

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

Mid-Atlantic Express, L.L.C.

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Docket No. CP07-____-000

**APPLICATION UNDER SECTION 7 OF THE NATURAL GAS ACT FOR
CERTIFICATES OF PUBLIC CONVENIENCE AND NECESSITY**

Mid-Atlantic Express, L.L.C. (“Mid-Atlantic Express”), pursuant to Section 7(c) of the Natural Gas Act (“NGA”), 15 U.S.C. § 717f(c), and Parts 157, 284, and 380 of the Regulations of the Federal Energy Regulatory Commission (“Commission”), 18 CFR §§ 157.1 *et seq.*, 284.1 *et seq.* and 380.1 *et seq.*, hereby requests that the Commission issue certificates of public convenience and necessity authorizing Mid-Atlantic Express to: (1) site, construct, and operate an approximately 88-mile pipeline (“Pipeline”) to transport regasified natural gas from the proposed AES Sparrows Point LNG, LLC (“AES Sparrows Point”) liquefied natural gas (“LNG”) import terminal (“LNG Terminal” or “Terminal”) at the Sparrows Point industrial complex in Baltimore County, Maryland, to proposed interconnections with three interstate pipeline systems in Eagle, Pennsylvania;¹ (2) provide open access transportation pursuant to a blanket certificate issued under Subpart G of Part 284 of the Commission’s Regulations; and (3)

¹ Concurrently with the filing of this application, AES Sparrows Point is filing an application under Section 3(a) of the NGA, 15 U.S.C. § 717b(a), and Parts 153 and 380 of the Commission’s Regulations, 18 CFR §§ 153.1 *et seq.* and 380.1 *et seq.*, to site, construct and operate an LNG import terminal and related facilities. This application incorporates the Environmental Report included in Exhibit F to the AES Sparrows Point Section 3(a) application. Accordingly, Mid-Atlantic Express does not oppose consolidation of these applications for regulatory review.

perform certain routine construction activities pursuant to a blanket certificate issued under Subpart F of Part 157 of the Commission's Regulations.

Mid-Atlantic Express's goal is to commence service in December 2010, concurrently with the anticipated in-service date of the LNG Terminal. Therefore, Mid-Atlantic Express respectfully requests that the Commission issue a final order on its application no later than November 1, 2007. This will enable Mid-Atlantic Express to finalize plans and construct the Pipeline to meet the requested in-service date of the LNG Terminal.

In support of its application, Mid-Atlantic Express sets forth below the required contents of an application to site, construct, and operate pipeline facilities pursuant to Section 7(c) of the NGA and Section 157.6 of the Commission's Regulations.

I. EXECUTIVE SUMMARY

Mid-Atlantic Express requests a certificate of public convenience and necessity authorizing it to site, construct, and operate a pipeline to transport natural gas from the AES Sparrows Point proposed LNG Terminal facilities, to be located at the Sparrows Point industrial complex in Baltimore County, Maryland, to interconnections with three existing interstate pipelines near Eagle, Pennsylvania. Mid-Atlantic Express may also provide service through interconnections with local distribution companies ("LDCs") and other entities. The sole source of the natural gas to be transported by the Pipeline will be regasified LNG imported through the proposed AES Sparrows Point LNG Terminal. The proposed Terminal will be designed to have a nominal sendout capacity of 1.5 billion standard cubic feet per day (bscfd). The proposed Pipeline will consist of approximately 88 miles of 30-inch outside diameter natural gas pipeline and associated facilities to transport this sendout to the Pipeline's point of interconnection in Eagle, Pennsylvania.

The proposed Pipeline will serve the public convenience and necessity because it will transport incremental supplies of natural gas received from the AES Sparrows Point LNG Terminal to markets in the Mid-Atlantic Region. As more fully set forth at section III.E of the concurrently filed NGA Section 3 application of AES Sparrows Point, and in Resource Report 1 of Exhibit F thereof, demand for natural gas is projected to increase in this region at least through 2020. The proposed Pipeline, coupled with the proposed LNG Terminal, will provide access to important new supply sources to meet this growing demand.

Mid-Atlantic Express's proposed Pipeline is fully consistent with applicable federal statutes, the Commission's Regulations, and the Commission's policy statement regarding new facilities construction.² The economic risk of constructing and operating the proposed Pipeline will be borne entirely by Mid-Atlantic Express -- the Pipeline will not be subsidized by existing customers (as a new entrant to the market, Mid-Atlantic Express has no existing customers). The proposed Pipeline also will not have any adverse impacts on existing pipelines or their customers. To the contrary, existing pipelines will benefit from the introduction of new supplies of natural gas to the pipeline grid, and their customers will benefit from the increased competition in the supply of gas in the region.

The Pipeline will be designed and constructed using the latest technologies and advanced materials to assure the safety and security of the general public and the surrounding communities and landowners. The design, construction, and operation of the Pipeline will comply with or exceed the standards of all applicable safety regulations established by the U.S. Department of Transportation ("DOT"), as well as state and local requirements. Mid-Atlantic

² "Certification of New Interstate Natural Gas Pipeline Facilities," 88 FERC ¶ 61,227 (1999), *order clarifying*, 90 FERC ¶ 61,128 (2003), *order further clarifying*, 91 FERC ¶ 61,094 (2000) ("Construction Policy Statement").

Express, in consultation with federal and state agencies, will implement emergency response plans and install all required safety equipment.

Mid-Atlantic Express will have minimal impacts on the environment. The Pipeline will be built within a 50-foot wide permanent right-of-way (“ROW”) using a temporary 75-foot construction right-of-way (“CROW”). In selecting the proposed route, Mid-Atlantic Express sought to maximize the use of existing utility and highway ROWs, thereby minimizing potential impacts to individual landowners and previously undisturbed lands. Approximately 91 percent of the overall route is located parallel to, and, wherever possible, overlaps either partially or completely with, existing utility and highway ROW. Where an existing ROW was found to be encumbered by development up to the existing ROW, Mid-Atlantic Express developed route variations that minimize impact on the existing development.

In summary, Mid-Atlantic Express submits that its Pipeline proposal satisfies the requirements of Section 7 of the NGA, the Commission’s Regulations, and the Construction Policy Statement. The proposed Pipeline will substantially benefit the public interest by permitting delivery of incremental, imported natural gas supplies, thereby helping to meet the growing demand for natural gas in the Mid-Atlantic Region, while diversifying sources of supply. Importantly, these benefits will be achieved without subsidization by existing customers or significant adverse impacts to the local community or the environment and with no harm to existing pipelines and their customers. Mid-Atlantic Express, therefore, requests that the Commission find that the proposed Pipeline is in the public convenience and necessity, and grant Mid-Atlantic Express all authorizations required to site, construct, and operate the Pipeline as proposed herein.

II. INFORMATION REGARDING THE APPLICANT

The exact legal name of Mid-Atlantic Express is Mid-Atlantic Express, LLC. Mid-Atlantic Express is a limited liability company established under the laws of the state of Delaware, and is authorized to do business in the states Virginia, Maryland, and Pennsylvania. Mid-Atlantic Express's principal place of business is located at 140 Professional Parkway, Suite A, Lockport, NY 14094.

The names, titles, post office addresses, telephone numbers, facsimile numbers, and e-mail addresses of the persons to whom correspondence in regard to this application should be addresses are as follows:

Christopher H. Diez
Vice-President
Mid-Atlantic Express, L.L.C.
140 Professional Parkway, Suite A
Lockport, NY 14094
Telephone: (716) 439-1273
Fax: (716) 434-7514
Email:chris.diez@aes.com

Kent Morton
Vice-President
Mid-Atlantic Express, L.L.C.
4300 Wilson Blvd.
Arlington, VA 22203
Telephone: (703)682-6754
Fax: (703)528-4510
E-mail:kent.morton@aes.com

Randolph Q. McManus
G. Mark Cook
Renu Gupta
Jessica Fore
Baker Botts L.L.P.
The Warner
1299 Pennsylvania Ave., NW
Washington, DC 20004
Telephone: (202) 639-7700
Fax: (202) 585-1068
E-mail: mark.cook@bakerbotts.com

III. SUMMARY OF THE PROPOSAL

A. Facilities

Mid-Atlantic Express is proposing to site, construct, and operate a new, approximately 88-mile pipeline extending from the proposed AES Sparrows Point LNG Terminal, to be located at the Sparrows Point industrial complex, which is situated on the

Sparrows Point peninsula extending into the Chesapeake Bay east of the Port of Baltimore, Maryland, to interconnections with three major interstate pipeline systems near Eagle, Pennsylvania. These three pipelines -- Columbia Gas Transmission Corporation (“Columbia”), Transcontinental Gas Pipe Line Corporation (“Transco”), and Texas Eastern Transmission Corporation (“TETCO”) -- provide service to the Mid-Atlantic Region and adjacent gas consuming regions, and their facilities also have access to extensive underground storage facilities located in the vicinity of Eagle. Mid-Atlantic Express may also provide interconnections with the facilities of LDCs and/or other entities. The sole source of natural gas to be transported on the proposed Pipeline will be regasified LNG delivered at the AES Sparrows Point LNG Terminal. The Terminal will have a nominal regasification/sendout capacity of 1.5 bscfd (expandable to 2.25 bscfd) at a maximum sendout pressure of 2,080 psig.

The Mid-Atlantic Express Pipeline will be designed, constructed, and operated to meet or exceed all applicable regulations for pipelines, including requirements established by the Commission and by the DOT pursuant to the Pipeline Safety Act (Transportation of Natural and Other Gas by Pipeline: Minimum Federal Safety Standards. 49 CFR Part 192). Pipeline design, construction, and operation will also adhere to applicable state requirements and relevant standards promulgated by the American Petroleum Institute (“API”).

A description of the major proposed facilities is as follows:

Mainline: The proposed Pipeline will be approximately 88 miles in length and consist of 30-inch outside diameter carbon steel pipe manufactured in accordance with API specifications for seamless and welded steel line pipe for use in conveying gas in the natural gas industries (API 5L). As more fully described in Resource Report 11 (attached as part of the Environmental Report, Exhibit F, to the application of AES Sparrows Point), the Pipeline will be

designed and constructed based on appropriate pipeline engineering class studies and with pipe classification, pursuant to DOT regulations and American Society of Mechanical Engineers (ASME) B31.8 *Gas Transmission and Distribution and Pipeline Systems* guidelines.

Aboveground Facilities: Aboveground facilities for the proposed Pipeline will include mainline valve sites and interconnect metering facilities. No compression facilities are planned for the Pipeline as the pressure of the natural gas exiting the tailgate of the Terminal will be sufficient to overcome line pressure drop and meet the interconnection requirements. Mid-Atlantic Express proposes to use nine mainline valves with the spacing between them conforming to 49 CFR Part 192 requirements. The final design will enable segments of the Pipeline to be shut down in an emergency, or for maintenance, by closing the appropriate valves. All valves will be equipped with blowdown capabilities to vent in the case of an overpressure event. Each valve site will be secured and fenced to provide security and safety. Additionally, pipeline operations will have remote control and monitoring capabilities for mainline block valves.

At the Pipeline interconnect with the LNG terminal, facilities will include main line block valves, remotely operated emergency shutdown system valves, metering systems, a pig launching system, and associated controls for monitoring system parameters.

As noted above, the proposed Pipeline will interconnect with Columbia, Transco and TETCO, and, potentially, will have interconnections with the facilities of nearby LDCs and/or other entities. Each interconnect facility will include metering, flow control and/or pressure control facilities, system isolation, and security and safety systems. The Columbia meter station site will also include a pig receiver facility. The site of each interconnection will be secured and fenced to provide safety and security.

Additional facilities information is provided in Resource Report 1, attached to the application of AES Sparrows Point as part of the Environmental Report at Exhibit F.

B. Land Use and Environmental Impacts

The construction and operation of the Pipeline will have minimal impacts on the environment. In selecting the proposed route, Mid-Atlantic Express sought to maximize the use of existing utility and highway ROWs, thereby minimizing potential impacts to individual landowners and previously undisturbed lands. Approximately 91% of the overall route is located parallel to, and, wherever possible, is overlapping with, existing utility and highway rights-of-way. The Pipeline will be built within a 50-foot wide permanent ROW, typically using a temporary 75-foot wide CROW. Total permanent operational land requirements are estimated to be approximately 530 acres, with construction land requirements estimated to be 896 acres.

Construction will be conducted within approved workspace limits, and will use applicable industry standard methods, so as to minimize landowner and environmental disturbances. Following the conclusion of construction, Mid-Atlantic Express will carry out restoration and cleanup measures, including the installation of erosion and sediment controls, and will undertake reseeded and mulching in accordance with permit requirements and landowner agreements. Affected areas not required for the permanent ROW, especially those located in previously unaffected natural areas, will be allowed to revegetate. Mid-Atlantic Express will continue to anticipate and mitigate any possible residual impacts on local communities, as well as environmental and cultural resources.

Extensive information regarding the land use and environmental impacts of the Pipeline is included in the comprehensive Environmental Report included at Exhibit F of AES Sparrows Point's application.

C. Security

Although Mid-Atlantic Express cannot anticipate and prevent every adverse event that may impact the safety and security of the proposed Pipeline, it will significantly reduce the risks of the occurrence of any adverse event by complying with all applicable Federal and state security standards, and, in some cases, by surpassing those standards. Additional detailed information regarding safety and security planning and the security measures that Mid-Atlantic Express will undertake is included in Resource Report No. 11, attached to AES Sparrows Point's application as part of Exhibit F.

IV. PUBLIC CONVENIENCE AND NECESSITY UNDER SECTION 7 OF THE NGA

In accordance with Section 157.6(b)(2) of the Commission's Regulations, Mid-Atlantic Express states that its proposed Pipeline is required by the public convenience and necessity. Specifically, the proposed Pipeline satisfies the criteria set forth in the Commission's Construction Policy Statement. The proposed Pipeline will significantly increase availability of new sources of natural gas for the Mid-Atlantic and surrounding regions, at a time when demand for natural gas in the Region is growing at a significant rate. The connections with the interstate pipeline grid in the vicinity of Eagle, Pennsylvania will allow the Pipeline to deliver new supplies of natural gas to this market, including to storage facilities accessible by the downstream pipelines.

A. Need for the Project

The benefits of the proposed Pipeline outweigh any *de minimus* impacts resulting from the Pipeline. As more fully described in Resource Report No. 1, the delivery by Mid-Atlantic Express of regasified LNG imported at the LNG Terminal will serve the growing

demand of the Mid-Atlantic market and diversify the supply sources available to this market. The Mid-Atlantic Express Pipeline proposal is therefore in the public convenience and necessity.

B. The 1999 Construction Policy Statement

In determining whether to authorize the construction of a new pipeline, the Commission will weigh the public benefits against the potential adverse effects of the new construction. Construction Policy Statement, 88 FERC ¶ 61,227 at 61,745. The Commission's inquiry emphasizes certain factors, including: (1) consideration of the enhancement of competitive transportation alternatives; (2) the possibility of overbuilding; (3) any subsidization by existing customers; (4) avoidance of unnecessary disruptions of the environment; and (5) the avoidance of the unnecessary exercise of governmental condemnation powers. The analytical framework itself is comprised of three steps. The first step in evaluating a new proposal is for the Commission to determine whether the applicant will financially support the project without requiring subsidies from its existing customers. If this inquiry is answered in the affirmative, the Commission then determines whether the applicant has eliminated or minimized any potential adverse effects resulting from the project on existing customers, existing pipelines and their customers, and landowners and communities affected by the new construction. *Id.* In the third step, the Commission weighs the benefits of the new proposal against any adverse economic effects that cannot be fully mitigated. *Id.* If the benefits outweigh the adverse effects, the Commission will issue a preliminary finding that the proposal is in the public interest, and then proceed with the environmental analysis required by the National Environmental Policy Act ("NEPA"). *Id.*

The proposed Pipeline satisfies the Commission's Construction Policy. *First*, Mid-Atlantic Express will bear the financial risk of the Pipeline. Mid-Atlantic Express will

assume the full economic risk of recovering its costs through its transportation charges and there is no possibility of any subsidization because the Pipeline has no existing customers. For this reason, there can also be no adverse effects on existing customers.

Second, the proposed Pipeline will have no adverse effects on any existing pipelines and their customers as it will not be competing with existing pipelines for their existing shippers. Moreover, the Pipeline will not result in any unsubscribed capacity on existing pipelines. Rather, the Pipeline, together with the AES Sparrows Point LNG Terminal, will provide a new, alternative source of natural gas to the existing shippers of the interstate pipelines with which it will interconnect. This will benefit both existing pipelines and their customers by potentially reducing unused capacity through the introduction of new natural gas supplies and by contributing to the efficient, competitive functioning of the market by further diversifying the supply sources to serve this market.

Third, the proposed Pipeline will not have a significant adverse effect on landowners and communities affected by the new construction, and will avoid unnecessary disruptions of the environment. The project footprint is primarily located parallel to, and, when possible, overlapping with, existing utility and roadway ROWs. As discussed above and in more detail in the Environmental Report, attached as Exhibit F to AES Sparrows Point's application, Mid-Atlantic Express will implement a number of measures to mitigate any impacts on the environment and the local community. To the extent those impacts cannot be entirely mitigated, they are outweighed by the benefits of the proposal. But, Mid-Atlantic Express will continue to work with federal, state, and local officials, as well as landowners and other stakeholders, to assure that the Pipeline is constructed with minimal impacts.

Fourth, at this time, Mid-Atlantic Express anticipates that its project will only require limited use of condemnation authority. Mid-Atlantic Express has communicated with all landowners along the route proposed for the Pipeline and has received survey access permission for approximately 96% of the required ROW for its preferred route. In its communications with landowners, Mid-Atlantic Express has explained the process by which it expects to acquire easements and, for the most part, has not received negative responses to those explanations. The fact that the great majority of the proposed route for the Pipeline parallels or overlaps existing ROWs has benefited Mid-Atlantic Express in that those landowners are more familiar with the acquisition, construction and maintenance practices associated with utility infrastructure.

V. PIPELINE OPERATIONS

A. In-service Date

Mid-Atlantic Express proposes to commence service and be fully operational in December, 2010, concurrent with the proposed in-service date of the LNG Terminal.

B. Open Season

From June 28, 2006 to July 19, 2006, Mid-Atlantic Express conducted an open season for firm transportation capacity on its proposed Pipeline. AES Mid-Atlantic LNG Marketing, LLC (“AES Mid-Atlantic LNG Marketing”), an affiliate of Mid-Atlantic Express, submitted a bid for the entire capacity of the Pipeline. Mid-Atlantic Express and AES Mid-Atlantic LNG Marketing have executed a precedent agreement for the capacity, which contemplates the execution of a firm transportation service agreement pursuant to the provisions of Mid-Atlantic Express’s FERC Gas Tariff, prior to commencement of service. A copy of this precedent agreement is included at Exhibit I.

C. Proposed Services, Rates, Costs, and Financing

The cost of the Mid-Atlantic Express pipeline facilities is estimated to be approximately \$414,999,000, as detailed in Exhibit K hereto. Mid-Atlantic Express's proposed initial recourse rate under Rate Schedule FTS for firm service is \$3.1585 per Dth per month, or \$0.1038 per Dth stated on a 100% load factor basis. The derivation of this rate is shown in Exhibit P. The proposed recourse rate is based on firm service design determinants of 1,500,000 Dth/d, which is the physical design capacity of the Pipeline based on the level of compression proposed to be installed at the LNG Terminal by AES Sparrows Point.

The recourse rate for interruptible service under Rate Schedule ITS will be \$0.1038 per Dth, the 100 percent load factor equivalent of the firm transportation rate. Mid-Atlantic Express is proposing an interruptible parking and lending service, Rate Schedule PALS, which is also proposed to be stated as the 100% load factor derivative of the FTS rate. In recognition of the fact that no costs are allocated to the design of interruptible service, Mid-Atlantic Express is proposing an annual crediting mechanism to credit to its shippers any net revenues received for interruptible services and authorized overrun under Rate Schedule FTS.

Workpapers detailing the computations underlying the derivation of the Rate Schedule FTS firm rates are attached hereto in Exhibit P. An estimate of revenues and expenses for the first three years of operation is included at Exhibit N. As illustrated in Exhibit L, 30% of the cost of the Pipeline is anticipated to be financed by equity contributions, and 70% of the cost is anticipated to be financed in the form of non-recourse debt.

Pursuant to their executed precedent agreement, Mid-Atlantic Express and AES Mid-Atlantic LNG Marketing will enter into an agreement under Rate Schedule FTS at the maximum recourse rate. However, as reflected in Section 26 of its *pro forma* FERC Gas Tariff included in Exhibit P, Mid-Atlantic Express is herein requesting authority to enter into

negotiated rate transactions. In accordance with the Negotiated Rate Policy Statement, Mid-Atlantic Express will make any required filings related to any such agreements.

D. Mid-Atlantic Express' Pro Forma Tariff

The proposed new Rate Schedules FTS, ITS, and PALS, and the applicable General Terms and Conditions of Service for service on Mid-Atlantic Express, are included as part of the *pro forma* Tariff included herewith in Exhibit P. This *pro forma* tariff includes the provisions typical of interstate pipeline tariffs and is consistent with Commission regulations and policy.

E. Facilities Supervision, Management, and Engineering

Facilities supervision, management and engineering is provided in Exhibit M.

VI. BLANKET TRANSPORTATION AND FACILITIES CERTIFICATES

A. Blanket Transportation Certificate

Mid-Atlantic Express requests the Commission to issue it a blanket certificate of public convenience and necessity under Subpart G of Part 284 of the Commission's Regulations, authorizing the transportation of natural gas on behalf of others on an open access basis. The proposed tariff provisions for such service are included at Exhibit P. Mid-Atlantic Express agrees to comply with the conditions set forth in Subpart A of Part 284 of the Commission's Regulations. For all of the reasons discussed above, Mid-Atlantic Express's request for a blanket transportation certificate is in the public convenience and necessity.

B. Blanket Facilities Certificate

Mid-Atlantic Express further requests that the Commission issue it a blanket certificate of public convenience and necessity under Section 157.204 of the Commission's

Regulations, authorizing it to engage in the routine construction activities set forth in Subpart F of Part 157. Mid-Atlantic Express states that it will comply with the terms, conditions, and procedures set forth in Subpart F of Part 157. For all of the same reasons discussed above, Mid-Atlantic Express's request for a blanket facilities certificate is in the public convenience and necessity.

VII. LANDOWNER NOTIFICATION

Section 157.6(d) of the Commission's Regulations requires applicants proposing to construct pipeline facilities to notify all affected landowners. Affected landowners include owners of land that is directly crossed by, and of land that abuts, the ROW. Mid-Atlantic Express will serve all affected landowners and other parties specified by the Commission's Order Nos. 609 and 609-A with the required landowner notification letter, a copy of which is attached at Exhibit Z-1. Such Notice will be served within three days after the Commission issues its Notice of Application. In addition, Mid-Atlantic Express will publish a form of notice of its filing in local newspapers of general circulation along the proposed route within one week of filing this application. Public copies of the application will be made available by Mid-Atlantic Express at a library in each County crossed by the Pipeline.

VIII. RELATED APPLICATIONS

As discussed above, concurrently with the filing of this application, AES Sparrows Point LNG, LLC is filing an application under Section 3(a) of the NGA, 15 U.S.C. § 717b(a), and Parts 153 and 380 of the Commission's Regulations, 18 C.F.R. §§ 153.1 *et seq.* and 380.1 *et seq.*, to site, construct and operate the LNG Terminal.

Mid-Atlantic Express will require other federal, state, and local authorizations or permits for the proposed facilities (to the extent that state or local authorizations and permits do

not conflict with the Commission's certificate and associated conditions). In addition to the listing of federal permits and authorizations in Exhibit J, a listing of the applicable federal, state, and local authorizations and permits is provided in Table 1.8-1 of Resource Report 1, attached as part of the Environmental Report at Exhibit F of AES Sparrows Point's application.

IX. REQUEST FOR WAIVERS

Mid-Atlantic Express requests that the Commission grant any waivers and any other appropriate relief that is deemed necessary to issue the certificates and approvals requested herein.

X. FORM OF NOTICE

A form of notice suitable for publication in the Federal Register is attached to this application and a copy of the notice is included in electronic format on a separate computer diskette.

XI. EXHIBITS

In accordance with Section 153.8 of the Commission's Regulations, Mid-Atlantic Express submits the following attached exhibits:

- Exhibit A (Section 157.14(a)(1)): Certified copies of the Certificate of Formation and Limited Liability Company Agreement for Mid-Atlantic Express.
- Exhibit B (Section 157.14(a)(2)): Copies of State authorizations for each state in which Mid-Atlantic Express is authorized to do business.
- Exhibit C (Section 157.14(a)(3)): List of the names and business addresses of Mid-Atlantic Express's Officers and Directors.

- Exhibit D (Section 157.14(a)(4)): Descriptions of Mid-Atlantic Express's subsidiaries and affiliations.
- Exhibit E (Section 157.14(a)(5)): Omitted. Other than the concurrently filed application of AES Sparrows Point under Section 3 of the NGA, there are no other pending applications or filings before the Commission that significantly affect this application.
- Exhibit F (Section 157.14(a)(6)): A map of the location of the proposed Pipeline facilities.
- Exhibit F-1 (Section 157.14(a)(6-a)): Environmental Report - Omitted. Mid-Atlantic Express adopts and incorporates by reference the environmental report included as part of Exhibit F of the application of AES Sparrows Point filed concurrently herewith.
- Exhibit G/G-1/G-2 (Section 157.14(a)(7)-(9)): Flow diagrams showing daily design capacity and flow diagram engineering data.
- Exhibit H (Section 157.14(a)(10)): Omitted - Mid-Atlantic Express will be a transporter of natural gas only.
- Exhibit I (Section 157.14(a)(11)): Market data - A copy of the precedent agreement with AES Mid-Atlantic LNG Marketing is attached.
- Exhibit J (Section 157.14(a)(12)): Federal Authorizations - A statement identifying each Federal authorization that the proposal will require; the Federal agency or

officer, or State agency or officer acting pursuant to delegated Federal authority, that will issue each required authorization; the date each request for authorization was submitted; why any request was not submitted and the date submission is expected; and the date by which final action on each Federal authorization has been requested or is expected.

- Exhibit K (Section 157.14(a)(13)): Cost of facilities estimate.
- Exhibit L (Section 157.14(a)(14)): Plan for financing of proposed facilities.
- Exhibit M (Section 157.14(a)(15)): Description of facilities supervision, management, and engineering.
- Exhibit N (Section 157.14(a)(16)): Estimate of projected revenues, expenses, and income for the Pipeline's first three years of operations.
- Exhibit O (Section 157.14(a)(17)): Depreciation rates.
- Exhibit P (Section 157.14(a)(18)): Rate derivation and *pro forma* tariff.
- Exhibit Z-1: Form of landowner notification letter.

XII. CONCLUSION

For all the reasons set forth in this application and its supporting exhibits, Mid-Atlantic Express requests that the Commission grant Mid-Atlantic Express: (1) a certificate of public convenience and necessity under Section 7(c) of the NGA authorizing it to site, construct, and operate its proposed Pipeline facilities; (2) a blanket transportation certificate; and (3) a blanket facilities certificate. Mid-Atlantic Express also requests that the Commission grant any

waivers and any other authorizations or relief deemed necessary by the Commission for Mid-Atlantic Express to carry out its Pipeline proposal. Mid-Atlantic Express respectfully submits that prompt approval of the proposal by the Commission is in the public interest. Therefore, Mid-Atlantic Express requests issuance of certificate authority requested hereunder by no later than November 1, 2007.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'R. McManus', is written over a horizontal line. The signature is stylized and extends to the right of the line.

Randolph Q. McManus
G. Mark Cook
Renu Gupta
Jessica Fore
Baker Botts L.L.P.
The Warner
1299 Pennsylvania Ave., NW
Washington, DC 20004

Dated: January 8, 2007