EXHIBIT D

ROUTE MODS

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Explorer Pipeline Company Petition for a Certificate of Convenience and Necessity to acquire, construct, maintain and operate petroleum pipelines in the State of Illinois.	: : : : : : :	56052

7/2/71

SUPPLEMENTAL ORDER

By the Commission:

On May 24, 1971 EXPLORER PIPELINE COMPANY (hereinafter sometimes referred to as "Petitioner") filed a verified Supplemental Petition requesting that the Commission amend the Certificate of Public Convenience and Necessity which had previously been issued to Petitioner by Order of the Commission on December 23, 1970 in this docket.

Pursuant to notice duly given as required by law and the rules and regulations of the Commission, the matter came on for hearing before a duly authorized Examiner of the Commission at its offices in Springfield, Illinois, on June 16, 1971. An appearance was entered by Petitioner and by representatives of the Engineering Section and the Accounts and Finance Section of the Commission. No other appearances were entered. Petitioner presented evidence, both oral and documentary, in support of the Petition, and at the close of the hearing the matter was marked "Heard and Taken."

This proceeding is a supplemental application to alter the Certificate granted by the Commission on December 23, 1970 authorizing Petitioner to construct, operate and maintain a 24 inch petroleum products pipeline from the Missouri - Illinois state line near Wood River, Illinois, to the Indiana state line near Hammond, Indiana, with a 14 inch lateral from Wood River to East St. Louis, Illinois. Petitioner's proposed pipeline extends from the Gulf Coast States of Louisiana and Texas and is for the purpose of providing

additional light petroleum products for users of fuel oil and for the traveling public in Illinois and the entire mid-west. Notice of the Supplemental Petition was given to all of the adjoining utility and pipeline companies and the public officials in the Counties of Madison, St. Clair, DeWitt and Will, which are the counties wherein changes have been made in the original route of the pipeline as certified by the Commission's Order of December 23, 1970.

The Commission, having considered the entire record herein and being fully advised in the premises, is of the opinion and finds that:

(1) Petitioner is a Delaware corporation, duly authorized by the Secretary of State of Illinois to transact business in this State, and is authorized by its Articles of Incorporation to transport petroleum products by pipeline;

(2) on December 23, 1970, Petitioner was issued a Certificate of Public Convenience and Necessity to construct, operate and maintain a 24 inch petroleum products pipeline with a 14 inch lateral in the State of Illinois over and along a route generally described in an Appendix to that Order and Certificate;

(3) due to certain difficulties in obtaining rights of way and for the purpose of avoiding a newly proposed subdivision and to avoid a diagonal crossing of a proposed utility water reservoir, three deviations in the route of the original pipeline, as certified by the Order of December 23, 1970, were made:

(a) the first alteration was in Madison and St. Clair Counties where the route was changed from the original route by locating the pipeline to the West, as shown on Petitioner's Exhibit A attached to the Petition;

(b) the second alteration was in DeWitt County where the line was altered as shown on Exhibit B attached to the Petition;

(c) the third alteration was in Will County where the route was altered as shown on Petitioner's Exhibit C attached to the Petition;

(4) In each instance, the alteration of the route at its maximum deviation was no more than two miles and was made in order to be more compatible with proposed developments of

which Petitioner had no knowledge at the time of the original routing, and to conform to right of way acquisitions which Petitioner was able to obtain through voluntary negotiations;

(5) the alterations of Petitioner's original route were viewed by a member of the Commission's Engineering Section, who had inspected the route of the entire proposed pipeline;

(6) the alterations which Petitioner has made in the route of its proposed pipeline are practical, in the public interest, and should be approved.

IT IS THEREFORE ORDERED by the Illinois Commerce Commission that the alterations in the route of Petitioner's proposed pipeline, as described in Finding (3) be and the same are hereby approved and the Certificate of Public Convenience and Necessity issued on December 23, 1970 be and the same is hereby modified and amended accordingly.

IT IS FURTHER ORDERED that the Appendix A attached hereto and made a part hereof, being the amended route of the proposed pipeline, be and the same is hereby substituted for the Appendix A attached to the Order of December 23, 1970.

By Order of the Commission this 7th day of July, 1971.

David H Armstrong
Chairman

EXAMINER CMK

SECTION CHIEF

Supervisor of Orders

CMK/lc