



COMMONWEALTH OF PENNSYLVANIA  
PENNSYLVANIA PUBLIC UTILITY COMMISSION  
P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE  
REFER TO OUR FILE

January 17, 2002

TO ALL PARTIES

DOCUMENT  
FOLDER

DOCKETED  
JAN 28 2002

IN RE: Joint Application of Sunoco Pipeline L.P., et al  
Docket No: A-140001, A-140400F2000; A-140075F2000

To Whom It May Concern:

The Commission, at Public Meeting January 10, 2002, adopted an Order in the above captioned case. Enclosed is a Corrected Order to replace the original Order received by you.

Please note that the following language has been added to the Order: "for the right of Sunoco Pipeline L.P. to transport petroleum products in the former service territory of Sun Pipe Line Company and Atlantic Pipeline Corp."

Thank you for your attention to this matter, and we regret any inconvenience caused by this omission.

Very truly your,

James J. McNulty  
Secretary

Enclosure

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
Harrisburg, PA. 17105-3265

Public Meeting held January 10, 2002

Commissioners Present:

Glen R. Thomas, Chairman  
Robert K. Bloom, Vice Chairman  
Aaron Wilson, Jr.  
Terrance J. Fitzpatrick

Joint application of Sunoco Pipeline L.P., Sun Pipe Line Company and of Atlantic Pipeline Corp. for approval of the transfer of assets and merger of Sun Pipe Line Company and Atlantic Pipeline Corp. to Sunoco Pipeline L.P. for the right of Sunoco Pipeline L.P. to transport petroleum products in the former service territory of Sun Pipe Line Company and Atlantic Pipeline Corp. and for the abandonment of services by Sun Pipe Line Company and Atlantic Pipeline Corp.

Docket No: A-140001  
A-140400 F2000  
A-140075 F2000

DOCKETED  
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CORRECTED ORDER

BY THE COMMISSION:

On December 11, 2001, Sunoco Pipeline L.P. (Sunoco), Sun Pipe Line Company (Sun) and Atlantic Pipeline Corp. (Atlantic), filed the above-captioned joint application pursuant to Chapter 11 of the Pennsylvania Public Utility Code, 66 Pa C. S. §§1101, *et seq.*, requesting approval of the transfer of assets and the merger of Sun and Atlantic to Sunoco, for the right of Sunoco to transport petroleum products in the former service territory of Sun and Atlantic and for the abandonment of services by Sun and Atlantic. The proposed merger and transfer

of assets herein affects 18 existing Pennsylvania customers of both Sun and Atlantic.

Copies of the instant joint application were served upon the 18 customers, Office of Consumer Advocate and Office of Small Business Advocate. Further notice was not required. No protests were filed.

Under the transfer of assets and merger, Sunoco will take control of both Sun and Atlantic. The joint applicants aver that the proposed transfer of assets and merger will contribute to operational efficiencies and administrative and regulatory efficiencies that will ultimately benefit the Pennsylvania customers of both Sun and Atlantic. These advantages ensure that the proposed transfer of assets and merger provides an affirmative public benefit and satisfies the standard set by *City of York v. Pa. P.U.C.*, 449 Pa. 136, 295, A.2d 825 (1972).

Sunoco proposes to adopt the Sun and Atlantic tariffs on file with this Commission; thus all of the services currently provided by Sun and Atlantic will be provided by Sunoco at the same rates, terms and conditions as Sun and Atlantic. The joint applicants aver that the proposed asset transfer will be transparent to Sun and Atlantic's existing customers and those customers will continue to receive the same quality of service as they are currently receiving.

The Commission has examined this joint application and has determined that the proposed transfer of assets, merger and abandonments are necessary or proper for the service, accommodation, convenience, or safety of the public, and

that the joint application is in the public interest and should be approved;  
**THEREFORE,**

**IT IS ORDERED:**

1. That the joint application of Sunoco Pipeline L.P., Sun Pipe Line Company and Atlantic Pipeline Corp. for approval of the transactions associated with the transfer of assets and merger to Sunoco Pipeline L.P. be approved, and that certificates of public convenience be issued evidencing such approval.
2. That the joint application for approval of the right of Sunoco Pipeline L.P. to transport petroleum products in the former service territory of Sun Pipe Line Company and Atlantic Pipeline Corp. is hereby approved.
3. That the joint application for approval of the abandonment of services by Sun Pipe Line Company and Atlantic Pipeline Corp. is hereby approved.
4. That within 15 days following consummation of the transfer of assets and merger as described in Ordering Paragraph No. 1, above, Sunoco Pipeline L.P. file a tariff adopting the tariffs of Sun and Atlantic.
5. That upon the receipt of the tariffs as required by Ordering Paragraph No. 4, above, certificates of public convenience be issued evidencing the approvals granted in Ordering Paragraph Nos. 1, 2, and 3, above.
6. That if the applicants come to determine that the instant transaction will not occur, they shall promptly file with this Commission notice of such determination.

7. That a copy of this order be served on the Department of Revenue,  
Bureau of Corporation Taxes.

BY THE COMMISSION,

*James J. McNulty*

James J. McNulty  
Secretary

(SEAL)

ORDER ADOPTED: January 10, 2002

ORDER ENTERED: January 14, 2002

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF: A-140400E2000

Application of Sun Pipe Line Company for approval of the right to abandon service within their certificated territories.

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing, it has, by its report and order made and entered, found and determined that the granting of the application is necessary or proper for the service, accommodation, convenience and safety of the public and hereby issues to the applicant this **CERTIFICATE OF PUBLIC CONVENIENCE** evidencing the Commission's approval.

In Witness Whereof, The PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 26th day of February 2002.



*Thomas J. McNeilly*  
Secretary

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF: A-140075F2000

Application of Atlantic Pipeline Corporation for approval of the right to abandon service within their certificated territories.

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing, it has, by its report and order made and entered, found and determined that the granting of the application is necessary or proper for the service, accommodation, convenience and safety of the public and hereby issues to the applicant this **CERTIFICATE OF PUBLIC CONVENIENCE** evidencing the Commission's approval.

In Witness Whereof, The PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 26th day of February 2002.



*James F. McNeilly*

Secretary

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF: A-140001

Joint Application of Sunoco Pipeline L.P., Sun Pipe Line Company and of Atlantic Pipeline Corp., for approval of the transfer of assets and merger of Sun Pipe Line Company and of Atlantic Pipeline Corp., into Sunoco Pipeline L.P.

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing, it has, by its report and order made and entered, found and determined that the granting of the application is necessary or proper for the service, accommodation, convenience and safety of the public and hereby issues to the applicant this **CERTIFICATE OF PUBLIC CONVENIENCE** evidencing the Commission's approval.

In Witness Whereof, The PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 26th day of February 2002.



*James J. McMurtry*  
Secretary