

**Arrowhead Gath. Tariff No. 8.12
(Cancels Texas R.R.C. No. 8.11)**

ARROWHEAD GATHERING COMPANY, LLC

THREE RIVERS PIPELINE CRUDE OIL SYSTEM

**LOCAL AND PROPORTIONAL TARIFF
NAMING RATES AND CHARGES
APPLYING ON THE INTRASTATE TRANSPORTATION
OF**

CRUDE PETROLEUM

This tariff is subject to, except as otherwise provided herein, the Rules and Regulations, filed with the Railroad Commission of Texas as, and published in, **Texas R.R.C. No. 7.2 of Arrowhead Gathering Company, LLC applicable to the Three Rivers Pipeline Crude Oil System**; and supplements thereto and successive issues thereof. If any language herein modifies or conflicts with the general language on the same subject matter in the governing Rules and Regulations referenced above, the specific language in this tariff will control (unless exceptions are noted herein).

EFFECTIVE: January 1, 2016

Issued and Compiled By: Fred Muck
Vice President
Arrowhead Gathering Company, LLC
1201 Louisiana, Suite 1400
Houston, Texas 77002

[N] P-5 Operator ID: P-363118; T-4 Permit Information: T-08564 (expires 5/1/16).

Arrowhead Gathering Company, LLC is the owner of the pipeline providing service under this tariff.

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AGC Three Rivers: Karnes, Atascosa, and Live Oak Counties to Valero's Three Rivers Refinery

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ORIGIN	DESTINATION	RATE (Cents per Barrel)
Pipeline-Connected Tank Batteries, Karnes County, TX	Three Rivers Refinery, Live Oak County, TX	[U] 135.00
Pipeline-Connected Tank Batteries, Atascosa County, TX		
Pipeline-Connected Tank Batteries, Live Oak County, TX		
Guajillo Ranch Lateral Pipeline-Connected Tank Batteries Live Oak County, TX	Three Rivers Refinery, Live Oak County, TX	[U] 130.00
Falls City Truck Offload Terminal, Karnes County, TX	Three Rivers Refinery, Live Oak County, TX	[U] 135.00
Karnes City Truck Offload Terminal, Karnes County, TX	Three Rivers Refinery, Live Oak County, TX	[U] 85.22
Patsy-Clark Lateral Pipeline-Connected Tank Batteries. Karnes County, TX	Three Rivers Refinery, Live Oak County, TX	[I] 177.08
Crews-Kotara Lateral Pipeline-Connected Tank Batteries, Karnes County, TX	Three Rivers Refinery, Live Oak County, TX	[I] 249.66

INCENTIVE RATES: For the barrels from the Patsy-Clark Lateral Point of Origin, the rate shall be reduced by [W] 10.52 cents per barrel for all barrels exceeding a total of 3,285,000 barrels. For the barrels from the Crews-Kotara Lateral Point of Origin, the rate shall be reduced by [W] 51.53 cents per barrel for all barrels exceeding a total of 4,380,000 barrels.

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UNLOADING CHARGE: All shipments unloaded by tank truck into the mainline facilities will be subject to a charge of [U] eight cents (\$0.08) per barrel in addition to the transportation rates named herein.

Explanation of Reference Marks:

- [N] New.
- [I] Increase.
- [U] Unchanged rate.
- [W] Change in wording only.

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CALDWELL BOUDREAU LEFLE R PLLC

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December 30, 2015

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SAFETY DIVISION
AUSTIN, TEXAS

Ms. Kristi Schulz
Oil and Gas – Pipeline Safety Division
Railroad Commission of Texas
1701 N. Congress 9th Floor
Austin, Texas 78701

OIL PIPELINE TARIFF FILING

Re: Arrowhead Gathering Company, LLC and Arrowhead Eagle Ford Pipeline, LLC
Railroad Commission of Texas Tariff Filing

Dear Ms. Schulz:

Arrowhead Gathering Company, LLC (“Arrowhead”) hereby submits for filing the following tariffs:

- Arrowhead Joint Tariff No. 2.12 (which is a joint tariff with Arrowhead Eagle Ford Pipeline, LLC)
- Arrowhead Gath. Tariff No. 8.12

The tariffs listed above, which are both being issued today to be effective January 1, 2016, contain rates that have been increased.

Arrowhead requests that any protest of this filing be telefaxed at the time the protest is filed to Elizabeth Kohlhausen, fax number 713.357.6775, and Joseph Frost, fax number 713.289.2650.

Please file-stamp the additional copy of this filing to verify receipt and filing and return them to our messenger. Should you have any questions, please contact me at the address or telephone number listed above.

Respectfully submitted,

/s/ Elizabeth B. Kohlhausen
Elizabeth B. Kohlhausen
Caldwell Boudreaux Lefler PLLC

*Counsel for Arrowhead Gathering Company, LLC
and Arrowhead Eagle Ford Pipeline, LLC*