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+OF COUNSEL

Ms. Kimberly D. Bose, Secretary
Federal Energy Regulatory Commission
888 First Street, N.E., Room 1A
Washington, D.C. 20426

Re: T.W. Phillips Pipeline Corp., FERC Docket PF08-19-000
Bionol Clearfield Pipeline Project
Pre-Filing Monthly Activity Report - May 2008

Dear Ms. Bose:

Pursuant to 18 C.F.R. § 157.21(f)(6) of the Commission's Regulations, T.W. Phillips Pipeline Corp. submits for filing its Pre-Filing monthly activity report for the proposed Bionol Clearfield Pipeline Project in the referenced docket.

Please direct any questions regarding this filing to the undersigned or to Paul Becker at 724-287-2751.

Respectfully submitted,

//s// William R. Mapes, Jr.
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T.W. Phillips Pipeline Corp.
Bionol Clearfield Pipeline Project
FERC Docket No. PF08-19-000
Status Report for the Month of May 2008

Pre-Filing Process

On May 5, the Federal Energy Regulatory Commission (FERC) granted T.W. Phillips Pipeline Corp.'s (TWP) request to initiate the FERC's pre-filing review process.

Agency Meetings

TWP and GAI personnel met with the Pennsylvania Department of Environmental Protection (PaDEP) on May 9. PaDEP's message is to avoid, if possible, or minimize adverse impacts. PaDEP expects to issue a general permit after having received TWP's commitment to cross the Clearfield Creek by first using the horizontal directional drilling method and confirming that no trout streams are connected to project wetlands or water bodies. (GAI has confirmed that no trout streams are connected to project wetlands or water bodies.)

Stakeholder Communications

TWP's environmental consultant, GAI Consultants (GAI), contacted all federal, state, tribal, county, and local agencies by telephone and/or mail to inform them of the pipeline project and to inquire if their agency will be affected by or involved in the pipeline project. All agencies have responded, see attached list.

TWP's land consultant, Arrow Land Solutions, contacted all landowners within 50 feet of the proposed pipeline route and obtained permission from over 90% of the landowners to walk and survey the route across their property.

TWP completed two Open House events on May 29, 2008, at the Day's Inn in Clearfield, PA. The events were from 2 to 4 PM and from 6 to 8 PM and were well attended by 36 landowners and three public officials. TWP, GAI, and the FERC made presentations, received input, and answered questions. Mr. Juan Polit, Environmental Project Manager for FERC, reviewed the pipeline route and attended both events.

TWP's website www.bionolpipelineproject.info was activated on May 28.

Surveys

TWP and GAI personnel completed the initial walkover of 6.5 miles of the pipeline route. The primary route was revised to avoid obstacles, sensitive areas, and landowner concerns. Alternate routes were also surveyed and evaluated. Construction access road(s) and staging/storage/turnaround areas were identified.

GAI personnel began field data collection on the revised route for environmental and archaeology information.

On May 19 a telephonic meeting was held with First Energy to review and discuss co-locating the gas pipeline within or adjacent to First Energy's existing right-of-way for an

electric line. First Energy is planning to use their existing right-of-way for a new 115 KV electric line to the Bionol Plant. First Energy will send TWP a map and co-locating specifications when they have completed the design phase of their 115 KV project.

The Pennsylvania Fish & Boat Commission, by letter dated May 27, 2008, requested that a timber rattlesnake habitat assessment be conducted in the project area by a recognized/qualified timber rattlesnake surveyor.

By letter dated May 28, 2008, the United States Department of the Interior notified GAI that the project is within the range of the Indiana bat, a federally listed endangered species. The USDI (a) restricted timber clearing from October 1 through March 31, or (b) if timber clearing had to be done in the period from April 1 through September 30, trees greater than five inches diameter at breast height could not be cut or physically disturbed, or if unable to restrict timber cutting to (a) or (b), then (c) conduct an Indiana bay survey by a qualified surveyor in accordance with the *Mist Netting Guidelines*.

The Pennsylvania Game Commission notified GAI by letter dated May 29, 2008, that the project, as proposed, should not have any adverse impacts to any special concern species of birds or mammals recognized by the Pennsylvania Game Commission or State Game Lands.

Open Season

An Open Season commenced on May 30 and will continue through June 20, 2008.

Upcoming for June

TWP filed draft Resource Report 1 "General Project Description" and draft Resource Report 10 "Alternatives" to the FERC on June 3, 2008.

GAI expects to complete the initial field data collection.

TWP and GAI representatives plan to meet with the Clearfield County Conservation District (CCCD) on June 26 for a field review of the pipeline route.

Certificates/Permits/Approvals	Administering Agency	Status
FEDERAL		
Federal Energy Regulatory Commission Certificate	Commission	Application in preparation
Clean Water Act, Section 404	United States Army Corps of Engineers, Baltimore District, MD	Application submission fall 2008.
The Endangered Species Act of 1973, Section 7 Consultation	United States Fish and Wildlife Service	Timbering restrictions or Indiana bat survey required.
STATE		
Clean Water Act, Section 401	Pennsylvania Department of Environmental Protection (PaDEP)	Application submission fall 2008
Hydrostatic Test Water Discharge Permit	PaDEP	Application submission fall 2008
Water Withdrawal Permit	PaDEP	Application submission fall 2008
Rare, Threatened and Endangered Species Consult	Pennsylvania Fish and Boat Commission	Timber rattlesnake habitat assessment required.
Rare, Threatened and Endangered Species Consult	Pennsylvania Game Commission	No concerns.
Rare, Threatened and Endangered Species Consult	Pennsylvania Department of Conservation and Natural Resources	Consultation initiated April 25, 2008
Cultural Resources Consult	Pennsylvania Historical and Museum Commission (State Historical Preservation Office)	Consultation initiated April 25, 2008
Cultural Resources Consult	Eastern Band of Cherokee Indian (Tribal Historic Preservation Office)	To initiate if required after consultation with PHMC
LOCAL		
Erosion and Sedimentation Control Plan Review and County Permits	Clearfield County Conservation District (CCCD)	To coordinate with local agency
General National Pollutant Discharge Elimination System Permit for Storm Water Discharges Associated with Construction Activities	CCCD	Application submission fall 2008

CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document upon each person designated on the official service list compiled by the Secretary in this proceeding.

Dated at Washington, D.C., this 4th day of June, 2008.

//s// William R. Mapes, Jr.
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