

Bryan W. Shaw, Ph.D., *Chairman*
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TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

Protecting Texas by Reducing and Preventing Pollution

AIR V PA / WC-A004-D / RN105876437 / 03439 / AIR V PA
December 22, 2011

MRS JACQUELINE DIMPEL
OPERATIONS MANAGER
ANADARKO PETROLEUM CORPORATION
1201 LAKE ROBBINS DR
THE WOODLANDS TX 77380-1181

Re: General Operating Permit Authorization to Operate
Change of Ownership Revision
Permit Number: 03439
Delaware Basin JV Gathering LLC
Bones Springs Compressor Station
Pyote, Ward County
Regulated Entity Number: RN105876437
Customer Reference Number: CN603815879
Account Number: WC-A004-D

RECEIVED

FEB 14 2012

TCEQ
CENTRAL FILE ROOM

Dear Mrs. Dimpel:

After reviewing your revision application, the Texas Commission on Environmental Quality (TCEQ) executive director has determined that the emission units identified at the Bones Springs Compressor Station qualify for the Oil and Gas General Operating Permit (GOP) Number 514, if operated as represented in your application. This letter serves to authorize Delaware Basin JV Gathering LLC, Bones Springs Compressor Station, to continue operating the emission units identified in the GOP application under the provisions of GOP Number 514. This authorization is granted based on the information provided in your application. In the event the agency subsequently determines that the emission units do not qualify for the GOP or are not operating in compliance with the GOP, enforcement action may be initiated.

From the date of this letter, Delaware Basin JV Gathering LLC, Bones Springs Compressor Station, must continue operating in accordance with the requirements of Title 30 Texas Administrative Code Chapter 122 (30 TAC Chapter 122), including the permit conditions contained in 30 TAC §§ 122.143 - 122.146. Some of the conditions contained in 30 TAC §§ 122.143 - 122.146 include recordkeeping conditions, reporting conditions (which includes deviation reporting), and compliance certification conditions. All reports and any questions regarding the reports should be forwarded to the Texas Commission on Environmental Quality Midland Regional Office, 9900 W Interstate 20, Suite 100, Midland, Texas 79706-2636.

Mrs. Jacqueline Dimpel
Page 2
December 22, 2011

Any documents submitted to the TCEQ regarding the application should be accompanied by a cover letter which identifies the following information: company name, primary TCEQ regulated entity number, site name, area name (if applicable), federal operating permit (FOP) number, FOP project number, and the date of submittal of the original application.

The permit holder must submit an updated application to the TCEQ executive director for changes at the site according to 30 TAC § 122.503. If the provisions of GOP Number 514 are revised, repealed, or rescinded, the permit holder must submit appropriate application information within 90 days according to 30 TAC § 122.504.

Authorizations to operate under GOPs shall expire no later than five years from the date of initial issuance or renewal of authorization. The revision to your application does not affect the issuance date of your authorization to operate. A renewal application must be submitted to the agency no later than six months, but no earlier than 18 months, before the expiration of the authorization to operate under the GOP. The TCEQ executive director will determine if renewal authorization should be granted according to 30 TAC § 122.505.

Please maintain a copy of this letter, the application, and a copy of the appropriate GOP on-site. Thank you for your cooperation and assistance in this matter. If you have questions concerning the review, or this notice, please contact Ms. Toni Oyler at (512) 239-1311.

This action is taken under authority delegated by the Executive Director of the TCEQ.

Sincerely,

A handwritten signature in cursive script that reads "Camille Rietz". The signature is written in dark ink and is positioned above the typed name and title.

Camille Rietz, Manager
Business Program Section
Air Permits Division
Texas Commission on Environmental Quality

CR/to

cc: Air Section Manager, Region 7 - Midland

Project Number: 17300



Texas Commission on Environmental Quality
Air Permits Division
Change of Name/Ownership Form

I. Application Type		
<input checked="" type="checkbox"/> Change in Ownership <input type="checkbox"/> Change in Company Name		
II. Name of the New Owner or Operator of the Facilities or Equipment (Legal Entity Name of the new permittee)		
A. Customer Name: Delaware Basin JV Gathering LLC		
B. Customer Reference Number (CN) (if issued): 603815879 ✓		
C. Submittal Date: 11/18/2011		
D. Effective Date of Change: 12/01/2011		
E. Is the new owner an affiliate of the previous owner?		<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
III. Responsible Official (RO) Contact Information		
Name (<input type="checkbox"/> Mr. <input checked="" type="checkbox"/> Mrs. <input type="checkbox"/> Ms. <input type="checkbox"/> Dr.): Jacqueline Dimpel		
Title: Operations Manager		
Company Name: Anadarko Petroleum Corporation		
Mailing Address: 1201 Lake Robbins Drive		
City: The Woodlands	State: Texas	Zip Code: 77380
Territory:		Country:
Foreign Postal Code:		Internal Mail Code:
Telephone No.: 832-636-3029		Fax No.: 832-636-8048
E-mail Address: Jacqueline.Dimpel@anadarko.com		
IV. Technical Contact Information		
Name (<input checked="" type="checkbox"/> Mr. <input type="checkbox"/> Mrs. <input type="checkbox"/> Ms. <input type="checkbox"/> Dr.): Jason Zapalac		
Title: EHS Representative II		
Company Name: Anadarko Petroleum Corporation		
Mailing Address: 1201 Lake Robbins Drive		
City: The Woodlands	State: Texas	Zip Code: 77380
Territory:		Country:
Foreign Postal Code:		Internal Mail Code:
Telephone No.: 832-636-4911		Fax No.: 832-636-2690
E-mail Address: jason.zapalac@anadarko.com		
V. Site Information		
A. Site Name: Bones Springs Compressor Station		
B. Regulated Entity Number (RN) (if issued): 105876437 ✓		
C. Account Number (if issued):		

603 514
3439

17309

Page 1 of 2

Grant Letter 62789



Texas Commission on Environmental Quality
Air Permits Division
Change of Name/Ownership Form

V. Site Information (continued)								
D. If action is transfer of ownership, is the change for the entire site?							<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO <input type="checkbox"/> N/A	
E. If action is transfer of ownership for a portion of the existing site, will the new site be a major source?							<input type="checkbox"/> YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> N/A	
F. Indicate all pollutants for which the site is a major source based on the site's potential to emit.								
Pollutant:	VOC	NO _x	SO ₂	PM ₁₀	CO	PB	HAPs	Other
Major at the Site (YES/NO):	NO	YES	NO	NO	NO	NO	NO	
VI. Air Authorizations That Are Affected By This Action								
A. List all NSR authorizations (including PBR, SE, and standard permit registrations, and NSR permits), as applicable: STDPMT 96922;								
B. List all FOPs (including SOPs and ATOs under GOPs), as applicable: GOP 3439								
VII. NSR Conditions for Change of Ownership under 30 TAC § 116.110(e)								
<ul style="list-style-type: none">• The new owner agrees to be bound by all the permit conditions and all representations made in the permit and any amendments and alterations.• The new owner asserts there will be no change in the type of pollutants emitted.• The new owner asserts there will be no increase in the quantity emitted.								
VIII. FOP Conditions for Change of Ownership								
<ul style="list-style-type: none">• For SOP holders: Pursuant to 30 TAC § 122.210 and § 122.211, the permit holder (new owner) is required to submit a permit revision application for a change to the permit identification of ownership or operational control of a site. The change must be facilitated by a written agreement containing a specific date for transfer of permit responsibility, coverage, and liability between the old and new permit holder. This written agreement is maintained with the permit.• For GOP holders: Pursuant to 30 TAC § 122.503, the permit holder (new owner) is required to submit (before the change is operated) an application for a new authorization to operate for a change to the permit identification of ownership or operational control of a site. The change must be facilitated by a written agreement containing a specific date for transfer of permit responsibility, coverage, and liability between the old and new permit holder. This written agreement is maintained with the permit.								
A. Are any other changes needed for the FOP? (If YES, submit the information as explained in the instructions.)							<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
B. Is there an Acid Rain permit or Clean Air Interstate Rule (CAIR) permit included in the SOP? (If YES, submit the information as explained in the instructions.)							<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
IX. Authorization								
I, <u>Jacqueline Dimpel</u> , certify that I am the responsible official for this application and that, based on information and belief formed after reasonable inquiry, the statements and information on this form are true, accurate, and complete.								
Signature: <u>Jacqueline Dimpel</u>					Signature Date: <u>11/18/11</u>			
Title: <u>Operations Manager</u>								



TCEQ Use Only

TCEQ Core Data Form

For detailed instructions regarding completion of this form, please read the Core Data Form Instructions or call 512-239-5175.

SECTION I: General Information

1. Reason for Submission (If other is checked please describe in space provided)	
<input type="checkbox"/> New Permit, Registration or Authorization (Core Data Form should be submitted with the program application)	
<input type="checkbox"/> Renewal (Core Data Form should be submitted with the renewal form)	<input checked="" type="checkbox"/> Other Change of Ownership
2. Attachments Describe Any Attachments: (ex. Title V Application, Waste Transporter Application, etc.)	
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Air Permits Division Change of Name/Ownership Form	
3. Customer Reference Number (if issued)	4. Regulated Entity Reference Number (if issued)
CN 603815879	RN 105876437

SECTION II: Customer Information

5. Effective Date for Customer Information Updates (mm/dd/yyyy)		12/1/2011	
6. Customer Role (Proposed or Actual) – as it relates to the Regulated Entity listed on this form. Please check only one of the following:			
<input type="checkbox"/> Owner	<input type="checkbox"/> Operator	<input checked="" type="checkbox"/> Owner & Operator	
<input type="checkbox"/> Occupational Licensee	<input type="checkbox"/> Responsible Party	<input type="checkbox"/> Voluntary Cleanup Applicant	<input type="checkbox"/> Other: _____
7. General Customer Information			
<input type="checkbox"/> New Customer		<input type="checkbox"/> Update to Customer Information	<input type="checkbox"/> Change in Regulated Entity Ownership
<input type="checkbox"/> Change in Legal Name (Verifiable with the Texas Secretary of State)		<input checked="" type="checkbox"/> No Change**	
**If "No Change" and Section I is complete, skip to Section III – Regulated Entity Information.			
8. Type of Customer:	<input type="checkbox"/> Corporation	<input type="checkbox"/> Individual	<input type="checkbox"/> Sole Proprietorship- D.B.A
<input type="checkbox"/> City Government	<input type="checkbox"/> County Government	<input type="checkbox"/> Federal Government	<input type="checkbox"/> State Government
<input type="checkbox"/> Other Government	<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Other: _____
9. Customer Legal Name (If an individual, print last name first: ex: Doe, John)		If new Customer, enter previous Customer below	
		End Date:	
10. Mailing Address:			
City	State	ZIP	ZIP + 4
11. Country Mailing Information (if outside USA)		12. E-Mail Address (if applicable)	
13. Telephone Number		14. Extension or Code	
() -		() -	
15. Fax Number (if applicable)			
() -			
16. Federal Tax ID (9 digits)	17. TX State Franchise Tax ID (11 digits)	18. DUNS Number (if applicable)	19. TX SOS Filing Number (if applicable)
20. Number of Employees		21. Independently Owned and Operated?	
<input type="checkbox"/> 0-20 <input type="checkbox"/> 21-100 <input type="checkbox"/> 101-250 <input type="checkbox"/> 251-500 <input type="checkbox"/> 501 and higher		<input type="checkbox"/> Yes <input type="checkbox"/> No	

SECTION III: Regulated Entity Information

22. General Regulated Entity Information (If 'New Regulated Entity' is selected below this form should be accompanied by a permit application)	
<input type="checkbox"/> New Regulated Entity	<input type="checkbox"/> Update to Regulated Entity Name <input checked="" type="checkbox"/> Update to Regulated Entity Information <input type="checkbox"/> No Change** (See below)
**If "NO CHANGE" is checked and Section I is complete, skip to Section IV, Preparer Information.	
23. Regulated Entity Name (name of the site where the regulated action is taking place)	
BONES SPRINGS COMPRESSOR STATION	

24. Street Address of the Regulated Entity: (No P.O. Boxes)							
	City		State		ZIP		ZIP + 4
25. Mailing Address:	1201 Lake Robbins Drive						
	City	The Woodlands	State	TX	ZIP	77380	ZIP + 4
26. E-Mail Address:	jason.zapalac@anadarko.com						
27. Telephone Number	28. Extension or Code		29. Fax Number (if applicable)				
(832) 636-1000	4911		(832) 636-2690				
30. Primary SIC Code (4 digits)	31. Secondary SIC Code (4 digits)		32. Primary NAICS Code (5 or 6 digits)		33. Secondary NAICS Code (5 or 6 digits)		
1311			211111				
34. What is the Primary Business of this entity? (Please do not repeat the SIC or NAICS description.)							
Natural Gas Compression and Transmission							

Questions 34 – 37 address geographic location. Please refer to the instructions for applicability.

35. Description to Physical Location:	From Pyote go north from IH-20 for 0.4 miles on FM115. Turn left on FM 2355 and go 15.7 miles to cattle guard with Regency Gas Services Bones Springs Compressor Station sign. Turn left through cattle guard and follow dirt road 1.2 miles to booster station.						
36. Nearest City	County		State		Nearest ZIP Code		
Pyote	Ward		TX		79777		
37. Latitude (N) In Decimal:	31.52732		38. Longitude (W) In Decimal:		103.33687		
Degrees	Minutes	Seconds	Degrees	Minutes	Seconds		

39. TCEQ Programs and ID Numbers Check all Programs and write in the permits/registration numbers that will be affected by the updates submitted on this form or the updates may not be made. If your Program is not listed, check other and write it in. See the Core Data Form instructions for additional guidance.

<input type="checkbox"/> Dam Safety	<input type="checkbox"/> Districts	<input type="checkbox"/> Edwards Aquifer	<input type="checkbox"/> Industrial Hazardous Waste	<input type="checkbox"/> Municipal Solid Waste
<input type="checkbox"/> New Source Review – Air	<input type="checkbox"/> OSSF	<input type="checkbox"/> Petroleum Storage Tank	<input type="checkbox"/> PWS	<input type="checkbox"/> Sludge
<input type="checkbox"/> Stormwater	<input type="checkbox"/> Title V – Air	<input type="checkbox"/> Tires	<input type="checkbox"/> Used Oil	<input type="checkbox"/> Utilities
<input type="checkbox"/> Voluntary Cleanup	<input type="checkbox"/> Waste Water	<input type="checkbox"/> Wastewater Agriculture	<input type="checkbox"/> Water Rights	<input type="checkbox"/> Other:


SECTION IV: Preparer Information

40. Name:	Jason Zapalac		41. Title:	EHS Representative II	
42. Telephone Number	43. Ext./Code	44. Fax Number	45. E-Mail Address		
(832) 636-1000	4911	(832) 636-2960	jason.zapalac@anadarko.com		

SECTION V: Authorized Signature

46. By my signature below, I certify, to the best of my knowledge, that the information provided in this form is true and complete, and that I have signature authority to submit this form on behalf of the entity specified in Section II, Field 9 and/or as required for the updates to the ID numbers identified in field 39.

(See the Core Data Form instructions for more information on who should sign this form.)

Company:	Delaware Basin JV Gathering LLC	Job Title:	EHS Representative II
Name (in Print):	Jason Zapalac	Phone:	(832) 636-4911
Signature:		Date:	11/18/2011

ANADARKO PETROLEUM CORPORATION

1201 LEE ROBBINS DRIVE • THE WOODLANDS, TEXAS 77380

P.O. BOX 1330 • HOUSTON, TEXAS 77251-1330



November 18, 2011

TCEQ Austin
Attn: Air Permits Division
12100 Park 35 Circle
MC-163
Austin, Texas 78753

(UPS Tracking # 1ZX1W1401397148828)

Re: Change of Ownership Notification

Delaware Basin JV Gathering LLC (DBG) is purchasing the Bones Springs Compressor Station (RN 105876437). The Bones Springs Compressor Station is authorized under Standard Permit #96922. There is currently a General Operating Permit Application (GOP #3439) under review by the TCEQ (TCEQ Project #16466). Ownership of the Bones Springs Compressor Station will transfer to DBG on December 1st, 2011, and DBG intends to operate the facility under the requirements of the Standard Permit and the General Operating Permit.

Please find the attached Air Permits Division Change of Ownership Form and Core Data Form.

If you have any questions or require additional information, please contact me at (832) 636-4911 or via email at Jason.zapalac@anadarko.com.

Sincerely,

Anadarko Petroleum Corporation


Jason Zapalac
EHS Representative II

cc: TCEQ Region 7 – Midland
Att.: Jared Basurto
3300 N. A St., Bldg. 4-107
Midland, TX 79705-5451

(UPS Tracking# 1ZX1W1401396100433)

Anadarko Petroleum Corporation
(Electronic)

Attachments:

Air Permits Division Change of Ownership Form
Core Data Form

*APIRT Recvd
via E-mail
12/21/11*



Resources for TCEQ Employees

[Main Query Page](#)
[Program Area Search](#)

Customer Detail				Prior Names	
Customer Name:	DELAWARE BASIN JV GATHERING LLC		CN:	CN603815879	
Customer Legal Name:	Delaware Basin JV Gathering LLC		Customer Type:	CORPORATION	
Customer Status:	ACTIVE	Status Comment:			
Federal Tax Id:			State Franchise Tax Id:	32041353593	
DUNS Number:			SOS Filing No:	801238878	
Compliance Class:	AVERAGE	Compliance Rating:	3.01	Publication Date:	Oct 1, 2011
Independently Owned:	Y		Number Employees:	501+	

1-3 of 3 Records

Affiliated Regulated Entities			List All
RN Number	Regulated Entity Name	Role	
RN105876437	BONES SPRINGS COMPRESSOR STATION	OWNER OPERATOR	
RN106091580	NORTH MENTONE COMPRESSOR STATION AND AMINE PLANT	OWNER OPERATOR	
RN106237605	SOUTH BONES COMPRESSOR STATION	OWNER OPERATOR	

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[Map of Regional Planning Areas](#)
[Migrated Systems](#)

For questions or comments regarding this T-Net page contact: [Central Registry](#)
 This site was last modified: August 23, 2010

**Proof of Delivery**[Close Window](#)

Dear Customer,

This notice serves as proof of delivery for the shipment listed below.

Tracking Number:	1ZX1W1401397148828
Service:	UPS Next Day Air Saver®
Shipped/Billed On:	11/18/2011
Delivered On:	11/21/2011 9:32 A.M.
Delivered To:	AUSTIN, TX, US
Signed By:	ALBERT
Left At:	Mail Room

Thank you for giving us this opportunity to serve you.

Sincerely,

UPS

Tracking results provided by UPS: 11/21/2011 12:15 P.M. ET

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**Proof of Delivery**[Close Window](#)

Dear Customer,

This notice serves as proof of delivery for the shipment listed below.

Tracking Number:	1ZX1W1401396100433
Service:	UPS Next Day Air Saver®
Weight:	1.00 lb
Shipped/Billed On:	11/18/2011
Delivered On:	11/21/2011 10:40 A.M.
Delivered To:	MIDLAND, TX, US
Signed By:	ROSE
Left At:	Reception

Thank you for giving us this opportunity to serve you.

Sincerely,

UPS

Tracking results provided by UPS: 11/21/2011 12:16 P.M. ET

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Bryan W. Shaw, Ph.D., *Chairman*
Buddy Garcia, *Commissioner*
Carlos Rubinstein, *Commissioner*
Mark R. Vickery, P.G., *Executive Director*



AIR PA/RN 105876437

Acct# h/a PA 96922

TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

Protecting Texas by Reducing and Preventing Pollution

November 28, 2011

MRS JACQUELINE DIMPEL
OPERATIONS MANAGER
ANADARKO PETROLEUM CORPORATION
1201 LAKE ROBBINS DR
THE WOODLANDS TX 77380-1181

Re: Transfer of Ownership
Customer Number: CN603815879
Regulated Entity Number: RN105876437
County: Ward

Dear Mrs. Dimpel:

Thank you for the letter dated November 21, 2011, notifying us of the ownership change. Your letter states that Delaware Basin JV Gathering LLC is now the Owner and Operator of the facility listed above. The following air authorization has been updated to reflect the transfer.

Permit / Reg. Number	Permit / Reg. Expiration Date	Previous Permittee / Registrant
96922	August 19, 2021	Regency Field Services LLC

We understand that there will be no change in the type of pollutants emitted and no increase in the quantity of emissions. As the new permittee of the facility, you have committed to maintain compliance with all air quality regulations of the Texas Commission on Environmental Quality and the requirements of this permit at all times.

Thank you for informing us of this ownership change. If you have any questions regarding this letter, please feel free to contact me at (512) 239-1326.

Sincerely,

A handwritten signature in cursive script that reads "Sandra Young".

Sandra Young
Air Permits Initial Review Team (MC-161)
Air Permits Division

cc: Air Section Manager, Region 7 - Midland
Mr. Mark Chambers, Industrial Emissions Assessment Section (MC-164), Austin
TCEQ Central Records (MC-198)