



**ENBRIDGE PIPELINES (FSP) L.L.C.
(FLANAGAN SOUTH PIPELINE SYSTEM)**

IN CONNECTION WITH

ENBRIDGE ENERGY, LIMITED PARTNERSHIP

JOINT RATE TARIFF

FROM CLEARBROOK, MINNESOTA

TO

POINTS IN THE STATE OF TEXAS

The rates listed in this tariff are subject to the Rules and Regulations published by:

Enbridge Energy, Limited Partnership FERC Tariff No. 41.12.0, or successive issues thereof, for transportation within the United States; and

Enbridge Pipelines (FSP) L.L.C. FERC Tariff No. 1.3.0, or successive issues thereof, for transportation within the United States.

~~[C] Issued pursuant to the FERC Order on Petition for Declaratory Order dated February 28, 2014 (Docket No. OR14-5-000).~~

The provisions published herein will, if effective, not result in an effect on the quality of the human environment.

ISSUED: February 28, 2017

EFFECTIVE: April 1, 2017

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The rates listed in this tariff are payable in United States currency and are applicable on the movement of Crude Petroleum tendered to Enbridge Energy, Limited Partnership at established receiving points in the United States for the purpose of transportation on the Flanagan South Pipeline System in the United States.

RATES:

Rates set forth apply to transportation from the receipt point to the delivery point for a given volume tier. The Joint Committed Rate for Committed Volumes payable by a shipper at any time shall be based on its then current Committed Volume.

LIGHT CRUDE PETROLEUM (LIGHT) – A commodity having a density from 600 kg/m³ up to but not including 876 kg/m³ and a viscosity from 0.4 mm²/s up to but not including 20 mm²/s will be classified as Light Crude Petroleum.

MEDIUM CRUDE PETROLEUM (MEDIUM) – A commodity having a density from 876 kg/m³ up to but not including 904 kg/m³ and a viscosity from 20 mm²/s up to but not including 100 mm²/s will be classified as Medium Crude Petroleum.

TANKAGE: Tankage charges incurred on Enbridge Energy, Limited Partnership are included in the committed joint rates. For the applicable Tankage charges for the uncommitted rates, refer to Enbridge Energy, Limited Partnership's FERC Tariff No. [W] 43.22.0 ~~43.21.0~~ and successive issues thereof.

LOSS ALLOWANCE: Enbridge Energy, Limited Partnership and Enbridge Pipelines (FSP) L.L.C. will deduct loss allowance according to their respective Rules and Regulations.

JOINT ROUTING:

Receipt point in the state of Minnesota to delivery points in the state of Texas.

Enbridge Energy, Limited Partnership – Clearbrook, Minnesota to Flanagan, Illinois, connecting to;

Flanagan South Pipeline System – Flanagan, Illinois to ECHO Terminal (Harris County), Texas; Seaway Freeport (Brazoria County), Texas; Phillips 66 Refinery Sweeny (Brazoria County), Texas; or Beaumont/Port Arthur, Texas.

**JOINT TRANSPORTATION RATES FOR
ENBRIDGE ENERGY, LIMITED PARTNERSHIP
AND FLANAGAN SOUTH PIPELINE SYSTEM**

[U] All rates on this page are unchanged.

1st OPEN SEASON COMMITTED JOINT RATES IN U.S. DOLLARS PER BARREL¹		
LIGHT CRUDE PETROLEUM		
DELIVERY TO:		
ECHO Terminal (Harris County), Texas; Seaway Freeport (Brazoria County), Texas; Phillips 66 Refinery Sweeny (Brazoria County), Texas; or Beaumont/Port Arthur, Texas		
Term	Volume (barrels per day)	From
		Clearbrook, Minnesota
10 Years	99,999 or less	\$5.1116
15 Years	49,999 or less	\$4.8580
15 Years	50,000 +	\$4.6552

2nd OPEN SEASON COMMITTED JOINT RATES IN U.S. DOLLARS PER BARREL¹		
LIGHT CRUDE PETROLEUM		
DELIVERY TO:		
ECHO Terminal (Harris County), Texas; Seaway Freeport (Brazoria County), Texas; Phillips 66 Refinery Sweeny (Brazoria County), Texas; or Beaumont/Port Arthur, Texas		
Term	Volume (barrels per day)	From
		Clearbrook, Minnesota
10 Years	49,999 or less	\$5.7100
10 Years	50,000 – 99,999	\$5.5375
15 Years	49,999 or less	\$5.3448
15 Years	50,000 – 99,999	\$5.0406
20 Years	50,000 – 99,999	\$4.7870

UNCOMMITTED JOINT RATES IN U.S. DOLLARS PER BARREL ¹		
LIGHT AND MEDIUM CRUDE PETROLEUM		
DELIVERY TO:		
ECHO Terminal (Harris County), Texas; Seaway Freeport (Brazoria County), Texas; Phillips 66 Refinery Sweeny (Brazoria County), Texas; or Beaumont/Port Arthur, Texas		
From	Light Rate	Medium Rate
Clearbrook, Minnesota	[D] \$6.2301	[D] \$6.3560

¹ In addition to the rates set forth in all of the tables above, a separate charge of [U] \$0.2220 per barrel will be assessed for power on Enbridge Pipelines (FSP) L.L.C. [C] ~~As per section 6.02 of the TSA, a new power surcharge is being filed to true up the actual power costs and throughputs in the previous year and to reflect the projected power costs and throughput for the upcoming year.~~ The power charge will be recalculated annually, on a forward-looking basis, to true-up for the actual power costs and throughputs in the previous year and to reflect the projected power costs and throughputs for the current year.

EXCEPTIONS:

For exceptions to Enbridge Energy, Limited Partnership Rules and Regulations, and Enbridge Pipelines (FSP) L.L.C. Rules and Regulations, see the following:

- 1) Enbridge Energy, Limited Partnership’s Rules and Regulations FERC No. 41.12.0, or successive issues thereof, Item 7 (a). For the purposes of this international joint tariff, Enbridge Pipelines (FSP) L.L.C. shall charge a shipper the rate for the transportation of Crude Petroleum that is in effect on the date of receipt at the designated Receipt Point on Enbridge Pipelines (FSP) L.L.C. for such Crude Petroleum.
- 2) Exception to Enbridge Pipelines (FSP) L.L.C. Rules and Regulations No. 1.3.0, or successive issues thereof, Rule 4(a)(iv). For the purposes of this international joint tariff, volume that has been accepted for transportation on Enbridge Energy, Limited Partnership will be deemed to have met the Observed Viscosity specification on Enbridge Pipelines (FSP) L.L.C.
- 3) Exception to Enbridge Pipelines (FSP) L.L.C. Rules and Regulations No. 1.3.0, or successive issues thereof, Rule 17(d). A Shipper’s Binding Nomination will be reduced by any volume that Shipper demonstrates, directly and solely as a result of apportionment on Enbridge Energy, Limited Partnership, was not delivered to Flanagan, Illinois.

Symbols:

- [C] – Cancel
- [D] – Decrease
- [U] – Unchanged Rate
- [W] – Change in wording only

Appendix A - Worksheet Supporting ENBRIDGE PIPELINES (FSP) L.L.C. FERC No. 4.7.0

Justification for Joint Transportation Rates Between Enbridge Energy, Limited Partnership and Enbridge Pipelines (FSP) L.L.C.

Light and Medium Crude Petroleum

Rates are in U.S. dollars per barrel unless otherwise specified

Enbridge Energy, Limited Partnership Local Rates - Conversion from M³ to BBL

To demonstrate the sum of the local rates from Enbridge Energy, Limited Partnership FERC Tariff No. 43.22.0 and Enbridge Pipelines (FSP) L.L.C. FERC Tariff No. 2.4.0, the local rates contained in Enbridge Energy, Limited Partnership FERC Tariff No. 43.22.0 need to be converted from \$/m³ to \$/bbl.

Step 1: Convert Enbridge Energy, Limited Partnership's local rates contained in FERC No. 43.22.0 from \$/m³ to \$/bbl by dividing the cubic meter rate by 6.289811.

ENBRIDGE ENERGY, LIMITED PARTNERSHIP Local Rates Tariff - FERC No. 43.22.0 (\$/m ³) To Flanagan, Illinois		
Receipt Point	(A)	(B)
	Light Crude (\$/m ³)	Medium Crude (\$/m ³)
Clearbrook, Minnesota	\$11.2381	\$12.0297

(C) Conversion Factor (m ³) to (bbl)
6.289811

ENBRIDGE ENERGY, LIMITED PARTNERSHIP Local Rates Tariff - FERC No. 43.22.0 (\$/bbl) To Flanagan, Illinois	
(A) / (C) = (D)	(B) / (C) = (E)
Light Crude (\$/bbl)	Medium Crude (\$/bbl)
\$1.7867	\$1.9126

Sum of Local Rates

Step 2: Calculate the sum of the local rates by adding up the Enbridge Energy, Limited Partnership local rate in FERC No. 43.22.0 and the Enbridge Pipelines (FSP) L.L.C. local rate in FERC No. 2.4.0.

ENBRIDGE ENERGY, LIMITED PARTNERSHIP Local Rates Tariff - FERC No. 43.22.0			ENBRIDGE PIPELINES (FSP) L.L.C. Local Rate Tariff - FERC No. 2.4.0		Sum of the Local Light Crude Rates	Sum of the Local Medium Crude Rates
Receipt Point	(D)	(E)	(F)	(G)	(D) + (F) + (G) = (H)	(E) + (F) + (G) = (I)
	Light Crude (\$/bbl)	Medium Crude (\$/bbl)	From Flanagan, Illinois to Delivery Points ¹ (\$/bbl)	Power Charge (\$/bbl)	To Delivery Points ¹	
From Clearbrook, Minnesota to Flanagan, Illinois					Light Crude (\$/bbl)	Medium Crude (\$/bbl)
Clearbrook, Minnesota	\$1.7867	\$1.9126	\$4.4434	\$0.2220	\$6.4521	\$6.5780

Appendix A - Worksheet Supporting ENBRIDGE PIPELINES (FSP) L.L.C. FERC No. 4.7.0

Uncommitted Rates

Joint Rates Discount

Sum of the Local Rates			ENBRIDGE PIPELINES (FSP) L.L.C.			Discount Resulting from Joint Rates	
			Joint Rates per FERC No. 4.7.0				
Receipt Point	(H)	(I)	(J)	(K)	(G)	(H) - (J) - (G) = (L)	(I) - (K) - (G) = (M)
	To Delivery Points ¹		Light Crude	Medium Crude	Power Charge	Light Crude	Medium Crude
	Light Crude	Medium Crude					
	(\$US/bbl)	(\$US/bbl)	(\$US/bbl)	(\$US/bbl)	(\$US/bbl)	(\$US/bbl)	(\$US/bbl)
Clearbrook, Minnesota	\$6.4521	\$6.5780	\$6.2301	\$6.3560	\$0.2220	\$0.0000	\$0.0000

1. Delivery Points include the following locations:
 ECHO Terminal (Harris County), Texas;
 Seaway Freeport (Brazoria County), Texas;
 Phillips 66 Refinery Sweeny (Brazoria County), Texas; and
 Beaumont/Port Arthur, Texas