Diamond Shamrock), Wichita Co., Texas	55.92
12		Cushing, Payne County, Oklahoma	59.50
15	Hendrick/Wink, Winkler Co., Texas	Midland, Midland Co., Texas	16.93
16		Colorado City, Scurry Co., Texas	50.06
17		Wichita Falls, Wichita Co., Texas	50.06
18		Wichita Falls (Conoco PL), Wichita Co., Texas	55.19
19		Cushing, Payne County, Oklahoma	59.50
22	Midland Midland County, Texas	Midland, Midland Co., Texas	11.75
23		Colorado City, Scurry Co., Texas	[U] 37.60 (1)
24		Wichita Falls, Wichita Co., Texas	50.06
25		Wichita Falls (Conoco PL), Wichita Co., Texas	55.19
25A		Duncan Junction, Stephens Co., Oklahoma	53.18
26		Cushing, Payne County, Oklahoma	59.50
29	Colorado City, Scurry Co., Texas	Wichita Falls, Wichita Co., Texas	48.56
30		Wichita Falls (Conoco PL), Wichita Co., Texas	53.72
30A		Duncan Junction, Stephens Co., Oklahoma	52.02
31		Cushing, Payne County, Oklahoma	58.90
34	Wichita Falls, Wichita Co., Texas	Wichita Falls (Conoco PL), Wichita Co., Texas	5.85
34A		Wichita Falls (Basin PL), Wichita Co., Texas	5.85
34B		Duncan Junction, Stephens Co., Oklahoma	40.81
35		Cushing, Payne County, Oklahoma	41.25
36	Wasson Station, Gaines Co., Texas	Odessa Station, Ector Co., Texas	29.41
37	McCamey Station, Upton Co., Texas	Odessa Station, Ector Co., Texas	38.04
38	Odessa Station, Ector Co., Texas	Midland, Midland Co., Texas	16.93
39		Wichita Falls (Conoco PL), Wichita Co., Texas	55.19
40		Cushing, Payne Co., Oklahoma	59.50

GATHERING CHARGE: The rates named are for trunk line transportation only. No gathering services will be performed under this tariff.

RECEIPTS FROM TANK CARS OR TANK TRUCKS: An additional charge of 3.63 cents per barrel will be made for such service.

- (1) **CONTRACT TARIFF RATE:** A contract tariff rate of **[U]** 25.06 cents per barrel from Midland, Texas to Colorado City, Texas is available to all Shippers signing a Throughput and Deficiency Agreement for the

transportation of a minimum annual volume of 10,950,000 barrels of crude petroleum. In addition, barrels of crude petroleum transported under the Contract Rate will be subject to a loss allowance of 0.1% in lieu of the 0.2% loss allowance stated in Item No. 70 (d) of Plains Pipeline, L.P.'s F.E.R.C. No. 2, supplements thereto and reissues thereof.

EXCEPTIONS TO F.E.R.C. NO. 2

The applicable loss allowance stated in Item No. 70 of Plains Pipeline L.P.'s Rules and Regulations, F.E.R.C. No. 2, supplements thereto and reissues thereof, will apply to all movements listed above except as noted below:

- (1) No loss allowance will apply to movements from Midland to Midland.
- (2) The loss allowance for movements under the Contract Tariff Rate from Midland to Colorado City shall be subject to a 0.1% loss allowance.

EXPLANATION OF REFERENCE MARKS:

[D] **Decrease**
[U] **Unchanged**