

Name of Respondent Explorer Pipeline Company	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year of Report 2012/Q4
FOOTNOTE DATA			

Schedule Page: 202 Line No.: 1 Column: c
Common stock - 1.000 shares

Name of Respondent
Explorer Pipeline Company

This Report Is:
(1) An Original
(2) A Resubmission

Date of Report
(Mo, Da, Yr)
/ /

Year/Period of Report
End of 2012/Q4

Invest in Com Stocks of Affiliated Co / Co Controlled Directly by Resp other than through Title to Securities

1) Report below the particulars (details) of all investments in common stocks included in Account No. 20, Investments in Affiliated Companies, which qualify for the equity method under instruction 2-2 in the U.S. of A.
2.) Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of accounting in accordance with instruction 2-2 (c) (11) of the U.S. of A.

Line No.	Name of Issuing Company and Description of Security Held (a)	Balance at Beginning of Year (in dollars) (b)
	Carriers (List specifics for each company)	0
1	Explorer Pipeline Services Company Common Stock	20,957,054
2		0
3		0
4		0
5		0
6		0
7		0
8		0
9		0
10		0
11		0
12		0
13	TOTAL	20,957,054
14	Noncarriers (Show totals only for each column)	0
15	TOTAL	20,957,054

COMPANIES CONTROLLED DIRECTLY BY RESPONDENT OTHER THAN THROUGH TITLE TO SECURITIES

Line No.	Name of Company Controlled (a)	Sole or Joint (b)
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Invest in Com Stocks of Affiliated Co / Co Controlled Directly by Resp other than through Title to Securities

3.) Enter in column (d) the share of undistributed earnings (i.e. less dividends) or losses.
 4.) Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition. See instruction 2-2 (c) (4) of the U.S. of A.
 5) The cumulative total of column (g) must agree with column (c), line 19, Schedule 110.

Line No.	Adjustment for Investments Qualifying for Equity Method (in dollars) (c)	Equity in Undistributed Earnings (Losses during year in dollars) (d)	Amortization During Year (in dollars) (e)	Adjustment for Investments Disposed of or Written Down During Year (in dollars) (f)	Balance at End of Year (in dollars) (g)
	0	0	0	0	0
1	(4,670,716)	3,630,987	0	0	19,917,325
2	0	0	0	0	0
3	0	0	0	0	0
4	0	0	0	0	0
5	0	0	0	0	0
6	0	0	0	0	0
7	0	0	0	0	0
8	0	0	0	0	0
9	0	0	0	0	0
10	0	0	0	0	0
11	0	0	0	0	0
12	0	0	0	0	0
13	(4,670,716)	3,630,987	0	0	19,917,325
14	0	0	0	0	0
15	(4,670,716)	3,630,987	0	0	19,917,325

COMPANIES CONTROLLED DIRECTLY BY RESPONDENT OTHER THAN THROUGH TITLE TO SECURITIES (Continued)

Line No.	DESCRIP. OF CONTROL Other Parties, if Any. to Joint Agreement for Control (c)	DESC OF CONTROL How Established (d)	DESC OF CONTROL Extent of Control (In percent) (e)	Remarks (f)
1			0.00	
2			0.00	
3			0.00	
4			0.00	
5			0.00	
6			0.00	
7			0.00	
8			0.00	
9			0.00	
10			0.00	
11			0.00	
12			0.00	
13			0.00	
14			0.00	
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16			0.00	
17			0.00	
18			0.00	
19			0.00	
20			0.00	
21			0.00	
22			0.00	
23			0.00	
24			0.00	

Carrier Property

Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	PROP CHNGS DUR YR Expenditures for New Construction, Additions, and Improvements	PROP CHNGS DUR YR Expenditures for Existing Property Purchased or Otherwise Acquired (d)
	GATHERING LINES			
1	Land (101)			
2	Right of Way (102)			
3	Line Pipe (103)			
4	Line Pipe Fittings (104)			
5	Pipeline Construction (105)			
6	Buildings (106)			
7	Boilers (107)			
8	Pumping Equipments (108)			
9	Machine Tools and Machinery (109)			
10	Other Station Equipment (110)			
11	Oil Tanks (111)			
12	Delivery Facilities (112)			
13	Communication systems (113)			
14	Office Furniture and Equipment (114)			
15	Vehicles and Other Work Equipment (115)			
16	Other Property (116)			
17	Asset Retirement Costs for Gathering Lines (117)			
18	TOTAL (Lines 1 thru 17)			
	TRUNK LINES			
19	Land (151)	9,530,971		
20	Right of Way (152)	23,040,118	147,344	
21	Line Pipe (153)	83,333,811		
22	Line Pipe Fittings (154)	62,389,052		
23	Pipeline Construction (155)	214,119,190	4,053,200	
24	Buildings (156)	16,236,174	58,412	
25	Boilers (157)			
26	Pumping Equipment (158)	39,897,019	120,216	
27	Machine Tools and Machinery (159)			
28	Other Station Equipment (160)	178,853,339	2,022,167	
29	Oil Tanks (161)	94,020,321	1,180,008	
30	Delivery Facilities (162)			
31	Communication Systems (163)	1,685,640	34,574	
32	Office Furniture and Equipment (164)	2,024,706	6,392	
33	Vehicles and Other Work Equipment (165)	4,063,489	581,604	
34	Other Property (166)			
35	Asset Retirement Costs for Trunk Lines (167)			
36	TOTAL (Lines 19 thru 35)	729,193,830	8,203,917	
	GENERAL			
37	Land (171)			
38	Buildings (176)			
39	Machine Tools and Machinery (179)			
40	Communication Systems (183)			
41	Office Furniture and Equipment (184)			
42	Vehicles and Other Work Equipment (185)			
43	Other Property (186)			
44	Asset Retirement Costs for General Property (186.1)			
45	Construction Work in Progress (187)	18,043,171	15,131,408	
46	TOTAL (Lines 37 thru 45)	18,043,171	15,131,408	
47	GRAND TOTAL (Lines 18, 36, and 46)	747,237,001	23,335,325	

Carrier Property (continued)

Line No.	PROP CHNGS DUR YR Property Sold, Abandoned, or Otherwise Retired During the Year (e)	PROP CHNGS DUR YR Net (c + d e) (f)	Other Adjustments, Transfers and Clearances (in dollars) (g)	Increase or Decrease During the Year (f+/-g) (in dollars) (h)	Balance at End of Year (b +/- h) (in dollars) (i)
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19	1,347	(1,347)		(1,347)	9,529,624
20	900,019	(752,675)		(752,675)	22,287,443
21	714,362	(714,362)		(714,362)	82,619,449
22	206,600	(206,600)		(206,600)	62,182,452
23	5,437,635	(1,384,435)		(1,384,435)	212,734,755
24	86,146	(27,734)		(27,734)	16,208,440
25					
26	368,362	(248,146)		(248,146)	39,648,873
27					
28	2,450,631	(428,464)		(428,464)	178,424,875
29	425,005	755,003		755,003	94,775,324
30					
31	377	34,197		34,197	1,719,837
32		6,392		6,392	2,031,098
33	54,226	527,378		527,378	4,590,867
34					
35					
36	10,644,710	(2,440,793)		(2,440,793)	726,753,037
37					
38					
39					
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42					
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44					
45		15,131,408	(9,651,719)	5,479,689	23,522,860
46		15,131,408	(9,651,719)	5,479,689	23,522,860
47	10,644,710	12,690,615	(9,651,719)	3,038,896	750,275,897

Undivided Joint Interest Property

Name of Undivided Joint Interest Pipeline:

Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	Property Change During Year (in dollars) Expenditures for New Construction, Additions, and Improvements (c)	Property Change During Year (in dollars) Expenditures for Existing Property Purchased or Otherwise Acquired (d)
	GATHERING LINES			
1	Land (101)			
2	Right of Way (102)			
3	Line Pipe (103)			
4	Line Pipe Fittings (104)			
5	Pipeline Construction (105)			
6	Buildings (106)			
7	Boilers (107)			
8	Pumping Equipment (108)			
9	Machine Tools and Machinery (109)			
10	Other Station Equipment (110)			
11	Oil Tanks (111)			
12	Delivery Facilities (112)			
13	Communication Systems (113)			
14	Office Furniture and Equipment (114)			
15	Vehicles and Other Work Equipment (115)			
16	Other Property (116)			
17	Asset Retirement Costs for Gathering Lines (117)			
18	TOTAL (Lines 1 thru 17)			
	TRUNK LINES			
19	Land (151)			
20	Right of Way (152)			
21	Line Pipe (153)			
22	Line Pipe Fittings (154)			
23	Pipeline Construction (155)			
24	Buildings (156)			
25	Boilers (157)			
26	Pumping Equipment (158)			
27	Machine Tools and Machinery (159)			
28	Other Station Equipment (160)			
29	Oil Tanks (161)			
30	Delivery Facilities (162)			
31	Communication Systems (163)			
32	Office Furniture and Equipment (164)			
33	Vehicles and Other Work Equipment (165)			
34	Other Property (166)			
35	Asset Retirement Costs for Trunk Lines (167)			
36	TOTALS Lines 19 thru 35)			
	GENERAL			
37	Land (171)			
38	Buildings (176)			
39	Machine Tools and Machinery (179)			
40	Communication Systems (183)			
41	Office Furniture and Equipment (184)			
42	Vehicles and Other Work Equipment (185)			
43	Other Property (186)			
44	Asset Retirement Costs for General Property (186.1)			
45	Construction Work in Progress (187)			
46	TOTAL (Lines 37 thru 45)			
47	GRAND TOTAL (Lines 18, 36, and 46)			

Undivided Joint Interest Property

Line No.	Property Change During Year (in dollars) Property Sold, Abandoned, or Otherwise Retired During the Year (e)	Net (c+d-e) (f)	Other Adjustments, Transfers, and Clearances (in dollars) (g)	Increase or Decrease During the Year (f + g) (in dollars) (h)	Balance at End of Year (b+h) (in dollars) (i)
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Accrued Depreciation - Carrier prop (Exclusive of Depreciation on Undiv. Joint Int. Prop. reported in schedule 217)

Give particulars (details) of the credits and debits to Account No. 31, Accrued Depreciation Carrier Property, during the year.

Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No. 540 and 541 of U.S. of A. (in dollars) (c)	Net Debit From Retirement of Carrier Property (in dollars) (d)	Other Debits and Credits Net (in dollars) (e)	Balance at End of Year (b + c + d + e) (in dollars) (f)	Annual Composite/Component Rates (in percent) (g)
	GATHERING LINES						
1	Right of Way (102)						
2	Line Pipe (103)						
3	Line Pipe Fittings (104)						
4	Pipeline Construction (105)						
5	Buildings (106)						
6	Boilers (107)						
7	Pumping Equipment (108)						
8	Machine Tools and Machinery (109)						
9	Other Station Equipment (110)						
10	Oil Tanks (111)						
11	Delivery Facilities (112)						
12	Communication Systems (113)						
13	Office Furniture and Equipment (114)						
14	Vehicles and Other Work Equipment (115)						
15	Other Property (116)						
16	Asset Retirement Costs for Gathering Lines (117)						
17	TOTAL (lines 1 thru 16)						
	TRUNK LINES						
18	Right of Way (152)	12,333,468	570,949		(560,909)	12,343,508	2.50
19	Line Pipe (153)	66,297,911	1,986,073	(3,716)	(685,382)	67,594,886	2.38
20	Line Pipe Fittings (154)	19,588,990	1,557,998	(1,726)	(147,939)	20,997,323	2.50
21	Pipeline Construction (155)	120,741,467	5,339,235	(10,149)	(4,128,886)	121,941,667	2.50
22	Buildings (156)	5,750,365	365,568	1,240	(57,106)	6,060,067	2.25
23	Boilers (157)						
24	Pumping Equipment (158)	10,996,431	1,035,776	(949,262)	(252,304)	10,830,641	2.60
25	Machine Tools and Machinery (159)						
26	Other Station Equipment (160)	46,044,084	4,917,734	(417,236)	(838,027)	49,706,555	2.75
27	Oil Tanks (161)	21,363,957	2,552,411		(7,005)	23,909,363	2.70
28	Delivery Facilities (162)						
29	Communication Systems (163)	620,740	58,945		(306)	679,379	3.45
30	Office Furniture and Equipment (164)	440,086	181,313		(20,087)	601,312	7.75
31	Vehicles and Other Work Equipment (165)	4,184,055	484,692	(35,151)	(7,634)	4,625,962	20.00
32	Other Property (166)						
33	Asset Retirement Costs for Trunk Lines (167)						
34	TOTAL (Lines 18 thru 33)	308,361,554	19,050,694	(1,416,000)	(6,705,585)	319,290,663	
	GENERAL						
35	Buildings (176)						
36	Machine Tools and Machinery (179)						
37	Communication Systems (183)						
38	Office Furniture and Equipment (184)						
39	Vehicles and Other Work Equipment (185)						
40	Other Property (186)						
41	Asset Retirement Costs for General Property (186.1)						
42	TOTAL (lines 35 thru 41)						
43	GRAND TOTAL (Lines 17, 34, 42)	308,361,554	19,050,694	(1,416,000)	(6,705,585)	319,290,663	

Accrued Depreciation - Undivided Joint Interest Property

Give particulars (details) of the credits and debits to Account No. 31. Accrued Depreciation - Carrier Property. during the year.

Name of Undivided Joint Interest Pipeline:

Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No. 540 and 541 (in dollars) (c)	Net Debit From Retirement of System Property (in dollars) (d)	Other Debits and Credits Net (in dollars) (e)	Balance at End of Year (b + c + d + e) (in dollars) (f)	Annual Composit/ Component Rates (in percent) (g)
	GATHERING LINES						
1	Right of Way (102)						
2	Line Pipe (103)						
3	Line Pipe Fittings (104)						
4	Pipeline Construction (105)						
5	Buildings (106)						
6	Boilers (107)						
7	Pumping Equipment (108)						
8	Machine Tools and Machinery (109)						
9	Other Station Equipment (110)						
10	Oil Tanks (111)						
11	Delivery Facilities (112)						
12	Communication Systems (113)						
13	Office Furniture and Equipment (114)						
14	Vehicles and Other Work Equipment (115)						
15	Other Property (116)						
16	Asset Retirement Costs for Gathering Lines (117)						
17	TOTAL (Lines 1 thru 16)						
	TRUNK LINES						
18	Right of Way (152)						
19	Line Pipe (153)						
20	Line Pipe Fittings (155)						
21	Pipeline Construction (155)						
22	Buildings (156)						
23	Boilers (157)						
24	Pumping Equipment (158)						
25	Machine Tools and Machinery (159)						
26	Other Station Equipment (160)						
27	Oil Tanks (161)						
28	Delivery Facilities (162)						
29	Communication Systems (163)						
30	Office Furniture and Equipment (164)						
31	Vehicles and Other Work Equipment (165)						
32	Other Property (166)						
33	Asset Retirement Costs for Trunk Lines (167)						
34	TOTAL (Lines 18 thru 33)						
	GENERAL						
35	Buildings (176)						
36	Machine Tools and Machinery (179)						
37	Communication Systems (183)						
38	Office Furniture and Equipment (184)						
39	Vehicles and Other Work Equipment (185)						
40	Other Property (186)						
41	Asset Retirement Costs for General Property (186.1)						
42	TOTAL (Lines 35 thru 41)						

Name of Respondent
Explorer Pipeline Company

This Report is:
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(Mo, Da, Yr)
/ /

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End of 2012/Q4

Accrued Depreciation - Undivided Joint Interest Property (continued)

Give particulars (details) of the credits and debits to Account No. 31. Accrued Depreciation Carrier Property. during the year.

43	GRAND TOTAL (Lines 17, 34, 42)						

Name of Respondent
Explorer Pipeline Company

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Amortization Base and Reserve

- 1.) Enter in columns (b) thru (e) the cost of pipeline property used as the base in computing amortization charges included in Account 540, Depreciation and Amortization, and Account 541. Depreciation Expense for Asset Retirement Costs, of the accounting company.
- 2.) Enter in columns (f) thru (i) the balances at the beginning and end of the year and the total credits and debits during the year in Account No. 32, Accrued Amortization -Carrier Property.
- 3.) The information requested for columns (b) thru (i) may be shown by projects or for totals only.
- 4.) If reporting by project, briefly describe in a footnote each project amounting to \$100,000 or more. Reference the kind of property reported; do not

Line No.	Items (a)	BASE 540 and 541 Balance at Beginning of Year (in dollars) (b)	BASE 540 and 541 Debits During Year (in dollars) (c)	BASE 540 and 541 Credits During Year (in dollars) (d)	BASE 540 and 541 Balance at End of Year (in dollars) (e)
1	None				
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46					
47	Total				

include location. Items less than \$100,000 may be combined in a single entry titled Minor Items, Each Less Than \$100,000

5.) If the amounts in column (g) do not correspond to the amounts actually charged to Account No. 540 and/or 541 explain such differences in a footnote.

6.) Explain in a footnote adjustments included in column (h) that affect operating expenses.

Line No.	RESERVE Balance at Beginning of Year (in dollars) (f)	RESERVE Credits During Year (in dollars) (g)	RESERVE Debits During Year (in dollars) (h)	RESERVE Balance at End of Year (in dollars) (i)
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Name of Respondent
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Noncarrier Property

1.) Give particulars (details) of all investments of the respondent in physical property includable in Account No. 34, Noncarrier property, in the USofA. In column (a), when describing the property, give the location and other identification with a reasonable amount of detail.

2.) Report each item in excess of \$1,000,000. Items less than \$1,000,000 may be combined in a single entry titled "Minor items, less than \$1,000,000."

3.) If any noncarrier property was disposed of during the year, or by reclassification was transferred to or from the carrier property accounts, give particulars (details) in a footnote.

4.) Summarize the revenues and expenses of operated noncarrier properties on schedule 335.

Line No.	Name and Description of Physical property Held at End of Year as an Investment (a)	Date Included in Account No. 34 (b)	Book Cost at End of Year (in dollars) (c)	Remarks (d)
1	Minor items, each less than \$1,000,000	12/31/1972	277,306	
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45				
46		Total	277,306	

Name of Respondent Explorer Pipeline Company	This Report is. (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year of Report 2012/Q4
FOOTNOTE DATA			

Schedule Page: 220 Line No.: 1 Column: c

In 2012, the Waco, Texas Terminal Facility was deemed impaired and an impairment loss of \$8,698,391 was recognized.

Other Deferred Charges

Give an analysis of the balance in Account No. 44, Other Deferred Charges, at the end of the year, showing in detail each item or subaccount of \$500,000 or more. Items less than \$500,000 may be combined in a single entry designated Minor Items, Each Less Than \$500,000. In case the type of any item is not fully disclosed by the entries in the columns below, explain in a footnote.

Line No.	Description and Type of Items: Names of Debtor (or Class of Debtors), If Any (a)	Amount at End of Year (in dollars) (b)
1	Fair value of interest rate swaps	3,270,278
2	Prepayment of Debt Fees	2,840,649
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50	Total	6,110,927

Payables to Affiliated Companies

1.) Give particulars (details) on the various affiliated company creditors and provide a description of the transactions involved in the current liability Account No. 51. Payable to Affiliated Companies.
2.) In column (a), list every item amounting to \$500,000 or more. For creditors whose balances were less than \$500,000, a single entry may be made under a caption "Minor accounts, less than \$500,000."

Line No.	Name of Creditor (a)	Description of Liability or of Transaction (b)	Balance at End of Year (in dollars) (c)
1	None		
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49		Total	

Long-Term Debt

- 1.) Give particulars (details) of the various unmatured bonds and other evidence of long-term debt of the respondent included in Account No. 57, Long-Term Debt Payable Within One Year and No. 60, Long-Term Debt Payable After One Year.
- 2.) In column (a) enter the name of each bond or other obligations as it is designated in the records of the respondent.
- 3.) In case obligations of the same designation mature serially or otherwise at various dates, enter in column (c) the latest date of maturity and explain the matter in a footnote.
- 4.) If respondent has had to obtain final authority for the amount of debt to be incurred, provide in a footnote the name of such officer or board and the date when assent was given.

Line No.	Name and Description of Obligation (a)	Nominal Date of Issue (b)	Date of Maturity (c)	TOTAL PAR VALUE In Treasury (d)	TOTAL PAR VALUE Sinking, Other Funds (e)	TOTAL PAR VALUE Pledged as Collateral (f)
	MORTGAGE BONDS					
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
11	TOTAL for Mortgage Bonds					
	COLLATERAL TRUST BONDS					
12						
13						
14						
15						
16						
17	TOTAL for Collateral Trust Bonds					
	INCOME BONDS					
18						
19						
20						
21	TOTAL for Income Bonds					
	MISCELLANEOUS OBLIGATIONS					
22	Unsecured Notes - K	07/31/2002	07/31/2017	22,727,273		
23	Unsecured Notes - L	01/31/2002	07/31/2022	68,181,818		
24	Unsecured Notes - N	11/01/2002	01/31/2015	15,000,000		
25	Unsecured Notes - O	10/29/2007	10/29/2017	250,000,000		
26						
27						
28						
29						
30	TOTAL for Miscellaneous Obligations			355,909,091		
	NONNEGOTIABLE DEBT TO AFFILIATED CO.					
31						
32						
33						
34						
35						
36						
37						
38						
39						
40	TOTAL for Nonnegotiable Debt to Affil. Co.					
41	GRAND TOTAL (Lines 11, 17, 21, 30 and 40)			355,909,091		

Long-Term Debt (continued)

5.) Refer to the definitions of "nominally issued," "actually issued," etc.
 6.) If interest accrued during the year (as entered in columns (k) and (l)) does not aggregate the total accrual for the year on any security, explain the discrepancy in a footnote. Entries in these columns should include interest accrued on long-term debt reacquired or retired during the year, although no portion of the issue is actually outstanding at the end of the year.
 7.) In determining the entries for column (m), do not treat any interest as paid unless the interest is actually paid to the respondent. Do not report deposits of cash with banks and other fiscal agents for the payment of interest coupons as payments of such interest until actually paid to coupon holders or others under such circumstances as to relieve the respondent from further liability.

Line No.	TOTAL PAR VALUE Payable within 1 Yr. (Acc. 57) (g)	TOTAL PAR VALUE Payable After 1 Yr. (acc. 60) (h)	INTR. PROV. Rate Per Annum (in percent) (i)	INTR. PROV. Dates Due (j)	Amount of Interest Accrued During Year Charged to Income (in dollars) (k)	Amount of Int. Charged to Construction or Other Investment Account (in dollars) (l)	Amount of Interest Paid During Year (in dollars) (m)
1							
2							
3							
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17							
18							
19							
20							
21							
22	4,545,455	18,181,818	6.76	07/31/2012	1,656,925		1,843,636
23	6,818,181	61,363,636	7.01	07/31/2012	4,885,335		5,257,500
24	5,000,000	10,000,000	4.85	07/31/2012	722,133		848,750
25		250,000,000	6.15	10/31/2012	14,849,108		15,375,000
26							
27							
28							
29							
30	16,363,636	339,545,454			22,113,501		23,324,886
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41	16,363,636	339,545,454			22,113,501		23,324,886

Analysis of Federal Income and Other Taxes Deferred

- 1.) Listed in column (a) are the current and noncurrent deferred income tax accounts.
- 2.) Report in column (b) under the current and noncurrent deferred tax holdings the beginning of year balance for each item that causes temporary differences between financial reporting and tax reporting bases of assets and liabilities. Such items should include, but not be limited to, accelerated depreciation and amortization, and tax deferrals of pensions and post retirement benefits. Other items which cause such a difference should be listed under Other, including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under Other.
- 3.) Report in column (c) for the current deferred tax category the net change in Account Nos. 19.5, Deferred Income Tax Assets and 59, Deferred Income Tax Liabilities and for the noncurrent accumulated deferred tax category the net change in Account Nos. 45, Accumulated Deferred Income Tax Assets and 64, Accumulated Deferred Income Tax Liabilities for the current year temporary differences.
- 4.) The total of net credits (debits) for the current year in column (c) should agree with the contra debits (credits) to Account No. 671. Provision for Deferred Taxes, and Account No. 696, Provision for Deferred Taxes-Extraordinary Items, for the current reporting year.
- 5.) Report in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carryforward or a loss carry-back. Explain the adjustments in the space at the end of this schedule.
- 6.) Report in column (e) for the current and noncurrent deferred tax categories the cumulative totals of columns (b), (c), and (d). The total of column (e) for the current deferred tax category must be the same as the balance in Account Nos. 19.5 or 59 and the total of column (e) for the noncurrent accumulated deferred tax category must be the same as the balance in Account Nos. 45 or 64 as reported in the Comparative Balance Sheet Statement.

Line No.	Items Causing Temporary Differences (a)	Beginning of Year Balance (in dollars) (b)	Net Charge for the Current Year (in dollars) (c)	Adjustments (in dollars) (d)	End of Year Balance (b + c + d) (in dollars) (e)
	Current Deferred Taxes - Account Nos. 19-5 and 59				
1	Deferred Income Tax Assets/Liabilities:				
2					
3					
4					
5					
6	Other (Specify)				
7					
8					
9					
10	TOTALS				
	Noncurrent Deferred Taxes - Account Nos. 45 and 64				
11	Accumulated Deferred Income Tax Assets/Liabilities:	69,161,278	1,121,605	1,114,132	71,397,015
12					
13					
14					
15					
16	Other (Specify)				
17					
18					
19					
20	TOTALS	69,161,278	1,121,605	1,114,132	71,397,015

Name of Respondent
Explorer Pipeline Company

This Report Is:
(1) An Original
(2) A Resubmission

Date of Report
(Mo, Da, Yr)
/ /

Year/Period of Report
End of 2012/Q4

Capital Stock (Account 70)

1.) Report below the particulars (details) called for concerning common and preferred stock at end of year. Distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement out lined in column (a) is available from the SEC 10-K Report form filing, a specific reference to the report form (i.e. year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible
2.) Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.

Line No.	Class and Series of Stock and Name of Stock Exchange (a)	Number of Shares Authorized by Charter (b)	Par or Stated Value Per Share (c)	Call Price at End of Year (d)
1	Common (not publicly traded)	21,920	1.000	
2				
3				
4				
5				
6				
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42				

Capital Stock (Account 70)

- 3.) Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not been issued.
- 4.) The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or noncumulative.
- 5.) State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.
- 6.) Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purpose of pledge.

Line No.	OUTS. PER BAL. SHEET Shares (e)	OUTS. PER BAL. SHEET Amount (f)	HELD BY RESP. AS TREAS. STOCK Shares (g)	HELD BY RESP. AS TREAS. STOCK Amount (h)	HELD BY RESP. IN SINK AND OTH FUNDS Shares (i)	HELD BY RESP. IN SINK AND OTH. FUNDS Amount (j)
1	21,920.00	21,920.00				
2						
3						
4						
5						
6						
7						
8						
9						
10						
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42						

Name of Respondent
 Explorer Pipeline Company

This Report Is:
 (1) An Original
 (2) A Resubmission

Date of Report
 (Mo, Da, Yr)
 / /

Year/Period of Report
 End of 2012/Q4

Capital Stock Changes During the Year

- 1.) Give particulars (detail) of stock actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year. For nominally issued stock, show returns in columns (a), (b), and (d) only.
 2.) In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of pipeline or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. If an issue, of securities was authorized for more than

Line No.	Class of Stock (a)	STOCKS ISS. DUR YR Date of Issue (Mo, Da, Yr) (b)	STOCKS ISS. DUR YR Purpose of the Issue, Authority, and Number and Date of Authorization (c)	STOCKS ISS. DUR YR Number of Shares (d)	STOCKS ISS. DUR YR Net Proceeds Received for Issue (Cash or its Equivalent) (in dollars) (e)
1	None				
2					
3					
4					
5					
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42					
43					

Capital Stock Changes During the Year (continued)

one purpose, state in a footnote amount applicable to each purpose. Also give the number and date of the authorization by the public authority under whose control such issue was made, naming such authority.

3.) In column (e) include as cash all money, checks, drafts, bills of exchange, and other commercial paper payable as par on demand.

Line No.	STOCKS ISS. DUR YR Cash Value of Other Property Acquired or Services Received as Consideration for Issue (in dollars) (f)	STOCKS ISS. DUR YR Net Total Discounts or Premiums (Exclude entries in column (h); enter premiums in parentheses) (in dollars) (g)	STOCKS ISS. DUR YR Expense of Issuing Capital Stock (in dollars) (h)	STOCKS REACQ. DUR YR Number of Shares (i)	STOCKS REACQ. DUR YR Purchase Price (in dollars) (j)	Remarks (k)
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Additional Paid-In Capital

Give an analysis of Account 73, Additional Paid-In Capital. In column (a) give a brief description of the items added or deducted and in column (b) insert the contra account number to which the amount stated in column (c) was charged or credited.

Line No.	Item (a)	Contra Account Number (b)	Amount (in dollars) (c)
1	Balance at Beginning of Year		
2	Additions During the Year (Describe):		
3			
4			
5			
6			
7			
8			
9			
10			
11	TOTAL Additions During the Year		
12	Deductions During the Year (Describe):		
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23	TOTAL Deductions		
24	Balance at End of Year (TOTAL Lines 1 and 11 less		

Operating Revenues

Report the respondent's pipeline operating revenues year to date, classified in accordance with the Uniform System of Accounts.

Line No.	Account (a)	Crude Oil Current Year to Date Quarter (b)	Products Current Year to Date Quarter (c)	Total Year to Date Quarter (b)+(c) (d)
1	(200) Gathering Revenues			
2	(210) Trunk Revenues		214,331,711	214,331,711
3	(220) Delivery Revenues			
4	(230) Allowance Oil Revenues		10,475,556	10,475,556
5	(240) Storage and Demurrage Revenue		3,011,382	3,011,382
6	(250) Rental Revenue			
7	(260) Incidental Revenue			
8	TOTAL (lines 1 through 7)		227,818,649	227,818,649

Operating Revenue Accounts (Account 600)

1) Report the respondent's pipeline operating revenues for the year, classified in accordance with the USofA.

2.) For Account Nos. 200, 210, and 220, indicate the revenues derived from the interstate transportation of oil and the revenues derived from the intrastate transportation of oil. The sum of the two revenue figures should equal the total revenues in Account Nos. 200, 210, and 220.

Line No.	Operating Revenue Accounts (a)	Crude Oil Previous Year (in dollars) (b)	Crude Oil Current Year (in dollars) (c)	Products Previous Year (in dollars) (d)	Products Current Year (in dollars) (e)	Total Previous Year (in dollars b + d) (f)	Total Current Year (in dollars c + e) (g)
1	Gathering Revenues (200)						
2	Trunk Revenues (210)			206,618,018	214,331,711	206,618,018	214,331,711
3	Delivery Revenues (220)						
4	Allowance Oil Revenue (230)			10,093,488	10,475,556	10,093,488	10,475,556
5	Storage and Demurrage Revenue			3,133,732	3,011,382	3,133,732	3,011,382
6	Rental Revenue (250)						
7	Incidental Revenue (260)						
8	TOTAL			219,845,238	227,818,649	219,845,238	227,818,649

Line No.	Account (a)	Interstate Previous Year (b)	Interstate Current Year (c)	Intrastate Previous Year (d)	Intrastate Current Year (e)	Total Previous Year (in dollars b + d) (f)	Total Current Year (in dollars c + e) (g)
1	Gathering Revenues (200)						
2	Trunk Revenues (210)	158,878,000	157,785,254	47,739,790	56,546,457	206,617,790	214,331,711
3	Delivery Revenues (220)						
4	TOTAL	158,878,000	157,785,254	47,739,790	56,546,457	206,617,790	214,331,711

Operating Expense Accounts (Account 610)

State the pipeline operating expenses of the respondent for the year, classifying them in accordance with the U. S. of A.

Line No.	Operating Expenses Accounts (a)	CRUDE OIL Gathering Year to Date (b)	CRUDE OIL Trunk Year to Date (c)	CRUDE OIL Delivery Year to Date (d)	CRUDE OIL Total Year to Date (b + c + d) (e)
	OPERATIONS and MAINTENANCE				
1	Salaries and Wages (300)				
2	Materials and Supplies (310)				
3	Outside Services (320)				
4	Operating Fuel and Power (330)				
5	Oil Losses and Shortages (340)				
6	Rentals (350)				
7	Other Expenses (390)				
8	TOTAL Operations and Maintenance Expenses				
	GENERAL				
9	Salaries and Wages (500)				
10	Materials and Supplies (510)				
11	Outside Services (520)				
12	Rentals (530)				
13	Depreciation and Amortization (540)				
14	Depreciation Expense for Asset Retirement Costs (541)				
15	Employee Benefits (550)				
16	Insurance (560)				
17	Casualty and Other Losses (570)				
18	Pipeline Taxes (580)				
19	Other Expenses (590)				
20	Accretion Expense (591)				
21	Gains or losses on Asset Retirement Obligations (592)				
22	TOTAL General Expenses				
23	GRAND TOTALS				

Line No.	Operating Expenses Accounts (a)	PRODUCTS (in dollars) Trunk Year to Date (f)	PRODUCTS (in dollars) delivery Year to Date (g)	PRODUCTS (in dollars) Total Year to Date (f + g) (h)	Grand Total Year to Date (e + h) (i)
	OPERATIONS and MAINTENANCE				
1	Salaries and Wages (300)	4,007,954		4,007,954	4,007,954
2	Materials and Supplies (310)	3,993,191		3,993,191	3,993,191
3	Outside Services (320)	57,305,004		57,305,004	57,305,004
4	Operating Fuel and Power (330)	17,642,677		17,642,677	17,642,677
5	Oil Losses and Shortages (340)	17,049,843		17,049,843	17,049,843
6	Rentals (350)				
7	Other Expenses (390)				
8	TOTAL Operations and Maintenance Expenses	99,998,669		99,998,669	99,998,669
	GENERAL				
9	Salaries and Wages (500)	1,314,128		1,314,128	1,314,128
10	Materials and Supplies (510)	2,103,878		2,103,878	2,103,878
11	Outside Services (520)	3,806,018		3,806,018	3,806,018
12	Rentals (530)	1,933,082		1,933,082	1,933,082
13	Depreciation and Amortization (540)	19,050,694		19,050,694	19,050,694
14	Depreciation Expense for Asset Retirement Costs (541)				
15	Employee Benefits (550)	1,510,029		1,510,029	1,510,029
16	Insurance (560)	4,786,398		4,786,398	4,786,398
17	Casualty and Other Losses (570)				
18	Pipeline Taxes (580)	8,018,544		8,018,544	8,018,544
19	Other Expenses (590)	(3,174,871)		(3,174,871)	(3,174,871)
20	Accretion Expense (591)				
21	Gains or losses on Asset Retirement Obligations (592)				
22	TOTAL General Expenses	39,347,900		39,347,900	39,347,900
23	GRAND TOTALS	139,346,569		139,346,569	139,346,569

Name of Respondent Explorer Pipeline Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2012/Q4
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Pipeline Taxes (Other than Income Taxes)

- 1.) Give the particulars (details) on the taxes accrued in carrier properties and charged to Account No. 580, Pipeline Taxes, of the respondent's income Account for the year.
- 2.) If during the year an important adjustment was made in Account 580 for taxes applicable to a prior year, state the full particulars (details) in a footnote.

A. STATE, LOCAL, AND OTHER TAXES

Line No.	Name of State (a)	Amount (in dollars) (b)	Line No.	Name of State (a)	Amount (in dollars) (b)
1	Alabama	0	31	New Mexico	0
2	Alaska	0	32	New York	0
3	Arizona	0	33	North Carolina	0
4	Arkansas	0	34	North Dakota	0
5	California	0	35	Ohio	0
6	Colorado	0	36	Oklahoma	1,266,383
7	Connecticut	0	37	Oregon	0
8	Delaware	0	38	Pennsylvania	0
9	Florida	0	39	Rhode Island	0
10	Georgia	0	40	South Carolina	0
11	Hawaii	0	41	South Dakota	0
12	Idaho	0	42	Tennessee	0
13	Illinois	782,345	43	Texas	4,161,848
14	Indiana	483,962	44	Utah	0
15	Iowa	0	45	Vermont	0
16	Kansas	0	46	Virginia	0
17	Kentucky	0	47	Washington	0
18	Louisiana	0	48	West Virginia	0
19	Maine	0	49	Wisconsin	0
20	Maryland	0	50	Wyoming	0
21	Massachusetts	0	51	District of Columbia	0
22	Michigan	0	52	Other (Specify):	0
23	Minnesota	0	53		0
24	Mississippi	0	54		0
25	Missouri	953,697	55		0
26	Montana	0	56		0
27	Nebraska	0	57		0
28	Nevada	0	58		0
29	New Hampshire	0	59	TOTAL State, Local and Other Taxes	7,648,235
30	New Jersey	0			0

B. U.S. GOVERNMENT TAXES

Line No.	Kind of Tax (a)	Amount (in dollars) (b)
61	Old-Age Retirement	360,452
62	Unemployment Insurance	9,857
63	Other U.S. Taxes (Specify, Except Income Taxes)	0
64		0
65		0
66		0
67		0
68		0
69		0
70	TOTAL U.S. Government Taxes	370,309
71	GRAND Total (Account No. 580)	8,018,544

Name of Respondent
Explorer Pipeline Company

This Report Is:
(1) An Original
(2) A Resubmission

Date of Report
(Mo, Da, Yr)
/ /

Year/Period of Report
End of 2012/Q4

Income From Noncarrier Property

- 1.) State the revenues, expenses, and net income of the respondent during the year from each class of noncarrier property provided for in Account No. 620, Income from Noncarrier Property, in the U.S. of A.
2.) If the income relates to only a part of the year, give particulars (details) in a footnote.

Line No.	General Description of Property (a)	Total Revenues (in dollars) (b)	Total Expenses (in dollars) (c)
1	Noncarrier Property Depreciation Expense		267,319
2	Impairment Loss of Waco, Texas Terminal Facility		8,698,319
3			
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50	Total		8,965,638

Interest and Dividend Income

Give a detailed analysis of amounts credited to Account No. 630, Interest and Dividend Income, classified in accordance with the U.S. of A.

Line No.	Item (a)	Dividend Income (in dollars) (b)	Interest Income (in dollars) (c)
1	Inc from Securities Invest in Affil Co (From Sched 202-203)		
2	Income from Other Securities Investments		4,234
3	Income from Temporary Cash Investments		30,976
4	Other Credits (Specify)		
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50	Total		35,210

Miscellaneous Items in Income and Retained Income Accounts for the Year

1.) Give a detailed analysis of items in Accounts 640, Miscellaneous Income; 660, Miscellaneous Income Charges; 680, Extraordinary Items; 695 Income Taxes on Extraordinary Items; 710, Other Credits to Retained Income, and 720, Other Debits to Retained Income, for the year (The classifications should be made in accordance with the U.S. of A.)

2.) For Accounts 640 and 660, report each item amounting to \$250,000 or more; items less than \$250,000 in these accounts may be combined in a single entry designated "Minor Items, each less than \$250,000." Enter a total for each account.

Line No.	Account No. (a)	Item (b)	Debits (in dollars) (c)	Credits (in dollars) (d)
1	640	Houston Lease		1,662,948
2	645	Lake Charles,LA-Port Arthur,TX 12" pipeline assets		72,430,155
3	640	Minor items, each less than \$250,000		339,494
4	660	Debt Expense	598,692	
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49				

Payments for Services Rendered by Other than Employees

- 1.) Give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowance for expenses, or any form of payments mounting in the aggregate to \$100,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person for services or as a donation. In the case of contributions of under \$100,000 which are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, report such contribution, irrespectively of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the some of \$100,000 or more.
- 2.) Include among others, payments, directly or indirectly, for legal, medical engineering, advertising, valuation, accounting statistical, financial, educational, entertainment, charitable, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, trustees, promoters, solicitors, consultants, actuaries, investigators, inspectors, and efficiency engineers. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.
- 3.) Exclude: Rent of buildings or other property; taxes payable to Federal, State, or local governments; payments for heat, light, power, telegraph, and telephone services; and payments to other carriers on the basis of lawful tariff charges, as well as other payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a pipeline. Do not include any special and unusual payments for services.
- 4.) If more convenient, this schedule may be completed for a group of companies considered as one system and shown only in the report of the principal company in the system, with references thereto in the reports of the other companies.
- 5.) If any doubt exists in the mind of the reporting officers as to the reportability of any type of payment, requests should be made for a ruling before filing this report.

Line No.	Name of Recipient (a)	Nature of Service (b)	Amount of Payment (in dollars) (c)
1	None		
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40		Total	

Statistics of Operations

1.) Give particulars (details) by States of origin for crude oil and for each kind of product received year to date and totals only (i.e. no State detail) for number of barrels of crude oil and of each kind of product delivered out of the pipeline year to date. Classify and list in column (a) by States of origin the refined products transported in the following order: 29111, Gasoline, jet fuels, and other high volatile petroleum fuels, except natural gasoline; 29112, Kerosene; 29113, Distillate fuel oil; 29114, Lubricating and similar oils and derivatives; 29117, Residual fuel oil and other low volatile petroleum fuels; 29112, Products of petroleum refining, n.e.c. Specify.

2.) In column (b) show all oils received by the respondent from connecting carriers reporting to the Federal Energy Regulatory Commission. In column (c) show all oils originated on respondent's gathering lines and in column (d) all oils received into respondent's trunk line, except receipts shown in columns (b) and (c). Any barrels received into a pipeline owned by the respondent, but operated by others, should be reported separately on additional pages (For example 600a- 601a, 600b- 601b, etc.).

3.) Entries in column (e) should be the sum of columns (b), (c), and (d). In column (f) show all oils delivered to connecting carriers reporting to the Federal Energy Regulatory Commission. In column (g) show all oils terminated on the respondent's gathering lines, and in column (h) all oils delivered out of respondent's pipeline, except deliveries shown under columns (f) and (g).

Line No.	State of Origin (a)	Number of Barrels Received From Connecting Carriers Year to Date (b)	Number of Barrels Received ORIGINATED On Gathering Lines Year to Date	Number of Barrels Received ORIGINATED On Trunk Lines Year to Date
CRUDE OIL				
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15	TOTAL			
PRODUCTS (State of Origin and				
16	Louisiana 29111	3,616,538		
17	Louisiana 29113			
18	Texas 29111	2,777,312		116,775,099
19	Texas 29112			
20	Texas 29113	1,381,067		38,789,711
21	Illinois 29111		4,302,025	
22	Illinois 29113		2,636,963	
23	Oklahoma 29111			
24	Oklahoma 29113			
25	Indiana 29111			
26				
27				
28	29111			
29	29112			
30	29113			
31	TOTAL	7,774,917	6,938,988	155,564,810
	GRAND TOTAL	7,774,917	6,938,988	155,564,810

33a Total Number of Barrel-Miles (Trunk Lines Only):

(1) Crude Oil

(2) Products 102,581,268.517

Name of Respondent
 Explorer Pipeline Company

This Report is:
 (1) An Original
 (2) A Resubmission

Date of Report
 (Mo, Da, Yr)
 / /

Year/Period of Report
 End of 2012/Q4

Statistics of Operations

Entries in column (i) should be the sum of columns (f), (g), and (h). Any barrels delivered out of a pipeline owned by the respondent, but operated by others, should be reported separately on additional pages (For example 600a- 601a, 600b- 601b, etc.).

4.) Enter actual amount for lines 33a and 33b on an annual basis only. Do not report on a quarterly basis. Estimate if actual figures are not available. Barrel miles as reported on this schedule are the summation, for all segments, of the number of miles associated with each pipeline segment (trunk line only) multiplied by the number of barrels delivered through the segment. For example, 1,000 barrels moved through a 57-mile pipeline segment would be recorded as 57,000 barrel miles. For a crude pipeline with several segments:

Segments	Barrels	Miles	Barrel-Miles
A	1,000	57	57,000
B	5,000	10	50,000
C	1,000	25	25,000

Line No.	Total Received Year to Date (b + c + d) (e)	Number of Barrels Delivered Out To Connecting Carriers Year to Date (f)	Number of Barrels Delivered Out TERMINATED On Gathering Lines Year to Date	Number of Barrels Delivered Out TERMINATED On Trunk Lines Year to Date	Total Delivered Out Year to Date (f + g + h) (i)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16	3,616,538				
17					
18	119,552,411				
19					
20	40,170,778				
21	4,302,025				
22	2,636,963				
23					
24					
25					
26					
27					
28		14,758,489		114,099,144	128,857,633
29					
30		127,633		43,177,834	43,305,467
31	170,278,715	14,886,122		157,276,978	172,163,100
	170,278,715	14,886,122		157,276,978	172,163,100

33b Total Number of Barrels of Oil Having Trunk-Line Movement:

(1) Crude Oil

(2) Products

172,163,100

Miles of Pipeline Operated at end of Year

- 1.) Give particulars (details) called for by State and termini, concerning the miles of all pipeline operated, and size of each line at end of year. according to the classifications given.
- 2.) Report miles of pipeline operated to the nearest whole mile adjusted to footings, i.e.: count ½ mile and over as a whole mile disregarding any fraction less than ½ mile. Report fractional size line in the next smaller whole size, e.g.: report 2-1/2" and 6-5/8" lines as 2" and 6" lines, respectively. Size of line is defined as inside diameter.
- 3.) Report under (A), the lines wholly owned and operated by respondent, including wholly owned minor facilities temporarily idle or in standby service.
- 4.) Report under (B), the total miles of pipeline owned in undivided joint interests and operated by respondent. Name each pipeline and give names of

Line No.	Name of Company and State (a)	TERMINI From (b)	TERMINI TO (c)	OP AT END OF YR GATHERING LINES Miles (d)	OP AT END OF YR GATHERING LINES Size of Line (in inches) (e)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Miles (f)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Size of Lines (in inches) (g)
(A) OWNED AND OPERATED BY RESPONDENT							
1		Lake Charles	LA TX Line				
2	Explorer - Texas	LA TX Line	Port Arthur				
3	Explorer - Texas	Port Neches	Port Arthur				
4	Explorer - Texas	Port Arthur	Houston				
5	Explorer - Texas	Pasadena	Houston				
6	Explorer - Texas	Houston	Galena Park				
7	Explorer - Texas	Houston	Greenville				
8	Explorer - Texas	Greenville	Carrollton Junc				
9	Explorer - Texas	Carrollton Junc	Grapevine				
10	Explorer - Texas	Carrollton Junc	Irving				
11	Explorer - Texas	Irving	Texaco-Dallas				
12	Explorer - Texas	Grapevine	DFW Airport				
13	Explorer - Texas	Grapevine	Ft Worth				
14	Explorer - Texas	Greenville	TX OK Line				
15	Explorer - Texas	Houston	Fauna				
16	Explorer - Texas	Houston	Fauna				
17	Explorer - Texas	Fauna	Wynnewood				
18	Explorer - Texas	Wynnewood	Texaco				
19	Explorer - Texas	Allendale	Allendale Jct.				
20	Explorer - Texas	Allendale	Washburn				
21	Explorer - Texas	Washburn	North Houston				
22	Explorer - Texas	North Houston	Bryan				
23	Explorer - Texas	Bryan	Lake Creek				
24	Explorer - Texas	Lake Creek	Waco				
25	Explorer - Texas	Waco	Arlington				
26	Explorer - Texas	Arlington	Love Field				
27	Explorer - Texas	Arlington	Fort Worth Del				
28	Explorer - Texas	Arlington	Fort Worth Del				
29	Explorer - Texas	Arlington	Irving Meter St				
30	Explorer - Texas	Irving Jct	Emery Jct				
31	Explorer - Texas	Emery Jct	DFW Airport				
32	Explorer - Texas	Arlington	Emery Jct				
33	Explorer - Texas	Emery Jct	Grapevine				
34	Explorer - Texas	NuStar	Grapevine				
35	Explorer - Texas	Emery Jct	Denton				
36	Explorer - Texas	Denton	TX OK Line				
37	Explorer - Texas	Grapevine	Koch				
38	Explorer - Oklahoma	TX OK Line	Allen Junc				
39	Explorer - Oklahoma	Allen Junc	Glenpool				
40	Subtotal						

Miles of Pipeline Operated at end of Year (continued)

- 1.) Give particulars (details) called for by State and termini, concerning the miles of all pipeline operated, and size of each line at end of year according to the classifications given.
- 2.) Report miles of pipeline operated to the nearest whole mile adjusted to footings, i.e.: count ½ mile and over as a whole mile disregarding any fraction less than ½ mile. Report fractional size line in the next smaller whole size, e.g.: report 2-1/2" and 6-5/8" lines as 2" and 6" lines, respectively. Size of line is defined as inside diameter
- 3.) Report under (A), the lines wholly owned and operated by respondent, including wholly owned minor facilities temporarily idle or in standby service.
- 4.) Report under (B), the total miles of pipeline owned in undivided joint interests and operated by respondent. Name each pipeline and give names of

Line No.	Name of Company and State (a)	TERMINI From (b)	TERMINI TO (c)	OP AT END OF YR GATHERING LINES Miles (d)	OP AT END OF YR GATHERING LINES Size of Line (in inches) (e)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Miles (f)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Size of Lines (in inches) (g)
----------	----------------------------------	------------------------	----------------------	--	--	--	--

(A) OWNED AND OPERATED BY RESPONDENT

1	Explorer Oklahoma	Glenpool	West Tulsa				
2	Explorer Oklahoma	Glenpool	Cimarron P/L				
3	Explorer Oklahoma	West Tulsa	Sinclair Refine				
4	Explorer Oklahoma	Glenpool	OK MO Line				
5	Explorer Oklahoma	TX - OK Line	Ardmore				
6	Explorer Missouri	OK MO Line	MO IL Line				
7	Explorer Missouri	MO IL Line	St Louis				
8	Explorer Illinois	MO IL Line	Wood River				
9	Explorer Illinois	Wood River	E St Louis				
10	Explorer Illinois	Wood River	Conoco-Hartford				
11	Explorer Illinois	Wood River	Shell Junc				
12	Explorer Illinois	Shell Junc	Shell				
13	Explorer Illinois	Shell Junc	Amoco				
14	Explorer Illinois	Amoco Junc	Hartford Wood R				
15	Explorer Illinois	E. St Louis	IL MO Line				
16	Explorer Illinois	E St Louis	Mobil				
17	Explorer Illinois	Wood River	Peotone				
18	Explorer Illinois	Wood River	Peotone				
19	Explorer Indiana	IL IN Line	Schererville				
20	Explorer Indiana	Schererville	Griffith				
21	Explorer Indiana	Griffith	Lottville/Mrth				
22	Explorer Indiana	Schererville	Hammond				
23	Explorer Indiana	Hammond	Hammond Dlvry				
24	Explorer Indiana	Hammond	Hammond Dlvry				
25	Explorer Indiana	Hammond	Hammond Dlvry				
26	Explorer Indiana	East Chicago	White Oak				

Miles of Pipeline Operated at end of Year (continued)

- 1.) Give particulars (details) called for by State and termini, concerning the miles of all pipeline operated, and size of each line at end of year according to the classifications given.
- 2.) Report miles of pipeline operated to the nearest whole mile adjusted to footings, i.e.: count ½ mile and over as a whole mile disregarding any fraction less than ½ mile. Report fractional size line in the next smaller whole size, e.g.: report 2-1/2" and 6-5/8" lines as 2" and 6" lines, respectively. Size of line is defined as inside diameter
- 3.) Report under (A), the lines wholly owned and operated by respondent, including wholly owned minor facilities temporarily idle or in standby service.
- 4.) Report under (B), the total miles of pipeline owned in undivided joint interests and operated by respondent. Name each pipeline and give names of

Line No.	Name of Company and State (a)	TERMINI From (b)	TERMINI TO (c)	OP AT END OF YR GATHERING LINES Miles (d)	OP AT END OF YR GATHERING LINES Size of Line (in inches) (e)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Miles (f)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Size of Lines (in inches) (g)
(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT							
40	Subtotal						
(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS							
40	Subtotal						
(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT							
1	CITGO/PDV America Inc. Texas	North Pasadena	Washburn				
2	Houston Ref//Lyondell Texas	Allendale	West Pasadena				
40	Subtotal						
GRAND TOTAL							

Miles of Pipeline Operated at end of Year (continued)

5.) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others. Name each pipeline and give names of owning companies.

6.) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline. The lessor company should omit from its schedule such mileages leased to others.

7.) Omit minor gathering line facilities under temporary or short-term lease from this classification; the lessor should include such lines in its wholly owned and operated lines.

Line No.	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in Inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(A) OWNED AND OPERATED BY RESPONDENT								
1	0	12	0	0	0	0	0	28
2	0	12	0	0	0	0	0	22
3	8	14	0	0	0	0	0	0
4	71	28	0	0	0	0	0	0
5	9	28	0	0	0	0	0	0
6	8	12	0	0	0	0	0	0
7	239	28	0	0	0	0	0	0
8	45	12	0	0	0	0	0	0
9	12	12	0	0	0	0	0	0
10	10	12	0	0	0	0	0	0
11	8	12	0	0	0	0	0	0
12	4	8	0	0	0	0	0	0
13	16	12	0	0	0	0	0	0
14	51	28	0	0	0	0	0	0
15	2	12	0	0	0	0	0	0
16	2	24	0	0	0	0	0	0
17	3	12	0	0	0	0	0	0
18	3	12	0	0	0	0	0	0
19	1	12	0	0	0	0	0	0
20	2	10	0	0	0	0	0	0
21	21	10	0	0	0	0	0	0
22	79	10	0	0	0	0	0	0
23	69	10	0	0	0	0	0	0
24	10	10	0	0	0	0	0	0
25	87	10	0	0	0	0	0	0
26	20	3	0	0	0	0	0	0
27	19	3	0	0	0	0	0	0
28	17	6	0	0	0	0	0	0
29	12	8	0	0	0	0	0	0
30	4	12	0	0	0	0	0	0
31	1	8	0	0	0	0	0	0
32	7	8	0	0	0	0	0	0
33	5	8	0	0	0	0	0	0
34	1	8	0	0	0	0	0	0
35	28	8	0	0	0	0	0	0
36	33	8	0	0	0	0	0	0
37	1	12	0	0	0	0	0	0
38	79	28	0	0	0	0	0	0
39	83	28	0	0	0	0	0	0
40	1,827	0	0	0	0	0	0	50

Name of Respondent
 Explorer Pipeline Company

This Report Is:
 (1) An Original
 (2) A Resubmission

Date of Report
 (Mo, Da, Yr)
 / /

Year/Period of Report
 End of 2012/Q4

Miles of Pipeline Operated at end of Year (continued)

- 5.) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others. Name each pipeline and give names of owning companies.
 6.) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline. The lessor company should omit from its schedule such mileages leased to others.
 7.) Omit minor gathering line facilities under temporary or short-term lease from this classification; the lessor should include such lines in its wholly owned and operated lines.

Line No.	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in Inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(A) OWNED AND OPERATED BY RESPONDENT								
1	13	28	0	0	0	0	0	0
2	1	20	0	0	0	0	0	0
3	0	16	0	0	0	0	0	0
4	107	24	0	0	0	0	0	0
5	38	8	0	0	0	0	0	0
6	294	24	0	0	0	0	0	0
7	1	14	0	0	0	0	0	0
8	2	24	0	0	0	0	0	0
9	20	14	0	0	0	0	0	0
10	1	12	0	0	0	0	0	0
11	1	12	0	0	0	0	0	0
12	1	12	0	0	0	0	0	0
13	1	12	0	0	0	0	0	0
14	1	12	0	0	0	0	0	0
15	2	14	0	0	0	0	0	0
16	2	14	0	0	0	0	0	0
17	217	24	0	0	0	0	0	0
18	14	24	0	0	0	0	0	0
19	9	24	0	0	0	0	0	0
20	1	24	0	0	0	0	0	0
21	3	16	0	0	0	0	0	0
22	9	24	0	0	0	0	0	0
23	10	16	0	0	0	0	0	0
24	7	14	0	0	0	0	0	0
25	1	12	0	0	0	0	0	0
26	1	14	0	0	0	0	0	0

Name of Respondent
 Explorer Pipeline Company

This report is:
 (1) An Original
 (2) A Resubmission

Date of Report
 (Mo, Da, Yr)
 / /

Report end of Report
 End of 2012/Q4

Miles of Pipeline Operated at end of Year (continued)

- 5.) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others. Name each pipeline and give names of owning companies.
 6.) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an important part of the respondent's pipeline. The lessor company should omit from its schedule such mileages leased to others.
 7.) Omit minor gathering line facilities under temporary or short-term lease from this classification; the lessor should include such lines in its wholly owned and operated lines.

Line No.	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT								
40	0	0	0	0	0	0	0	0
(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS								
40	0	0	0	0	0	0	0	0
(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT								
1	3	10	0	0	0	0	0	0
2	3	16	0	0	0	0	0	0
40	6	0	0	0	0	0	0	0
	1,833							50

Name of Respondent Explorer Pipeline Company	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year of Report 2012/Q4
FOOTNOTE DATA			

Schedule Page: 602 Line No.: 2 Column: c

6 total miles in Texas

Schedule Page: 602 Line No.: 37 Column: c

908 total miles in Texas

Schedule Page: 602.1 Line No.: 5 Column: c

321 total miles in Oklahoma

Schedule Page: 602.1 Line No.: 7 Column: c

295 total miles in Missouri

Schedule Page: 602.1 Line No.: 18 Column: c

262 total miles in Illinois

Schedule Page: 602.1 Line No.: 26 Column: c

41 total miles in Indiana

Annual Cost of Service Based Analysis Schedule

- 1.) Use footnotes when particulars are required or for any explanations.
- 2.) Enter on lines 1-9, columns (b) and (c), the value of the respondent's Operating & Maintenance Expenses, Depreciation Expense, AFUDC Depreciation, Amortization of Deferred Earnings, Rate Base, Rate of Return, Return, Income Tax Allowance, and Total Cost of Service, respectively, for the end of the current and previous calendar years. The values shall be computed consistent with the Commission's Opinion No. 154-B et al. methodology. Any item(s) not applicable to the filing, the pipeline company shall report nothing in columns (b) and (c).
- 3.) Enter on line 10, columns (b) and (c), total interstate operating revenue, as reported on page 301. for the current and previous calendar years.
- 4.) Enter on line 11, columns (b) and (c), the throughput in barrels from the Statistics of Operations schedule, page 601. line 33b, total of items (1) and (2), from the current and previous year's FERC Form No. 6.
- 5.) Enter on line 12, columns (b) and (c), the throughput in barrel-miles from the Statistics of Operations schedule, page 600, line 33a, total of items (1) and (2), from the current and previous year's FERC Form No. 6.
- 6.) If the company makes major changes to its application of the Opinion No. 154-B et al. methodology. it must describe such changes in a footnote, and calculate the amounts in columns (b) and (c) of lines No. 1-12 using the changed application
- 7.) A respondent may be requested by the Commission or its staff to provide its workpapers which support the data reported on page 700.

Line No.	Item (a)	Current Year Amount (in dollars) (b)	Previous Year Amount (in dollars) (c)
1	Operating and Maintenance Expenses	102,790,219	100,284,137
2	Depreciation Expense	12,765,033	12,798,274
3	AFUDC Depreciation	1,477,607	1,411,173
4	Amortization of Deferred Earnings	13,410,157	12,953,005
5	Rate Base	304,362,932	325,205,136
6	Rate of Return % (10.25% - 10.25)	8.85	7.49
7	Return on Rate Base	26,936,119	24,357,864
8	Income Tax Allowance	24,002,866	21,871,878
9	Total Cost of Service	181,382,001	173,676,331
10	Total Interstate Operating Revenues	157,785,254	158,878,000
11	Throughput in Barrels	10,232,040	102,445,267
12	Throughput in Barrel-Miles	87,653,380,890	87,046,109,340