

EXPLORER PIPELINE COMPANY

IN CONNECTION WITH

CONOCOPHILLIPS PIPE LINE COMPANY

JOINT TARIFF CONTAINING VOLUME INCENTIVE RATES AND SPECIALITY
PRODUCT RATES

APPLYING ON THE TRANSPORTATION OF

PETROLEUM PRODUCTS

AS DEFINED IN ITEM NO. 5 HEREIN SUPPLEMENTS THERETO AND
SUCCESSIVE ISSUES THEREOF.

FROM	TO
HARTFORD, MADISON COUNTY, ILLINOIS	POINTS IN MISSOURI, ILLINOIS AND INDIANA

THE RATES NAMED IN THIS TARIFF APPLY ON INTERSTATE TRANSPORTATION OF PETROLEUM PRODUCTS BY PIPELINE, SUBJECT TO THE RULES AND REGULATIONS PUBLISHED HEREIN.

THE RATES NAMED IN THIS TARIFF ARE MARKET-BASED RATES PURSUANT TO THE COMMISSIONS ORDER ON APPLICATION FOR MARKET POWER DETERMINATION, EXPLORER PIPELINE COMPANY, DOCKET NO. OR99-1-000, ISSUED JUNE 30, 1999.

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

--	--

ISSUED: June 11, 2009	EFFECTIVE: July 12, 2009
-----------------------	--------------------------

ISSUED BY RODNEY E. SANDS, PRESIDENT & CEO	COMPILED BY CURTIS L. CRAIG, V.P. & GENERAL COUNSEL
---	--

EXPLORER PIPELINE COMPANY
6846 SOUTH CANTON AVENUE
P. O. BOX 2650
TULSA, OK 74101-2650
(918) 493-5100
www.expl.com

Item No. 10A Cancels Item No. 10 SPECIFICATIONS

(a) Carrier shall have no obligation to accept petroleum products for transportation hereunder unless such products are free from water and other impurities; have a color not darker than No. 3 ASTM (except that gasolines to which artificial coloring has been added will be accepted for transportation regardless of color); have a vapor pressure not more than 15 pounds absolute at 100 degrees Fahrenheit; have an API gravity at 60 degrees Fahrenheit, not less than 20 degrees and not more than 80 degrees; a viscosity not more than 4.3 centistokes at 100 degrees Fahrenheit; and meet all required specifications as uniformly established and published in the Shippers Manual. Specifications are detailed in Section 3 of the Shipper's Manual and are dated April 1, [W] ~~2008~~ 2009. Copies of the Shipper's Manual will be provided to Shippers upon request or may be accessed through the Carrier's website at www.explorerpipeline.com.

(b) Carrier will require the Shipper to furnish certified laboratory reports showing the results of tests of the petroleum products offered for transportation. Carrier may also make such tests of the petroleum products as it deems necessary.

(c) Petroleum products containing blending components other than pure hydrocarbons or that pose a personal health hazard to Carrier's employees are not acceptable for transportation unless Shipper notifies Carrier of the identification and concentration of such components and has received Carrier's agreement to transport such blended petroleum products before they enter Carrier's system. Shipper must report type and percent by volume of all non-hydrocarbon blending components.

Item No. 90A Cancels Item No. 90 PRORATION OF PIPELINE CAPACITY

The proration policy will be applied, on each segment of main line, or lateral lines, where a need for proration shall arise. When the total volume nominated for Shipment in accordance with Item 25 is greater than can be transported within the period covered by such nominations, petroleum products offered by each Shipper for transportation will be transported in such quantities and at such times to the limit of Carrier's capacity so as to avoid discrimination among shippers and will be in accordance with Carrier's "Petroleum Products Proration Policy" dated January 1, [W] ~~2007~~ 2008, a copy of which is published in the Shipper's Manual and is available upon request.

Item No. 125A Cancels Item No. 125 ROUTING

ConocoPhillips Pipe Line Company Hartford, Madison County, Illinois origin to Explorer Pipeline, Wood River, Madison County, Illinois via ConocoPhillips FERC No. [W] ~~175~~ 208 and Supplements thereto. Wood River, Madison County, Illinois to St. Louis, Missouri; E. St. Louis and Wood River, Illinois; Griffith and Hammond, Indiana via Explorer Pipeline FERC 90 and supplements thereto.

The rates herein apply only via the routes specified in this Tariff or supplements thereto.

TABLE OF JOINT VOLUME INCENTIVE RATES

[W] PART I – 1 CANCELS PART I

[I] All Rates are Increased.

Rates in Cents per Barrel of 42 United States Gallons.

APPLICATION OF RATES – See Item No. 110

EXPLORER PIPELINE COMPANY DESTINATIONS	CONOCOPHILLIPS PIPE LINE HARTFORD (MADISON COUNTY, ILLINOIS) ORIGIN
STATE OF MISSOURI St. Louis (St. Louis County)	67.2 (1) 82.2 (2)
STATE OF ILLINOIS East St. Louis (St. Clair County)	+67.2 (1) +82.2 (2)
Wood River (Madison County) Local Deliveries	+67.2 (1) +82.2 (2)
STATE OF INDIANA Griffith (Lake County) Hammond (Lake County)	85.1 (3) 93.1 (4) 87.3 (3) 95.3 (4)

TABLE OF JOINT VOLUME INCENTIVE RATES FOR SPECIALTY PRODUCTS	
[W] PART II – 1 CANCELS PART II	
[I] All Rates are Increased.	
Rates in Cents per Barrel of 42 United States Gallons.	
APPLICATION OF RATES – See Item No. 112	
EXPLORER PIPELINE COMPANY DESTINATIONS	CONOCOPHILLIPS PIPE LINE HARTFORD (MADISON COUNTY, ILLINOIS) ORIGINS
STATE OF MISSOURI St. Louis (St. Louis County)	71.8 (1) 86.8 (2) 167.2 (5)
STATE OF ILLINOIS East St. Louis (St. Clair County) Wood River (Madison County) Local Deliveries	+71.8 (1) +86.8 (2) +167.2 (5) +71.8 (1) +86.8 (2) +167.2 (5)
STATE OF INDIANA Griffith (Lake County) Hammond (Lake County)	90.5 (3) 98.5 (4) 178.1 (5) 93.0 (3) 101.0 (4) 180.3 (5)

EXPLANATION OF ABBREVIATIONS

F.E.R.C.	Federal Energy Regulatory Commission
No.	Number
BPM	Barrels Per Month

EXPLANATION OF REFERENCE MARKS

- (1) Volume incentive rate 0 – 300,000 barrels per month total to designated Missouri and/or Illinois destinations.
- (2) Rates for volumes in excess of 300,000 barrels per month to designated Missouri and/or Illinois destinations.
- (3) Volume incentive rates 0 – 450,000 barrels per month total to Griffith and/or Hammond, Indiana destinations.
- (4) Rates for volumes in excess of 450,000 barrels per month to Griffith and/or Hammond, Indiana and destinations.
- (5) Any petroleum products that otherwise meets the Carrier's specifications as provided in Item 10, and has an API gravity at 60 degrees Fahrenheit of less than 30 degrees.

[I] Increase.

[W] Change in Wording Only.

+ Intrastate.

Petroleum products will be transported through Carrier's facilities only as provided in these rules and regulations at the rates set forth in this tariff and successive issues thereof. For definition of carrier cycles see Item No. 5.

