



Florida Department of Transportation

RICK SCOTT
GOVERNOR

605 Suwannee Street
Tallahassee, FL 32399

ANANTH PRASAD, P.E.
SECRETARY

September 10, 2013

Stephen M. Moore
Associate General Counsel
Energy Transfer Partners, L.P.
1300 Main St., 20th Floor
Houston, TX 77002

Re: FGT/FDOT Encroachment Agreements

Dear Mr. Moore:

Enclosed are the following:

The original letter from FGT, pertaining to the Gandy Boulevard (SR 694) project, signed by FDOT.

Two original signature pages for the SR 694 Encroachment Agreement signed by FDOT. Please send me one of the original signature pages once executed by FGT.

An original signature page for your records, signed by the FDOT, for the I-75 project.

Thank you for your attention to this matter.

Sincerely,

Martin D. Hernandez, Esquire
Assistant General Counsel
State of Florida
Department of Transportation
11201 North McKinley Drive
Tampa, Florida 33612
(813) 975-6483



Florida Gas Transmission Company

An Energy Transfer/Kinder Morgan Affiliate

2405 Lucien Way
Suite 200
Maitland, FL 32751

P.O. Box 945100
Maitland, FL 32794-5100
Tel: 407.838.7000
Fax: 407.838.7151

September 6, 2013

HAND-DELIVERED

Ms. Katasha Cornwell
FDOT District Utility Administrator
District 7 Environmental Permit
And Utility Office
11201 N. McKinley Drive
Tampa, FL 33612

Dear Ms. Cornwell :

Re: Florida Gas Transmission Company Encroachment Agreement
State Road Highway 694
Pinellas County, Florida
FPID Number 256931-2-52-01

Florida Gas Transmission Company, LLC ("Florida Gas") has completed its conceptual review of the preliminary plans for the above-referenced project (the "Project"). Based on this review, Florida Gas has determined that relocation of the Florida Gas pipeline facilities located within the Project limits (the "Pipeline Facilities") could be necessary pursuant to the attached Conceptual Encroachment Agreement (**Attachment "1"**). This letter is to memorialize the mutual understanding of Florida Gas and the FDOT as to the manner in which the potential relocation of the Pipeline Facilities and construction of the Project could occur.

As Florida Gas receives additional information from the FDOT regarding the Project specifics, Florida Gas will prepare and submit to the FDOT the most cost-effective, operationally feasible and prudent route alternative for relocation of the Pipeline Facilities, along with initial cost estimates.

Between now and then, it is Florida Gas's understanding that the FDOT will not undertake any Project-related work that will materially interfere with the operation of the Pipeline Facilities without first obtaining the consent of Florida Gas. To that end, Florida Gas would ask that the FDOT immediately contact Kevin Duke, Florida Gas's Operations Manager for the area (ph: 813-466-3326; e-mail: kevin.duke@energytransfer.com), to discuss and coordinate any Project-related work that might occur in Florida Gas's easement.

If the Pipeline Facilities have to be relocated, it will be necessary for the parties to modify the Conceptual Encroachment Agreement to account for the quantity and quality of easement interests that will be assigned to the FDOT or relinquished. A survey of the relocated Pipeline Facilities will be instrumental to making the necessary modifications, and Florida Gas will share such information with the FDOT prior to submitting modifications to the Conceptual Encroachment Agreement.

If the FDOT is in agreement with this letter and the attached Conceptual Encroachment Agreement, please countersign this letter and the Conceptual Encroachment Agreement. Florida Gas will then sign and provide you with executed copies.

Please do not hesitate to contact me should you have any questions. Florida Gas looks forward to a productive relationship with the FDOT during coordination of the Project.

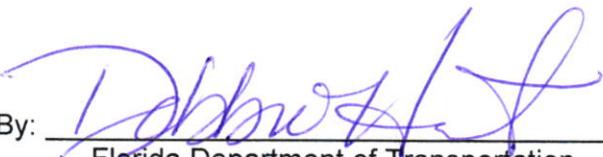
Sincerely,



David Shellhouse
Vice President Ops. – SE Division

DS/dg

CC: Joe Sanchez, FGT
Adam Broad, FGT
Jerrold Whitt, FDOT – District One

By: 
Florida Department of Transportation
9/10/13

WITNESSES:



Printed Name: Roger Roscoe



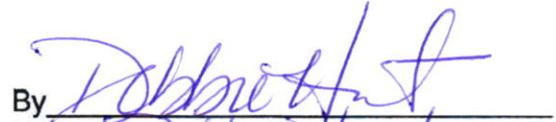
Printed Name: Leo A. Ryan

WITNESSES:

Printed Name: _____

Printed Name: _____

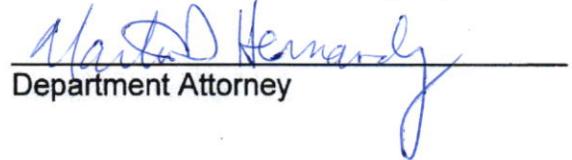
**FDOT:
STATE OF FLORIDA, DEPARTMENT
OF TRANSPORTATION**

By 

Name: Debbie Hunt

Position: Director of Transportation
Development

Approved as to form and legality:


Department Attorney

**FGT:
FLORIDA GAS TRANSMISSION
COMPANY, LLC**

By _____

Name: _____

Title: _____

ACKNOWLEDGEMENTS

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 10th day of September, 2013, by Debbie Hunt,
_____ of the **STATE OF FLORIDA, DEPARTMENT OF**
TRANSPORTATION. He/she is personally known to me or has produced
_____ (type of identification) as identification.



Susan Del Negro
Notary Public
Name (Printed): _____

My Commission Expires:

STATE OF _____)(
COUNTY OF _____)(

The foregoing instrument was acknowledged before me this ____ day of _____, 20__ by _____ of **FLORIDA GAS TRANSMISSION COMPANY, LLC**, a Delaware limited liability company, on behalf of the company. He is personally known to me or has produced _____ (type of identification) as identification.

Notary Public
Name (Printed): _____

My Commission Expires:

WITNESSES:



Printed Name: Roger Roscoe



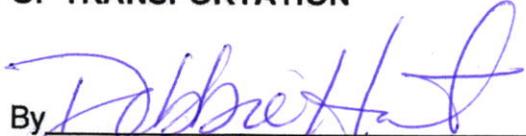
Printed Name: L.A. Royal

WITNESSES:

Printed Name: _____

Printed Name: _____

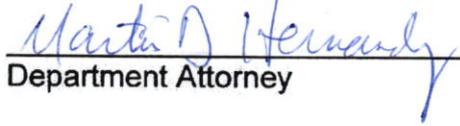
**FDOT:
STATE OF FLORIDA, DEPARTMENT
OF TRANSPORTATION**

By 

Name: Debbie Hunt

Position: Director of Transportation
Development

Approved as to form and legality:


Department Attorney

**FGT:
FLORIDA GAS TRANSMISSION
COMPANY, LLC**

By _____

Name: _____

Title: _____

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Susan DelNegro
Notary Public
Name (Printed): _____

My Commission Expires:

STATE OF _____)(
COUNTY OF _____)(

The foregoing instrument was acknowledged before me this ____ day of _____,
20__ by _____, _____ of **FLORIDA**
GAS TRANSMISSION COMPANY, LLC, a Delaware limited liability company, on
behalf of the company. He is personally known to me or has produced
_____ (type of identification) as identification.

Notary Public
Name (Printed): _____

My Commission Expires:

WITNESSES:



Printed Name: Roger Buscoe



Printed Name: Louis H. Royal

WITNESSES:

Printed Name: _____

Printed Name: _____

**FDOT:
STATE OF FLORIDA, DEPARTMENT
OF TRANSPORTATION**

By 

Name: Debbie Hunt
Position: Director of Transportation
Development

Approved as to form and legality:



Department Attorney

**FGT:
FLORIDA GAS TRANSMISSION
COMPANY, LLC**

By _____
Name: _____
Title: _____

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Susan DelNegro
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Notary Public
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