

COLONIAL PIPELINE COMPANY
LOCAL, PROPORTIONAL, AND VOLUME INCENTIVE PIPELINE TARIFF**APPLYING ON**
PETROLEUM PRODUCTS

FROM POINTS IN:	TO POINTS IN:
Alabama, Louisiana, Mississippi, New Jersey, New York, Pennsylvania, and Texas.	Alabama, Georgia, Louisiana, Maryland, Mississippi, New Jersey, New York, North Carolina, Pennsylvania, South Carolina, Tennessee, and Virginia.

For Reference to Governing Publications, see Item 850, Page 12.

THE PROVISIONS PUBLISHED HEREIN WILL, IF EFFECTIVE, NOT RESULT IN
AN EFFECT ON THE QUALITY OF THE HUMAN ENVIRONMENT

Rates to destinations in Pennsylvania, New Jersey, and New York are filed in accordance with the FERC's Letter Order issued under Docket No. OR00-3-000 on June 13, 2001 granting Colonial Pipeline Company Market Based Rate Status in these Northeast Markets.

Rates to destinations in Louisiana and Mississippi are filed in accordance with the FERC's Letter Order issued under Docket No. OR99-5-000 on August 1, 2000 granting Colonial Pipeline Company Market Based Rate Status in these Gulf Coast Markets.

These rates are filed in accordance with 18 CFR 342.3 and in compliance with the Commission's order dated May 15, 2012 under Docket Number RM93-11-000. In addition, the market based rates are filed in accordance with the Market Based Rate authority outlined above.

[F1] This tariff contains rates that are higher for shorter than longer distances over the same route. Such departure from the terms of the amended Fourth Section of the Interstate Commerce Act is permitted by authority of the Federal Energy Regulatory Commission, Fourth Section application dated April 20, 2000, as indicated herein.

ISSUED: May 1, 2014

EFFECTIVE: June 1, 2014

ISSUED BY
T.C. Felt, Chief Executive Officer
Colonial Pipeline Company
1185 Sanctuary Parkway, Suite 100
Alpharetta, Georgia 30004

PREPARED BY
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[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons					
ITEM	DESTINATION	POINTS OF ORIGIN			
		Houston (Pasadena Cedar Bayou) Harris County, Texas	Hebert (Beaumont- Port Arthur) Jefferson County, Texas	Lake Charles Calcasieu Parish, Louisiana	Krotz Springs St. Landry Parish, Louisiana
1	State of Alabama				
	Birmingham (Jefferson County)	94.55	87.08	84.34	75.19
	Birmingham-Helena (Shelby County)	[P] 94.55	[P] 87.08	[P] 84.34	[P] 75.19
	Boligee (Greene County)	94.55	87.08	84.34	75.19
	Oxford (Calhoun County)	102.72	95.25	92.51	83.36
30	State of Georgia				
	Albany (Dougherty County) (7)	120.61	113.14	110.40	101.25
	Albany-South (Dougherty County) (7)	120.61	113.14	110.40	101.25
	Americus (Sumter County) (7)	119.66	112.19	109.45	100.30
	Athens (Clarke County)	114.53	107.06	104.32	95.17
	Atlanta-Chattahoochee (Fulton County)	109.48	102.01	99.27	90.12
	Atlanta-Doraville (DeKalb County)	109.48	102.01	99.27	90.12
	Atlanta-Wm. B. Hartsfield Atlanta International Airport (Fulton County) (1)	117.77	110.30	107.56	98.41
	Atlanta-Powder Springs (Cobb County)	109.48	102.01	99.27	90.12
	Bainbridge (Decatur County) (7)	123.16	115.69	112.95	103.80
	Griffin (Spaulding County) (7)	113.00	105.53	102.79	93.64
	Lookout Mountain-Chattanooga (Walker County)	115.92	108.45	105.71	96.56
	Macon (Bibb County) (7)	115.92	108.45	105.71	96.56
	Macon-South (Bibb County) (7)	115.92	108.45	105.71	96.56
	Rome (Floyd County)	112.01	104.54	101.80	92.65
40	State of Louisiana				
	Baton Rouge Dock Facility (West Feliciana Parish) (4)	47.81	40.34	37.60	28.45
	Opelousas (St. Landry Parish)	43.26	35.79	----	----
50	State of Maryland				
	Baltimore-North (Baltimore City)	143.38	135.91	133.17	124.02
	Baltimore-South (Baltimore City)	143.38	135.91	133.17	124.02
	Baltimore-Baltimore-Washington International Airport (Anne Arundel County) (1)	151.71	144.24	141.50	132.35
	Baltimore-Curtis Bay (Anne Arundel County)	143.38	135.91	133.17	124.02
60	State of Mississippi				
	Collins (Covington County)	69.49	62.02	59.28	50.13
	Collins (Covington County)	[P] 69.49	[P] 62.02	[P] 59.28	[P] 50.13
	Meridian (Lauderdale County)	79.41	71.94	69.20	60.05
70	State of New Jersey				
	Linden (Union County)	189.41	181.94	179.20	170.05
	Linden-Buckeye (Union County)	[P] 189.41	[P] 181.94	[P] 179.20	[P] 170.05
	Newark-Sun (Essex County)	[P] 189.41	[P] 181.94	[P] 179.20	[P] 170.05
	Pennsauken (Camden County)	182.58	175.11	172.37	163.22
	Trenton (Mercer County)	184.09	176.62	173.88	164.73
	Woodbury (Gloucester County)	182.58	175.11	172.37	163.22
	Woodbury - Buckeye/Malvern (Gloucester County) (6)	[P] 182.58	[P] 175.11	[P] 172.37	[P] 163.22

For explanation of abbreviations and reference marks, see Item 900.

[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons					
ITEM	DESTINATION	POINTS OF ORIGIN			
		Baton Rouge, E. Feliciana Parish, Louisiana	Baton Rouge Dock Facility W. Feliciana Parish, Louisiana	Collins Covington County, Mississippi	Moundville Hale County, Alabama
80	State of Alabama				
	Birmingham (Jefferson County)	72.34	72.34	61.36	----
	Birmingham-Helena (Shelby County)	[P] 72.34	[P] 72.34	[P] 61.36	----
	Boligee (Greene County)	72.34	72.34	61.36	----
	Oxford (Calhoun County)	80.51	80.51	69.53	----
110	State of Georgia				
	Albany (Dougherty County) (7)	98.40	98.40	87.42	78.91
	Albany-South (Dougherty County) (7)	98.40	98.40	87.42	78.91
	Americus (Sumter County) (7)	97.45	97.45	86.47	77.96
	Athens (Clarke County)	92.32	92.32	81.34	72.83
	Atlanta-Chattahoochee (Fulton County)	87.27	87.27	76.29	67.78
	Atlanta-Doraville (DeKalb County)	87.27	87.27	76.29	67.78
	Atlanta-Wm. B. Hartsfield Atlanta International Airport (Fulton County) (1)	95.56	95.56	84.58	76.07
	Atlanta-Powder Springs (Cobb County)	87.27	87.27	76.29	67.78
	Bainbridge (Decatur County) (7)	100.95	100.95	89.97	81.46
	Griffin (Spaulding County) (7)	90.79	90.79	79.81	71.30
	Lookout Mountain-Chattanooga (Walker County)	93.71	93.71	82.73	74.22
	Macon (Bibb County) (7)	93.71	93.71	82.73	74.22
	Macon-South (Bibb County) (7)	93.71	93.71	82.73	74.22
	Rome (Floyd County)	89.80	89.80	78.82	70.31
120	State of Louisiana				
	Baton Rouge Dock Facility (West Feliciana Parish) (4)	25.60	----	----	----
130	State of Maryland				
	Baltimore-North (Baltimore City)	121.17	121.17	110.19	101.68
	Baltimore-South (Baltimore City)	121.17	121.17	110.19	101.68
	Baltimore-Baltimore-Washington International Airport (Anne Arundel County) (1)	129.50	129.50	118.52	110.01
	Baltimore-Curtis Bay (Anne Arundel County)	121.17	121.17	110.19	101.68
140	State of Mississippi				
	Collins (Covington County)	47.28	47.28	----	----
	Collins (Covington County)	[P] 47.28	[P] 47.28	----	----
	Meridian (Lauderdale County)	57.20	57.20	----	----
	Meridian (Lauderdale County)	----	----	¶ 46.22	----
150	State of New Jersey				
	Linden (Union County)	167.20	167.20	156.22	147.71
	Linden-Buckeye (Union County)	[P] 167.20	[P] 167.20	[P] 156.22	[P] 147.71
	Newark-Sun (Essex County)	[P] 167.20	[P] 167.20	[P] 156.22	[P] 147.71
	Pennsauken (Camden County)	160.37	160.37	149.39	140.88
	Trenton (Mercer County)	161.88	161.88	150.90	142.39
	Woodbury (Gloucester County)	160.37	160.37	149.39	140.88
	Woodbury - Buckeye/Malvern (Gloucester County) (6)	[P] 160.37	[P] 160.37	[P] 149.39	[P] 140.88

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		Houston (Pasadena Cedar Bayou) Harris County, Texas	Hebert (Beaumont- Port Arthur) Jefferson County, Texas	Lake Charles Calcasieu Parish, Louisiana	Krotz Springs St. Landry Parish, Louisiana
160	State of New York				
	Gulfport-Linden (Richmond County)	189.41	181.94	179.20	170.05
	Gulfport (Richmond County)	[P] 189.41	[P] 181.94	[P] 179.20	[P] 170.05
	Port Mobil-Linden (Richmond County)	189.41	181.94	179.20	170.05
170	State of North Carolina				
	Apex (Wake County)	134.10	126.63	123.89	114.74
	Charlotte/Charlotte Douglas Airport (Mecklenburg County)	122.89	115.42	112.68	103.53
	Fayetteville (Cumberland County)	136.08	128.61	125.87	116.72
	Piedmont Triad (Greensboro) Airport (Guilford County) (1)	156.94	149.47	146.73	137.58
	Greensboro (Guilford County)	126.79	119.32	116.58	107.43
	Raleigh-Durham Airport (Wake County) (1)	142.41	134.94	132.20	123.05
	Selma (Johnston County)	136.08	128.61	125.87	116.72
180	State of Pennsylvania				
	Booth (Delaware County)	[P] 182.58	[P] 175.11	[P] 172.37	[P] 163.22
	Philadelphia-Fort Mifflin (Philadelphia County)	[P] 182.58	[P] 175.11	[P] 172.37	[P] 163.22
	Philadelphia-Girard Point (Philadelphia County)	182.58	175.11	172.37	163.22
	Philadelphia-Point Breeze (Philadelphia County)	182.58	175.11	172.37	163.22
190	State of South Carolina				
	Belton (Anderson County)	117.66	110.19	107.45	98.30
	North Augusta (Edgefield County)	122.39	114.92	112.18	103.03
	Spartanburg (Spartanburg County)	120.33	112.86	110.12	100.97
200	State of Tennessee				
	Chattanooga (Hamilton County)	115.92	108.45	105.71	96.56
	Chattanooga-Moccasin Bend (Hamilton County)	115.92	108.45	105.71	96.56
	Knoxville (Knox County)	120.61	113.14	110.40	101.25
	Knoxville-East (Knox County)	120.61	113.14	110.40	101.25
	Nashville (Davidson County)	122.39	114.92	112.18	103.03
	Nashville-East (Davidson County)	122.39	114.92	112.18	103.03
	Nashville International Airport (Davidson County) (5)	122.39	114.92	112.18	103.03
210	State of Virginia				
	Bull Run (Prince William County)	140.53	133.06	130.32	121.17
	Dulles International Airport (Fairfax County) (5)	140.53	133.06	130.32	121.17
	Fairfax (Fairfax County)	140.53	133.06	130.32	121.17
	Norfolk (City of Chesapeake)	138.86	131.39	128.65	119.50
	Norfolk-Hill (City of Chesapeake)	138.86	131.39	128.65	119.50
	Norfolk-South (City of Chesapeake)	138.86	131.39	128.65	119.50
	Norfolk-Craney Island (City of Portsmouth)	138.86	131.39	128.65	119.50
	Richmond (City of Richmond)	134.22	126.75	124.01	114.86
	Richmond-Maury (City of Richmond)	134.22	126.75	124.01	114.86
	Richmond-Ruffin (City of Richmond)	134.22	126.75	124.01	114.86
	Roanoke (Bedford County)	135.43	127.96	125.22	116.07
	Yorktown (James City County)	138.86	131.39	128.65	119.50
	Yorktown (York County)	138.86	131.39	128.65	119.50
	Yorktown DFSP (York County)	138.86	131.39	128.65	119.50

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ITEM	DESTINATION	POINTS OF ORIGIN			
		Baton Rouge E. Feliciana Parish, Louisiana	Baton Rouge Dock Facility W. Feliciana Parish, Louisiana	Collins Covington County, Mississippi	Moundville Hale County, Alabama
220	State of New York				
	Gulfport-Linden (Richmond County)	167.20	167.20	156.22	147.71
	Gulfport (Richmond County)	[P] 167.20	[P] 167.20	[P] 156.22	[P] 147.71
	Port Mobil-Linden (Richmond County)	167.20	167.20	156.22	147.71
230	State of North Carolina				
	Apex (Wake County)	111.89	111.89	100.91	92.40
	Charlotte/Charlotte Douglas Airport (Mecklenburg County)	100.68	100.68	89.70	81.19
	Fayetteville (Cumberland County)	113.87	113.87	102.89	94.38
	Piedmont Triad (Greensboro) Airport (Guilford County) (1)	134.73	134.73	123.75	115.24
	Greensboro (Guilford County)	104.58	104.58	93.60	85.09
	Raleigh-Durham Airport (Wake County) (1)	120.20	120.20	109.22	100.71
	Selma (Johnston County)	113.87	113.87	102.89	94.38
240	State of Pennsylvania				
	Booth (Delaware County)	[P] 160.37	[P] 160.37	[P] 149.39	[P] 140.88
	Philadelphia-Fort Mifflin (Philadelphia County)	[P] 160.37	[P] 160.37	[P] 149.39	[P] 140.88
	Philadelphia-Girard Point (Philadelphia County)	160.37	160.37	149.39	140.88
	Philadelphia-Point Breeze (Philadelphia County)	160.37	160.37	149.39	140.88
250	State of South Carolina				
	Belton (Anderson County)	95.45	95.45	84.47	75.96
	North Augusta (Edgefield County)	100.18	100.18	89.20	80.69
	Spartanburg (Spartanburg County)	98.12	98.12	87.14	78.63
260	State of Tennessee				
	Chattanooga (Hamilton County)	93.71	93.71	82.73	74.22
	Chattanooga-Moccasin Bend (Hamilton County)	93.71	93.71	82.73	74.22
	Knoxville (Knox County)	98.40	98.40	87.42	78.91
	Knoxville-East (Knox County)	98.40	98.40	87.42	78.91
	Nashville (Davidson County)	100.18	100.18	89.20	80.69
	Nashville-East (Davidson County)	100.18	100.18	89.20	80.69
	Nashville International Airport (Davidson County) (5)	100.18	100.18	89.20	80.69
270	State of Virginia				
	Bull Run (Prince William County)	118.32	118.32	107.34	98.83
	Dulles International Airport (Fairfax County) (5)	118.32	118.32	107.34	98.83
	Fairfax (Fairfax County)	118.32	118.32	107.34	98.83
	Norfolk (City of Chesapeake)	116.65	116.65	105.67	97.16
	Norfolk-Hill (City of Chesapeake)	116.65	116.65	105.67	97.16
	Norfolk-South (City of Chesapeake)	116.65	116.65	105.67	97.16
	Norfolk-Craney Island (City of Portsmouth)	116.65	116.65	105.67	97.16
	Richmond (City of Richmond)	112.01	112.01	101.03	92.52
	Richmond-Maury (City of Richmond)	112.01	112.01	101.03	92.52
	Richmond-Ruffin (City of Richmond)	112.01	112.01	101.03	92.52
	Roanoke (Bedford County)	113.22	113.22	102.24	93.73
	Yorktown (James City County)	116.65	116.65	105.67	97.16
	Yorktown (York County)	116.65	116.65	105.67	97.16
	Yorktown DFSP (York County)	116.65	116.65	105.67	97.16

For explanation of abbreviations and reference marks, see Item 900.

[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons

ITEM	Origin from Connecting Carriers	Destination	Rates
280	Gulfport (Richmond County), NY	Newark (Essex County), NJ	¶ 38.00

SHORT HAUL MOVEMENTS

ITEM	Origin	Destination	Standard Rates
281	Paulsboro (Gloucester County), NJ	Linden (Union County), NJ (2)	[P] 59.85
		Linden-Buckeye (Union County), NJ (3)	59.85
		Newark (Essex County), NJ	[P] 59.85
		Newark-Sun (Essex County), NJ	59.85
		Gulfport-Linden (Richmond County), NY	[P] 59.85
		Gulfport (Richmond County), NY	59.85
		Port Mobil-Linden (Richmond County), NY	[P] 59.85
		Philadelphia-Fort Mifflin (Philadelphia County), PA	36.34
		Philadelphia-Girard Point (Philadelphia County), PA	36.34
		Philadelphia-Point Breeze (Philadelphia County), PA	36.34
	Carteret, Port Reading, Sewaren (Middlesex County) NJ	Linden (Union County), NJ (2)	38.00
		Linden-Buckeye (Union County), NJ (3)	[P] 38.00
		Newark (Essex County), NJ	38.00
		Newark-Sun (Essex County), NJ	[P] 38.00
		Gulfport-Linden (Richmond County), NY	38.00
		Gulfport (Richmond County), NY	[P] 38.00
		Port Mobil-Linden (Richmond County), NY	38.00
	Booth (Delaware County), PA See Note (A)	Linden (Union County), NJ (2)	61.99
		Linden-Buckeye (Union County), NJ (3)	[P] 61.99

(A) Shipments from Booth (Delaware County), PA shall be limited to fungible batches of gasoline or distillates. Notwithstanding any other limitations, products originated from Booth will be accepted only when carrier can deliver corresponding fungible product tendered from other origins. The Booth, PA origin does not provide for physical lifting capability onto Colonial's pipeline system.

[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons

ITEM 285 CHARLOTTE DOUGLAS AIRPORT VOLUME INCENTIVE PROGRAM

(A) PROGRAM PERIOD:

The Program Period begins July 1, 2013 and expires June 30, 2014, unless otherwise extended or cancelled.

(B) APPLICABLE ORIGINS AND DESTINATIONS:

See Items 170 and 230, FERC [W] ~~99.13.0~~ 99.14.0 or reissues thereof.

Points of Origin	Destination	Discount Rates
Houston (Pasadena, Cedar Bayou) (Harris County), TX	Charlotte/Charlotte Douglas Airport, (Mecklenburg County), NC (1)	112.89
Hebert (Port Arthur) (Jefferson County), TX		105.42
Lake Charles (Calcasieu Parish), LA		102.68
Krotz Springs (St. Landry Parish), LA		93.53
Baton Rouge Dock Facility (W. Feliciana Parish), LA		90.68
Baton Rouge (E. Feliciana Parish), LA		90.68
Collins (Covington County), MS		79.70
Moundville (Hale County), AL		71.19

(C) ELIGIBILITY

Any Shipper who delivers a minimum of 200,000 barrels of aviation kerosene to Charlotte/Charlotte Douglas Airport within the Program Period is eligible for the rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 285(B). Volumes delivered to Charlotte/Charlotte Douglas Airport via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Charlotte/Charlotte Douglas Airport via Carrier's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~100.11.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 200,000 barrels.

ITEM 286 CHARLOTTE DOUGLAS AIRPORT SUPPLEMENTAL VOLUME INCENTIVE PROGRAM

(A) PROGRAM PERIOD:

The Program Period begins October 1, 2013 and expires March 31, 2014, unless otherwise extended or cancelled.

(B) APPLICABLE ORIGINS AND DESTINATIONS:

See Items 170 and 230, FERC [W] ~~99.13.0~~ 99.14.0 or reissues thereof.

Points of Origin	Destination	Discount Rates
Houston (Pasadena, Cedar Bayou) (Harris County), TX	Charlotte/Charlotte Douglas Airport, (Mecklenburg County), NC (1)	87.89
Hebert (Port Arthur) (Jefferson County), TX		80.42
Lake Charles (Calcasieu Parish), LA		77.68
Krotz Springs (St. Landry Parish), LA		68.53
Baton Rouge Dock Facility (W. Feliciana Parish), LA		65.68
Baton Rouge (E. Feliciana Parish), LA		65.68
Collins (Covington County), MS		54.70
Moundville (Hale County), AL		46.19

(C) ELIGIBILITY

Any Shipper who delivers a minimum of 200,000 barrels of aviation kerosene to Charlotte/Charlotte Douglas Airport within the Program Period in accordance with Item 285 is eligible for the supplemental rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 286(B). Volumes delivered to Charlotte/Charlotte Douglas Airport via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Charlotte/Charlotte Douglas Airport via Carrier's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~100.11.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 200,000 barrels.

[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons

[C] ITEM 287 ~~NORFOLK – CRANEY ISLAND, VIRGINIA and YORKTOWN DFSP, VIRGINIA INJECTION SERVICE~~

~~Upon request by shipper, Carrier shall inject Fuel System Icing Inhibitor (FSII) at Norfolk-Craney Island, Virginia and Yorktown DFSP, Virginia at a charge of one and one half cents (1.5¢) per barrel of military jet fuel treated. Should Carrier furnish icing inhibitor materials, the cost (including transportation and handling) of such materials shall be billed to shipper.~~

ITEM 290 ATLANTA HARTSFIELD AIRPORT VOLUME INCENTIVE PROGRAM

(A) PROGRAM PERIOD:

The Program Period begins July 1, 2013 and expires June 30, 2014, unless otherwise extended or cancelled.

(B) APPLICABLE ORIGINS AND DESTINATIONS:

See Items 30 and 110, [W] ~~99.13.0~~ 99.14.0 or reissues thereof.

Points of Origin	Destination	Tier 1 Discount Rates	Tier 2 Discount Rates
Houston (Pasadena, Cedar Bayou) (Harris County), TX	Atlanta-Wm. B. Hartsfield Atlanta International Airport (Fulton County), GA (1)	105.77	99.77
Hebert (Port Arthur) (Jefferson County), TX		98.30	92.30
Lake Charles (Calcasieu Parish), LA		95.56	89.56
Krotz Springs (St. Landry Parish), LA		86.41	80.41
Baton Rouge Dock Facility (W. Feliciana Parish), LA		83.56	77.56
Baton Rouge (E. Feliciana Parish), LA		83.56	77.56
Collins (Covington County), MS		72.58	66.58
Moundville (Hale County), AL		64.07	58.07

(C) TIER 1 ELIGIBILITY

Any shipper who delivers a minimum of 200,000 barrels of aviation kerosene to Atlanta-Wm. B. Hartsfield Atlanta International Airport within the Program Period is eligible for the rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 290(B). Volumes delivered to Atlanta-Wm. B. Hartsfield Atlanta International Airport via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Atlanta-Wm. B. Hartsfield Atlanta International Airport via Colonial's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~100.11.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 200,000 barrels.

(D) TIER 2 ELIGIBILITY

Any shipper who delivers a minimum of 2,000,000 barrels of aviation kerosene to Atlanta-Wm. B. Hartsfield Atlanta International Airport within the Program Period is eligible for the rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 290(B). Volumes delivered to Atlanta-Wm. B. Hartsfield Atlanta International Airport via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Atlanta-Wm. B. Hartsfield Atlanta International Airport via Colonial's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~100.11.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 2,000,000 barrels.

[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons

ITEM 291 NASHVILLE AIRPORT VOLUME INCENTIVE PROGRAM

(A) PROGRAM PERIOD:

The Program Period begins July 1, 2013 and expires June 30, 2014, unless otherwise extended or cancelled.

(B) APPLICABLE ORIGINS AND DESTINATIONS:

See Items 200 and 260, FERC [W] ~~99.13.0~~ 99.14.0 or reissues thereof.

Points of Origin	Destination	Tier 1 Discount Rates	Tier 2 Discount Rates
Houston (Pasadena, Cedar Bayou) (Harris County), TX Hebert (Port Arthur) (Jefferson County), TX Lake Charles (Calcasieu Parish), LA Krotz Springs (St. Landry Parish), LA Baton Rouge Dock Facility (W. Feliciana Parish), LA Baton Rouge (E. Feliciana Parish), LA Collins (Covington County), MS Moundville (Hale County), AL	Nashville International Airport (Davidson County), TN) (5)	110.39 102.92 100.18 91.03 88.18 88.18 77.20 68.69	104.39 96.92 94.18 85.03 82.18 82.18 71.20 62.69

(C) TIER 1 ELIGIBILITY

Any shipper who delivers a minimum of 200,000 barrels of aviation kerosene to Nashville International Airport within the Program Period is eligible for the rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 291(B). Volumes delivered to Nashville International Airport via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Nashville International Airport via Colonial's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~400.44.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 200,000 barrels.

(D) TIER 2 ELIGIBILITY

Any shipper who delivers a minimum of 2,000,000 barrels of aviation kerosene to Nashville International Airport within the Program Period is eligible for the rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 291(B). Volumes delivered to Nashville International Airport via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Nashville International Airport via Colonial's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~400.44.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 2,000,000 barrels.

[U] Unchanged. All rates on this page are unchanged.

TABLE OF RATES

Rates in Cents per Barrel of 42 United States Gallons

ITEM 292 WOODBURY (GLOUCESTER COUNTY) VOLUME INCENTIVE PROGRAM

(A) PROGRAM PERIOD

The Program Period begins October 1, 2013 and expires March 31, 2014, unless otherwise extended or cancelled.

(B) APPLICABLE ORIGINS AND DESTINATIONS:

See Items 70 and 150, FERC [W] ~~99.13.0~~ 99.14.0 or reissues thereof.

Points of Origin	Destination	Discount Rates
Houston (Pasadena, Cedar Bayou) (Harris County), TX	Woodbury (Gloucester County)	147.58
Hebert (Port Arthur) (Jefferson County), TX		140.11
Lake Charles (Calcasieu Parish), LA		137.37
Krotz Springs (St. Landry Parish), LA		128.22
Baton Rouge Dock Facility (W. Feliciana Parish), LA		125.37
Baton Rouge (E. Feliciana Parish), LA		125.37
Collins (Covington County), MS		114.39
Moundville (Hale County), AL		105.88

(C) ELIGIBILITY

Any Shipper who delivers a minimum of 10,000 barrels of aviation kerosene to Woodbury (Gloucester County) within the Program Period is eligible for the rate incentive on volumes of aviation kerosene delivered in excess of that minimum, as specified in Item 292(B). Volumes delivered to Woodbury (Gloucester County) via Carrier's local rates tariff, FERC [W] ~~99.13.0~~ 99.14.0, or reissues thereof, and volumes delivered to Woodbury (Gloucester County) via Carrier's joint rates tariff with Bengal Pipeline Company LLC, FERC [W] ~~100.11.0~~ 100.12.0, or reissues thereof, cumulatively apply towards the minimum volume threshold of 10,000 barrels.

ITEM 300 BATON ROUGE DOCK FACILITY CONTRACT RATES

(A) APPLICABLE ORIGINS AND DESTINATION - See Items 40 and 120, FERC [W] ~~99.13.0~~ 99.14.0 or reissues thereof.

Origin	Destination	Contract Rates	Incentive Rates	Minimum Volume Threshold (BPM)
Houston (Pasadena, Cedar Bayou) (Harris County), TX	Baton Rouge Dock Facility (West Feliciana Parish), LA) (4)	39.40	34.16	900,000
Hebert (Port Arthur) (Jefferson County), TX		31.59	26.35	
Lake Charles (Calcasieu Parish), LA		29.01	23.77	
Krotz Springs (St. Landry Parish), LA		20.83	20.83	
Baton Rouge (E. Feliciana Parish), LA		[F1] 25.61	[F1] 23.28	

(B) ELIGIBILITY

All volumes, delivered to the Baton Rouge Dock Facility for further transportation via barge, are eligible for the Contract Rates above. In addition, any shipper who exceeds the Minimum Volume Threshold per calendar month is eligible for the Volume Incentive Rates set forth in this Item. All barrels destined to the Baton Rouge Dock Facility for further transportation via barge, and all barrels originating from the Baton Rouge Dock Facility for further transportation via Colonial's system, shall be counted to determine whether a shipper has met the monthly Minimum Volume Threshold. The Volume Incentive Rates shall only apply to barrels delivered to the Baton Rouge Dock Facility for further transportation via barge.

In addition, Shippers may assign such barrels to other Shippers and Shippers to whom such barrels have been assigned shall be entitled to count the assigned barrels in order to meet the monthly Minimum Volume Threshold upon receipt by Carrier of written evidence of the assignment.

No intrastate movements are allowed under this tariff item.

For explanation of abbreviations and reference marks, see Item 900.

(C) SPECIAL PROVISIONS RELATED TO THE BATON ROUGE DOCK FACILITY

The following are Exceptions to Colonial Pipeline Company's Rules and Regulations Tariff FERC [W] ~~98.12.0~~ 98.13.0 or reissues thereof:

Exception to Item 25 Paragraph (d) Notice of Intent to Ship: Shipping Schedules:

- (a) Product entering carrier's pipeline system from the Baton Rouge Dock Facility, Louisiana origin point must be received in carrier's tankage at Baton Rouge, LA not less than twenty four (24) hours prior to the scheduled time for movement out of carrier's tankage.

Exception to Item 35 Paragraph (b) Origin and Destination Facilities:

- (a) Carrier shall not require incorporation of two-stage independent high-level alarms at the Baton Rouge Dock Delivery Facility, Louisiana prior to delivery of product.

The following is an addition to Colonial Pipeline Company's Rules and Regulations Tariff FERC [W] ~~98.12.0~~ 98.13.0 or reissues thereof:

Addition to Item 35, Demurrage Charges At Carrier Tankage in Baton Rouge, Louisiana:

- (a) As provided in Item 35, FERC [W] ~~98.12.0~~ 98.13.0 or reissues thereof, in the event carrier has accepted petroleum products for transportation in reliance upon shipper's representations as to acceptance at destination, and there is failure to promptly accept such petroleum products at destination, then and in such event carrier shall have the right to charge the shipper demurrage. Demurrage shall be charged at 25 cents per barrel per day, or portion thereof, for volumes remaining in carrier tankage and such demurrage shall be charged to the shipper of that batch. For product movements to the Baton Rouge Dock Facility, Louisiana destination and for product movements originating at the Baton Rouge Dock Facility, LA origin scheduled through carrier tankage in Baton Rouge, LA, the shipper must designate a valid destination not later than 8:00am Eastern Standard Time one business day prior to the day of that batch delivering into carrier tankage at Baton Rouge, LA.

ITEM 850 GOVERNING PUBLICATIONS

This tariff is governed by Colonial Pipeline Company Rules and Regulations Tariff FERC [W] ~~98.12.0~~ 98.13.0 or reissues thereof.

ITEM 900 EXPLANATIONS OF ABBREVIATIONS & REFERENCE MARKS

[C]	.....	Cancel
[F1]	.....	Section Four rates, Fourth Section application date April 20, 2000, effective May 1, 2000
[U]	.....	Unchanged rate
[W]	.....	Change in wording only
[P]	.....	Applicable only as a proportional rate on traffic destined to points beyond on connecting carriers
BPM	.....	Barrels Per Month
DFSP	.....	Defense Fuel Supply Point
FERC	.....	Federal Energy Regulatory Commission
¶	.....	Applicable only as a proportional rate on traffic received from connecting carriers.
(1)	.....	Limited to movement of fungible aviation kerosenes. Service includes usage of special carrier-provided filtration.
(2)	.....	Limited to the interstate movement of Petroleum Products to this destination.
(3)	.....	Limited to the interstate movement of Petroleum Products via connecting carrier.
(4)	.....	Limited to the interstate movement of Petroleum Products destined for further transportation via barge. Rate includes carrier tankage services as available through Baton Rouge, LA. The Baton Rouge Dock Facility is not owned or operated by Colonial Pipeline Company. Colonial does not provide storage, tankage or loading facilities at the Baton Rouge Dock destination.
(5)	.....	Limited to movement of fungible aviation kerosenes.
(6)	.....	Limited to interstate movement of Petroleum Products via connecting carrier to Malvern (Chester County) Pennsylvania.
(7)	.....	The service provided under this Item includes non-jurisdictional blending of neat biodiesel provided by shipper at a blending point designated by carrier downstream of origination, pursuant to an injection services contract that must be executed by shipper and carrier. Transportation charges under this tariff will be collected on total volume of blended product delivered at final destination.

For explanation of abbreviations and reference marks, see Item 900.