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KINDER MORGAN INC.

January 7, 2013

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13 JAN -8 PM 2:18
SUPERFUND DIV.
REMEDIAL BRANCH
(6SF-TE)

Mr. Lance Nixon, Enforcement Officer
Superfund Enforcement Assessment Section (6SF-TE)
U.S. EPA, Region 6
1445 Ross Avenue
Dallas, Texas 75202-2733

RE: Wilcox Oil Superfund Site
Bristow, Creek County, Oklahoma

Dear Mr. Nixon:

Enclosed for your review is Kinder Morgan, Inc.'s (Kinder Morgan) response to the U.S. Environmental Protection Agency's (EPA) CERCLA 104(e) Information Request regarding the above referenced matter. EPA's CERCLA 104(e) Information Request was dated October 25, 2012 and on November 13, 2012, I requested an extension to respond to the 104(e) request. By letter dated November 16, 2012, received by my office on November 27, 2012, EPA granted Kinder Morgan's request for a 40-day extension. Pursuant to that extension, Kinder Morgan's response is due tomorrow January 8, 2013.

We have enclosed hard copies of our response and supporting documents. Also, enclosed is a CD containing electronic versions of all of the documents.

If you have any questions, please contact the undersigned at 303-914-4634 or nancy_vanburgel@kindermorgan.com. Thank you for your attention to this matter.

Sincerely,

Nancy E. Van Burgel, Esq.
Assistant General Counsel
Kinder Morgan, Inc.

370 Van Gordon Street, Lakewood, CO 80228 (303) 989-1740

9751951

WILCOX OIL SUPERFUND SITE
INFORMATION REQUEST

QUESTIONS

1. Please provide the full legal name, mailing address, and phone number of the Respondent.

   RESPONSE:

   Kinder Morgan, Inc.
   1001 Louisiana St., Suite 1000
   Houston, TX 77002
   (713) 420-2600

2. For each person answering these questions on behalf of the Respondent provide full name, title, business address, and business telephone and fax number.

   RESPONSE:

   Nancy Van Burgel
   Assistant General Counsel
   370 Van Gordon Street
   Lakewood, CO 80228
   (303) 914-4634 (business); nancy_vanburgel@kindermorgan.com; 303-984-3333 (fax)

3. If the respondent wishes to designate an individual for all future correspondence concerning this Site, including legal notices, please provide the individual's name, address, telephone number, and fax number.

   RESPONSE:

   Nancy Van Burgel
   Assistant General Counsel
   370 Van Gordon Street
   Lakewood, CO 80228
   (303) 914-4634 (business); nancy_vanburgel@kindermorgan.com; 303-984-3333 (fax)

4. Identify all prior owners of the Site. For each prior owner, further identify the dates of ownership.

   RESPONSE:

   Pre-September 1963: It is our belief based on review of Oklahoma Department of Environmental Quality documents and USEPA documents that Wilcox Oil

Company was the original constructor, operator and owner of the Bristow refinery. [see *Preliminary Assessment of the Wilcox Oil Company,* prepared by the State of Oklahoma Department of Environmental Quality, December 15, 1994, Bates Nos. KMI-0000004 – 99 and *Site Assessment Report for Wilcox Refinery, Bristow, Creek County, Oklahoma,* March 1999, prepared by Ecology and Environment, Inc., Table 2-1, page 2-7, Bates Nos. KMI0000101-178.

September 1963: Wilcox Oil Company sold the refinery to Wendel Sandlin of Sandlin Oil & Refining Co. [Bureau of Mines/Minerals Yearbook Area Reports: Domestic 1963, Year 1963, Volume III (1964)] Bates Nos. KMI0000001-3.

Also *see* Plan of Reorganization By and Between Wilcox Oil Company, Tennessee Gas Transmission Company and WXC Company, Dated May 13, 1964, Bates Nos. W0000460-593, Exhibit A – Pages 2-3, Bates Nos. W0000479-480 Wilcox Oil Company, Statement of Income and Retained Earnings, Years ended December 31, 1963 and 1962; Note reference to sale of refinery on both referenced pages.

5. Explain the corporate relationship between Wilcox Oil Company, Tenneco Oil Company, EPEC Oil Company, El Paso Corporation, and Kinder Morgan.

RESPONSE:

Wilcox Oil Company

Wilcox Oil Company was a Delaware corporation qualified to do business in the state of Oklahoma and numerous other states [*see* Copy of Certification of Incorporation of H.F. Wilcox Oil & Gas Company, Bates Nos. W0000656]. It sold its Bristow Refinery to Wendel Sandlin in 1963. It retained oil and gas leases and oil producing properties.

On May 4, 1964, Tennessee Gas Transmission Company, a Delaware corporation, formed WXC Company, a Delaware corporation, as a wholly-owned subsidiary of Tennessee Gas Transmission Company. Later that month, Wilcox Oil Company, WCX Company and Tennessee Gas Transmission Company entered into a Plan of Reorganization by and between Wilcox Oil Company, WCX Company and Tennessee Gas Transmission Company. [*see* Plan of Reorganization dated May 13, 1964, Bates Nos. W0000460-593]. According to the Plan of Reorganization, WXC Company acquired all of the assets of Wilcox Oil Company, except for the corporate charter, by-laws, stock books and minute books and an amount of cash retained in order to pay expenses of Wilcox Company required for its liquidation and dissolution.[*see* Plan of Reorganization (May 13, 1964, Bates Nos. W0000460-593) and General Conveyance and Assumption Agreement, dated July 21, 1964, Bates Nos. W0000002-5 and W0000296-410]

On the same date, July 21, 1964, WXC Company changed its name to Wilcox Oil Company.

Tennessee Gas Transmission Company (TGT) was the parent of Tenneco Corporation and was publicly traded. Tenneco Corporation was a wholly owned subsidiary of TGT and was a holding company that owned stock for all of Tenneco Corporation's non-regulated subsidiaries. Tennesee Oil Refining Corporation, later known as Tenneco Oil Company, was a subsidiary of Tenneco Corporation.[*see* Bates Nos. EPR 0001199-1201]

Tenneco Oil Company

On September 7, 1964, Wilcox Oil Company merged into Tenneco Oil Company. [*see* Corporate Records of Tennessee Oil Refining Corporation, Certificate of Amendment of Certificate of Incorporation of Tennessee Oil Refining Corporation, dated November 17, 1960, Bates Nos. EPR0001199-1201] and [*see* Corporate Records of Tennessee Oil Refinery Corporation Certificate of Ownership and Merger, Bates Nos. EPR 0001226-1229.

EPEC Oil Company

In 1996, Tenneco Oil Company was one of the subsidiaries acquired by El Paso Energy Corporation and was renamed EPEC Oil Company. [*see* Corporate Records of Tennessee Oil Refining Corporation, State of Delaware, Office of Secretary of State Certificate dated December 24, 1996; and Certificate of Amendment of Certificate of Incorporation dated December 12, 1996. Bates Nos. ERR0001319 – 1320; and Amended and Restated Plan of Merger, dated, June 19, 1996, Bates Nos. KMI0000225-561]

On December 18, 1998, EPEC Oil Company dissolved pursuant to Delaware law. [*see* State of Delaware, Office of Secretary of State Certification dated December 18, 1998, Bates No. EPR0001321; and Certificate of Dissolution of EPEC Oil Company by Written Consent of Sole Stockholder, Bates Nos. EPR0001322-1325.

On March 9, 2001, the EPEC Oil Company Liquidating Trust Agreement was entered into among EPEC Oil Company as Trustor and El Paso Energy E.S.T. Company, a Delaware corporation, as Trustee. [*see* EPEC Oil Company Liquidating Trust Agreement, Bates Nos. KMI0000179-208]

El Paso Corporation

Tenneco Oil Company, as a subsidiary of Tenneco Corporation, was one of the Tenneco Energy Group Companies purchased and then distributed by El Paso Natural Gas Company pursuant to Amended and Restated Agreement and Plan of

Merger, dated June 19, 1996 [*see* Bates Nos. KMI0000225 – 561]. El Paso Energy Corporation was incorporated in April 17, 1998 and changed its name to El Paso Corporation on February 7, 2001 [*see* Certificate of Incorporation of El Paso Energy Corporation, dated April 15, 1998, Bates Nos. KMI0000562 – 571; and, Certificate of Incorporation of El Paso Corporation, dated February 5, 2001, Bates Nos. KMI0000572 – 615].

Kinder Morgan, Inc. (KMI)

On May 25, 2012, Kinder Morgan Inc. completed the acquisition of El Paso Corporation. Following the completion of these transactions, El Paso Holdco LLC became a direct, wholly owned subsidiary of KMI and El Paso LLC became a direct, wholly owned subsidiary of El Paso Holdco LLC. [*see* United States Securities and Exchange Commission, Form 8-K, dated May 24, 2012 for Kinder Morgan, Inc.; and United States Securities and Exchange Commission, Form 8-K, dated May 24, 2012, for El Paso Holdco LLC., Bates Nos. KMI0000209 - 224].

6. Provide all documents related to the sale/transfer of the Wilcox Refinery, the purchase of Wilcox Oil Company by WCX Company, and the merger of Wilcox Oil with Tenneco Oil Company.

RESPONSE:

Please see documents referenced in Reponses to Questions 4 and 5, above, including,

(1) *Preliminary Assessment of Wilcox Oil Company,* dated December 15, 1994 including Quit Claim Deed and Warranty Deeds; Bates Nos. KMI0000096 – 99; *Site Assessment Report,* dated March 1999 including Table 2-1, Bates No. KMI0000117.

(2) Plan of Reorganization by and between, Wilcox Oil Company, WCX Company and Tennessee Gas Transmission Company, dated May 13, 1964; Bates Nos. W0000460 – 593.

(3) Certificate of Amendment of Certificate of Incorporation of Tennessee Oil Refining Corporation, Bates Nos. EPR0001226 – 1229.

7. Provide documents related to the dissolution of EPEC Oil.

RESPONSE:

Please *see* Certificate from the State of Delaware, Office of Secretary of State, Bates No. EPR0001321 and Certificate of Dissolution of EPEC Oil Company by Written Consent of Sole Stockholder, dated December 16, 1998, Bates Nos. EPR0001322 – EPR0001325.

8. For the EPEC Oil Liquidating trust;

    a. State the year the trust was created;

    b. If the trust no longer exists, state the year the trust was terminated, dissolved, or liquidated; and to whom the trust was distributed;

    c. If the trust no longer exists, state the net worth of the trust at the time of termination; and the dollar value of the assets distributed.

    RESPONSE:

    a. The Trust was created in 1998.
    b. The Trust continues to exist according to the terms of the Trust.
    c. See above.

9. If any of the documents solicited in this information request are no longer available, please indicate the reason why they are no longer available. We have provided all corporate records that we could locate.

    RESPONSE:

    We have provided all corporate records that we could locate. We will supplement this response, should any additional corporate records are located.