

March 12, 2003

Millennium Pipeline Company, L.P.
293 Court Street
Binghamton, NY 13901

Attn: Mr. Richard E. Hall, Jr.

Re: Pipeline Route Review Report

Dear Mr. Hall:

Baker is pleased to submit the attached "Pipeline Route Review Report" which has been prepared in response to your request. The findings in our Report were based upon our on-site reviews of the various proposed alternative routes to the FERC certificated route. The alternative routes were collectively proposed by: the NYSDOS; Village of Croton-on-Hudson; Village of Briarcliff Manor; and a "Feasibility Evaluation" prepared by O'Brien and Gere Engineers, Inc.

The findings contained in the Report were based upon our on-site investigation of the adequacy of the routes as candidate sites to permit, design, construct and operate and maintain a 24-inch diameter steel pipeline transporting natural gas at high pressures. In numerous instances, the actual location of the proposed alternative routes were ambiguous and/or not defined. In these instances, we took the liberty of assuming the route would be sited where in our judgment appeared to be the best location for a 24-inch HP gas pipeline. The field review was a topographic survey and evaluation only. The review did not include hydraulic design, geotechnical or geological testing and analyses.

Fifteen (15) individual routes consisting of twenty-three (23) separate segments were reviewed. All of the routes contained segments common to other routes. Our review and conclusions pertain to the proposed alternative routes only. It was not the purpose of this study to research ways to avoid or eliminate the numerous fatal flaws or constraints of the alternative routes. This should not be construed to imply that considering the: natural topography of the area; the density of residential communities and commercial areas; the expanse of the Hudson River; the number of highways and related traffic congestion and the several designated areas of National Historical significance that this would be possible.

Following our on-site review and evaluation, it is our opinion that none of the proposed alternative routes to the FERC certificated route are feasible from a permitting, design, construction and operation and maintenance standpoint.

Sincerely,

BAKER ENGINEERING NY, INC.Charles M. Russell, P.E.
Vice President

CMR/jc

Attachments

