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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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COMMISSIONERS

- GARY PIERCE - Chairman
- BOB STUMP
- SANDRA D. KENNEDY
- PAUL NEWMAN
- BRENDA BURNS

IN THE MATTER OF THE OF SEMSTREAM ARIZONA PROPANE, L.L.C.'S NOTICE OF INTENT TO REORGANIZE PURSUANT TO A.A.C. R14-2-803, OR, ALTERNATIVELY, APPLICATION FOR A LIMITED WAIVER OF THE AFFILIATED INTEREST RULES PURSUANT TO A.A.C. R14-2-806.

DOCKET NO. G-20471A-12-0425

PROCEDURAL ORDER

**BY THE COMMISSION:**

On October 1, 2012, SemStream Arizona Propane, L.L.C. ("SemStream") filed with the Arizona Corporation Commission ("Commission") a notice of intent to reorganize pursuant to A.A.C. R14-2-803, or, alternatively, application for a limited waiver of the affiliated interest rules pursuant to A.A.C. R14-2-806.

On October 9, 2012, Alliant Gas, L.L.C. ("Alliant") filed an Application to Intervene. Alliant stated that it entered into a Purchase and Sale Agreement with SemStream's parent company, SemStream LP, for the purchase of all outstanding units of membership interest in SemStream, and therefore Alliant has a direct and substantial interest in this proceeding.

On October 30, 2012, SemStream filed a Request for Procedural Conference for the purpose of addressing various procedural issues.

On October 31, 2012, a Procedural Order was issued setting a telephonic procedural conference for November 2, 2012, and granting intervention to Alliant.

On November 2, 2012, the telephonic procedural conference was conducted as scheduled, with SemStream, Alliant, and Staff participating through counsel.

On November 2, 2012, SemStream filed a Notice of Proposed Customer Notice. SemStream stated that both Alliant and Staff are in agreement with the proposed notice.

1 IT IS THEREFORE ORDERED that SemStream Arizona Propane, L.L.C. shall provide public  
 2 notice in this matter, in the following type size, form and style with the heading in no less than 14  
 3 point bold type and the body in no less than 10-point regular type:

4 **IN THE MATTER OF SEMSTREAM ARIZONA PROPANE, L.L.C.'S NOTICE**  
 5 **OF INTENT TO REORGANIZE PURSUANT TO A.A.C. R14-2-803, OR,**  
 6 **ALTERNATIVELY, APPLICATION FOR A LIMITED WAIVER OF THE**  
 7 **AFFILIATED INTEREST RULES PURSUANT TO A.A.C. R14-2-806**  
 8 **(DOCKET NO. G-20471A-12-0425)**

9 On October 1, 2012, SemStream Arizona Propane, L.L.C. ("SemStream") filed a notice  
 10 of intent/application ("Application") with the Arizona Corporation Commission  
 11 ("Commission") concerning a proposed transaction in which Alliant Gas, L.L.C., will  
 12 acquire all of the issued and outstanding units of membership interest in SemStream from  
 13 its current parent company, SemStream, L.P. The Application seeks approval, or  
 14 alternatively waiver, of the reorganization pursuant to A.A.C. R14-2-803.

15 This Application will have no effect on the rates, terms and conditions for your propane  
 16 service. Your rates will remain the same, and you will contact the company in the same  
 17 manner as you do currently. The company personnel will be the same and will continue  
 18 to provide you the same level of safe and reliable propane service and customer service  
 19 that you currently receive.

20 It is anticipated that the Commission will issue a decision regarding the Application  
 21 following consideration of the matter at a Commission Open Meeting. The  
 22 Commission's Utilities Division has not yet made a recommendation regarding the  
 23 Application.

24 **How You Can View or Obtain a Copy of the Application**

25 Copies of the Application and subsequent filings in this proceeding are available from  
 26 SemStream at its offices in Payson (200 W. Longhorn Road, Payson, Arizona 85541) and  
 27 Page (2000 East Frontage Road, Page, Arizona 86040); at the Commission's Docket  
 28 Control Center, 1200 W. Washington, Phoenix, Arizona, for public inspection during  
 regular business hours; and at the Commission's website, [www.azcc.gov](http://www.azcc.gov) using the E-  
 Docket function, located at the bottom of the website homepage, and referencing Docket  
 No. G-20471A-12-0425.

**Arizona Corporation Commission Public Hearing Information**

Any interested party will have an opportunity to be heard on this matter at an upcoming  
 Open Meeting of the Commission at the Commission's offices, 1200 W. Washington St.,  
 Phoenix, AZ. It is anticipated that the matter will be placed on the December 11-12,  
 2012 Open Meeting agenda of the Commission. However, please check the  
 Commission's website for notice of the Open Meeting regarding when this matter will be  
 considered. Public comments may be submitted in writing and may also be taken at the  
 time the Commission considers the Application at an Open Meeting. Written public  
 comments may be submitted by mailing a letter referencing Docket No. G-20471A-12-  
 0425 to: Arizona Corporation Commission, Consumer Services Section, 1200 West  
 Washington, Phoenix, Arizona 85007. For a form to use and instructions on how to e-  
 mail comments to the Commission, go to

1 [http://www.azcc.gov/divisions/utilities/forms/public\\_comment.pdf](http://www.azcc.gov/divisions/utilities/forms/public_comment.pdf). If you require  
2 assistance, you may contact the Consumer Services Section at 602.542.4251 or  
3 1.800.222.7000.

### 4 **About Intervention**

5 Any person or entity entitled by law to intervene and having a direct and substantial  
6 interest in the matter will be permitted to intervene. Any petition to intervene should be  
7 filed on or before November 30, 2012. If you wish to intervene, you must file an  
8 original and 13 copies of a written motion to intervene with the Commission and send a  
9 copy of the motion to SemStream or its counsel, and to all parties of record. Your motion  
10 to intervene must contain the following: 1) your name, address, and telephone number,  
11 and the name, address and telephone number of any party upon whom service of  
12 documents is to be made, if not yourself; 2) a short statement of your interest in the  
13 proceeding (e.g., a customer of SemStream, a shareholder of SemStream, etc.); and 3) a  
14 statement certifying that you have mailed a copy of the motion to intervene to SemStream  
15 or its counsel, and to all parties of record in the case. The granting of motions to  
16 intervene shall be governed by A.A.C. R14-3-105. You may obtain contact information  
17 for SemStream and other parties from the Commission's website ([www.azcc.gov](http://www.azcc.gov)) using  
18 E-Docket and Docket No. G-20471A-12-0425, or by contacting SemStream at its Payson  
19 or Page offices. Failure to intervene will not preclude any interested person or entity  
20 from appearing at the Open Meeting and providing public comment on the application or  
21 from filing written comment in the record of the case.

### 22 **ADA/Equal Access Information**

23 The Commission does not discriminate on the basis of disability in admission to its public  
24 meetings. Persons with a disability may request a reasonable accommodation such as a  
25 sign language interpreter, as well as request this document in an alternative format, by  
26 contacting the ADA Coordinator, Shaylin Bernal, e-mail [sabernal@azcc.gov](mailto:sabernal@azcc.gov), voice  
27 phone number 602.542.3931. Requests should be made as early as possible to allow time  
28 to arrange the accommodation.

IT IS FURTHER ORDERED that SemStream Arizona Propane, L.L.C., shall **mail** to each of  
its customers a copy of the above notice by **the first billing cycle in November 2012**, and shall cause  
the above notice to be published at least once in a newspaper of local circulation in its service  
territory, with **publication** to be completed no later than **November 21, 2012**.

IT IS FURTHER ORDERED that SemStream Arizona Propane, L.L.C., shall **file**  
**certifications of mailing and publication** as soon as practical after they have been completed, but **no**  
**later than December 7, 2012**.

IT IS FURTHER ORDERED that notice shall be deemed complete upon mailing and  
publication of same, notwithstanding the failure of an individual customer to read or receive the  
notice.

1 IT IS FURTHER ORDERED that all parties must comply with Rule 33 (c) and (d) of the  
2 Rules of the Arizona Supreme Court with respect to practice of law and admission pro hac vice.

3 IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance  
4 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the  
5 Rules of the Arizona Supreme Court). Representation before the Commission includes the obligation  
6 to appear at all hearings and procedural conferences, as well as all Open Meetings for which the  
7 matter is scheduled for discussion, unless counsel has previously been granted permission to withdraw  
8 by the Administrative Law Judge.

9 IT IS FURTHER ORDERED that the time periods specified herein shall not be extended  
10 pursuant to Rule 6(a) or (3) of the Rules of Civil Procedure.

11 IT IS FURTHER ORDERED that the Administrative Law Judge may rescind, alter, amend, or  
12 waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at  
13 hearing.

14 DATED this 5<sup>th</sup> day of November, 2012.

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17 \_\_\_\_\_  
18 DWIGHT D. NODES  
ASSISTANT CHIEF ADMINISTRATIVE LAW JUDGE

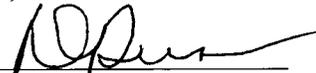
19 Copies of the foregoing mailed/delivered  
20 This 5<sup>th</sup> day of November, 2012 to:

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22 Jennifer A. Cranston  
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By:   
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