Check appropriate box:

☒ An Initial (Original) Submission

☐ Resubmission No. _____

Form 6 Approved
OMB No. 1902-0022
(Expires 6/30/2010)
Form 6-Q Approved
OMB No. 1902-0206
(Expires 7/31/2010)

RECEIVED BY
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PUBLIC SERVICE
COMMISSION

FERC Financial Report
FERC Form No. 6: ANNUAL REPORT OF OIL PIPELINE COMPANIES and Supplemental Form 6-Q: Quarterly Financial Report

(Formerly ICC Form P)

These reports are mandatory under the Interstate Commerce Act, Sections 20 and 18 CFR Parts 357.2 and 357.4. Failure to report may result in criminal fines, civil penalties and other sanctions as provided by law. The Federal Energy Regulatory Commission does not consider this report to be of a confidential nature.

Exact Legal Name of Respondent (Company)	Year/Period of Report
Red Butte Pipe Line Company	End of 2008/Q4

INSTRUCTIONS FOR FILING FERC FORMS 6 AND 6-Q
GENERAL INFORMATION

I. Purpose

The FERC Form No. 6 (FERC Form 6) is an annual regulatory reporting requirement (18 C.F.R. § 357.2). The FERC Form No. 6-Q (FERC Form 6-Q) is a quarterly regulatory reporting requirement (18 C.F.R. §357.4). These reports are designed to collect both financial and operational informational from oil pipeline companies subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be non-confidential public use forms.

II. Who Must File

(a) Each oil pipeline carrier whose annual jurisdictional operating revenues has been $500,000 or more for each of the three previous calendar years must file FERC Form 6 (18 C.F.R. § 357.2 (a)). Oil pipeline carriers submitting FERC Form 6 must submit FERC Form 6-Q (18 C.F.R. § 357.4(a)). Newly established entities must use projected data to determine whether FERC Form No. 6 must be filed.

(b) Oil pipeline carriers exempt from filing FERC Form 6 whose annual jurisdictional operating revenues have been more than $350,000 but less than $500,000 for each of the three previous calendar years must prepare and file page 301, "Operating Revenue Accounts (Account 600), and page 700, "Annual cost of Service Based Analysis Schedule," of FERC Form 6. When submitting pages 301 and 700, each exempt oil pipeline carrier must include page 1 of the FERC Form 6, the Identification and Attestation schedules (18 C.F.R. § 357.2 (a)(2)).

(c) Oil pipeline carriers exempt from filing FERC Form 6 and pages 301 and whose annual jurisdictional operating revenues were $350,000 or less for each of the three previous calendar years must prepare and file page 700, "Annual Cost of Service Based Analysis Schedule," of FERC Form 6. When submitting page 700, each exempt oil pipeline carrier must include page 1 of FERC Form 6, the Identification and Attestation schedule (18 C.F.R. § 357.2 (a)(3)).

III. What and Where to Submit

(a) Submit FERC Form 6 and 6-Q electronically through the forms submission software available at http://www.ferc.gov/docs-filing/eforms/form-6/elec-subm-soft.asp. Retain one copy of this report for your files.

(b) The Corporate Officer Certification must be submitted electronically as part of FERC Form 6 and 6-Q filings.

(c) Indicate by checking the appropriate box on Page 3, List of Schedules, if the Annual Report to Stockholders will be submitted, or if no Annual Report to Stockholders has been prepared.

(d) Submit immediately upon publication, by either eFiling or mail, two (2) copies of the latest Annual Report to Stockholders to the Secretary of the Commission at:

Secretary of the Commission
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

(e) Filers are encouraged to file their Annual Report to Stockholders using eFiling at http://www.ferc.gov/docs-filing/efiling.asp.To further that effort, a new selection, "Annual Report to Stockholders," has been added to the dropdown "pick list" from which companies must choose when eFiling. Further instructions are posted to the Commission's website at http://www.ferc.gov/help/how-to.asp.

(f) Federal, State and Local Governments and other authorized users may obtain additional blank copies of FERC Forms 6 and 6-Q free of charge from http://www.ferc.gov/docs-filing/eforms.asp#6 and http://www.ferc.gov/docs-filing/eforms.asp#6Q .

IV. When to Submit

FERC Forms must be filed by the following schedule:

(a) FERC Form 6 for each year ending December 31 must be filed by April 18th of the following year (18C.F.R. § 357.2), and

(b) FERC Form 6-Q for each calendar quarter must be filed within 70 days after the end of the reporting quarter (18 C.F.R. § 357.4).

V. Where to Send Comments on Public Reporting Burden

(a) The public reporting burden for the FERC Form 6 is estimated to average 186 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. The public reporting burden for the FERC Form 6-Q is estimated to average 150 hours per response. Send comments regarding these burden estimates or any aspect of these information collections, including suggestions for reducing this burden, to the Federal Energy Regulatory Commission, 888 First Street, NE, Washington DC 20426 (Attention: Information Clearance Officer); and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission).

(b) You shall not be penalized for failure to respond to this collection of information unless the collection of information displays a valid OMB control number.

GENERAL INSTRUCTIONS

I. Prepare these reports in conformity with the Uniform System of Accounts (18 C.F.R. Part 352) (USofA). Interpret all accounting words and phrases in accordance with the USofA.

II. Enter in whole numbers (dollars) only, except where otherwise noted. Enter cents for averages where cents are important. The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for income statement accounts the current year's amounts. Quarterly reporting should be consistent with the previous year's reporting.

III. Complete each question fully and accurately, even if it has been answered in a previous period. Enter the word "None" where it truly and completely states the fact.

IV. For any page(s) that is not applicable to the Filer, either Enter the words "Not Applicable" on the particular page(s), or Omit the page(s) and enter "NA", "None", or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.

V. Enter the month, day, and year for all dates. Use customary abbreviations. **The "Date of Report" at the top of each page is applicable only to resubmissions**.

VI. Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported in the positive. Numbers having a sign that is different from the expected sign should be entered with a negative (-) sign.

VII. Resubmit any revised FERC Form 6 data via the Internet using the forms submission software only. Please explain the reason for the resubmission in a footnote to the data field.

VIII. Do not make references to reports of previous periods or to other reports in lieu of required entries, except as specifically authorized.

IX. Whenever (schedule) pages refer to figures from a previous period the figures reported must be based upon those shown by the report of the previous period or an appropriate explanation given as to why different figures were used.

DEFINITIONS

1. Active Corporation - A corporation which maintains an organization for operating property or administering its financial affairs.

2. Actually Issued - For the purposes of this report, capital stock and other securities are considered to be actually issued when sold to a bona fide purchaser for a valuable consideration, and such purchaser holds free from control by the respondent.

3. Actually Outstanding - For the purposes of this report, capital stock and other securities actually issued and not reacquired by or for the respondent.

4. Affiliated Companies - The situation where one company directly or indirectly controls the other, or where they are subject to a common control.

5. Carrier - A common carrier by pipeline subject to the Interstate Commerce Act.

6. Commission - Means the Federal Energy Regulatory Commission.

7. Control (including the terms "controlling," "controlled by," and "under common control with") -

(a) The possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of a company, whether such power is exercised through one or more intermediary companies, or alone, or in conjunction with, or pursuant to an agreement. Also, it is necessary whether such power is established through a majority or minority ownership or voting of securities, common directors, officers or stockholders, voting trusts, holding trusts, associated companies, contract or any other direct or indirect means. When there is doubt about an existence of control in any particular situation, the carrier shall report all pertinent facts to the Commission for determination. (18 CFR 352, Definition 10.)

(b) For the purposes of this report, the following are to be considered forms of control:

(1) Right through title to securities issued or assumed to exercise the major part of the voting power in the controlled company;

(2) Right through agreement of through sources other than title to securities to name the majority of the board of directors, managers, or trustees of the controlled company;

(3) Right to foreclose a priority lien upon all or a major part in value of the tangible property of the controlled company;

(4) Right to secure control in consequence of advances made for construction of the property of the controlled company. Indirect control is that exercised through an intermediary.

(c) A leasehold interest in the property of a company is not for the purpose of these accounts to be classed as a form of control over the lessor company.

8. Crude Oil - Oil in its natural state (including natural gas and other similar natural constituents), not altered, refined, or prepared for use by any process.

9. Inactive Corporation - A corporation which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

10. Nominally Issued - For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent.

11. Nominally Outstanding - For the purposes of this report, those capital stock and other securities reacquired by or for the
respondent under such circumstances require them to be considered held alive and not canceled or retired.

12. Products - Oils that have been refined, altered, or processed for use, such as fuel oil and gasoline.

13. Undivided Joint Interest Pipeline - Physical pipeline property owned in undivided joint interest by more than one person/entity.

14. Undivided Joint Interest Property - Carrier property owned as part of an undivided joint interest pipeline.

EXCERPTS FROM THE LAW

Interstate Commerce Act, Part I

Section 20

(1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classify such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(2) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

GENERAL PENALTIES

Section 20

(7)(b) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report, or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment: * * *

(7)(c) Any carrier or lessor, or any officer, agent, employee, or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full true and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

FERC FORM NO. 6/6-Q:
REPORT OF OIL PIPELINE COMPANIES

IDENTIFICATION

01 Exact Legal Name of Respondent Red Butte Pipe Line Company	02 Year/Period of Report End of 2008 / Q4
03 Previous Name and Date of Change (if name changed during year)	
04 Address of Principal Office at End of Year (street, City, State, Zip Code) 539 South Main Street, Findlay, Ohio 45840	
05 Name of Contact Person D.M. Tuttle	06 Title of Contact Person Financial Reptg & Gen Accting Supervisor
07 Address of Contact Person (Street, City, State, Zip Code) 539 South Main Street, Findlay, Ohio 45840	

08 Telephone of Contact Person, Including Area Code (419) 421-4224	09 This Report Is (1) [X] An Original (2) [ ] A Resubmission	10 Date of Report (Mo, Da, Yr) / /

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name Mark A. Richardson	02 Title Assistant Controller
03 Signature	04 Date Signed (Mo, Da, Yr) / / 04/14/09

Title 18, U.S.C. 1001, makes it a crime for any person knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

List of Schedules

Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the responses are "none," "not applicable," or "NA."

Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
GENERAL CORPORATE INFORMATION AND FINANCIAL STATEMENTS			
General Information	101	ED 12-91	
Control Over Respondent	102	REV 12-95	
Companies Controlled by Respondent	103	NEW 12-95	NONE
Principal General Officers	104	ED 12-91	
Directors	105	REV 12-95	
Important Changes During the Year	108-109	REV 12-95	
Comparative Balance Sheet Statement	110-113	REV 12-03	
Income Statement	114	REV 12-03	
Statement of Accumulated Comprehensive Income and Hedging Activities	116	NEW 12-02	NONE
Appropriated Retained Income	118	REV 12-95	NONE
Unappropriated Retained Income Statement	119	REV 12-95	
Dividend Appropriations of Retained Income	119	REV 12-95	NONE
Statement of Cash Flows	120-121	REV 12-95	
Notes to Financial Statements	122-123	REV 12-95	
BALANCE SHEET SUPPORTING SCHEDULES (Assets and Other Debts)			
Receivable From Affiliated Companies	200	REV 12-00	
General Instructions Concerning Schedules 202 thru 205	201	REV 12-95	NONE
Investments in Affiliated Companies	202-203	ED 12-91	NONE
Investments in Common Stocks of Affiliated Companies	204-205	ED 12-91	NONE
Companies Controlled Directly by Respondent Other Than Through Title of Securities	204-205	ED 12-91	NONE
Instructions for Schedules 212 Thru 214	211	REV 12-03	NONE
Carrier Property	212-213	REV 12-03	
Undivided Joint Interest Property	214-215	REV 12-03	
Accrued Depreciation - Carrier Property	216	REV 12-03	
Accrued Depreciaton - Undivided Joint Interest Property	217	REV 12-03	NONE
Amortization Base and Reserve	218-219	REV 12-03	NONE
Noncarrier Property	220	REV 12-00	
Other Deferred Charges	221	REV 12-00	
BALANCE SHEET SUPPORTING SCHEDULES (Liabilities and Other Credits)			
Payables to Affiliated Companies	225	REV 12-00	
Long Term Debt	226-227	ED 12-00	NONE
Analysis of Federal Income and Other Taxes Deferred	230-231	REV 12-00	
Capital Stock	250-251	REV 12-95	NONE
Capital Stock Changes During the Year	252-253	ED 12-91	NONE

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

List of Schedules (continued)

Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the responses are "none," "not applicable," or "NA."

Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
Additional Paid-in Capital	254	ED 12-87	
INCOME ACCOUNT SUPPORTING SCHEDULES			
Operating Revenue Accounts	301	REV 12-00	
Operating Expense Accounts	302-303	REV 12-00	
Pipeline Taxes	305	ED 12-87	
Income from Noncarrier Property	335	ED 12-91	
Interest and Dividend Income	336	REV 12-95	NONE
Miscellaneous Items in Income and Retained Income Accounts for the Year	337	ED 12-96	
Payments for Services Rendered by Other Than Employees	351	REV 12-95	NONE
PLANT STATISTICAL DATA			
Statistics of Operations	600-601	REV 12-00	
Miles of Pipeline Operated at End of Year	602-603	REV 12-00	
Footnotes	604	ED 12-91	NONE
Annual Cost of Service Based Analysis Schedule	700	REV 12-00	
Stockholders' Reports (check appropriate box) [ ] Two copies will be submitted [X] No annual report to stockholders is prepared			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

General Information

1.) For item No. 1, give the exact full name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. The corporate name should also be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 1). If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

2.) For item No. 2, if incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other possession began. If a partnership, give date of formation and full names of present partners.

3.) For item No. 3, give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter. It in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers of trustees.

4.) For item No. 4, give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected during the year, citing chapter and section. Specify Government, State, Territory under the laws of which each company consolidated or merged or otherwise combined during the year into the present company was organized; give reference to the charters of each, and to all amendments of them. Carefully distinguish between mergers and consolidations. For the purpose of this report, a merger may be defined as the absorption of one of two existing corporations by the other so the absorbed or merged corporation ceases to exist as a legal entity, its property passing to the merging or absorbing corporation, which assumes all of the merged corporation's obligations. A consolidation may be defined as the union of two or more existing corporations into a new corporation, which, through the consolidation, acquires all of the property of the uniting corporations, assumes all of their obligations, and issues its capital stock in exchange for those of the uniting corporations in ratios fixed in the agreement for consolidations, after completion of which both or all of the consolidating corporations cease to exist as legal entities. In a footnote, explain combinations that are not classifiable as mergers or consolidations. Cases in which corporations have become inactive and have been practically absorbed through ownership or control of their entire capital stock, through leases of long duration (under which the lessor companies so not keep up independent organizations for financial purposes), or otherwise, so that no distinction is made in operating or in accounting by reason of the original separate incorporation, should be included in a separate list and fully explained in answering this and the following page.

1. Give exact name of pipeline company making this report.

Red Butte Pipe Line Company

2. Give date of incorporation.

09/14/1999

3. Give reference to laws of the Government, State, or Territory under which the company is organized. If more than one, name all.

Delaware Corporation organized under Sections 101 et. Al., of Title 8, Chapter 1 of the General Corporation Law of the State of Delaware.

4. If a consolidated or a merged company, name all constituent and all merged companies absorbed during the year.

None

5. Give date and authority for each consolidation and for each merger effected during the year.

None

6. If a reorganized company, give name of original corporation, refer to laws under which it was organized, and state the occasion fo any reorganization effected during the year.

None

7. State whether or not the respondent during the year conducted any part of its businesss under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars (details).

None

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Control Over Respondent

1.) Report in Column (a) the names and state of incorporation of all corporations, partnerships, business trusts, and similar organizations that indirectly held control (see page iii for definition of control) over the respondent at end of year by means of intermediaries. Report only the names of those companies that held ultimate control over the respondent. If control is in a holding company organization, report in a footnote the chain of organization only if there are two or more intermediary companies in the chain of ownership.

2.) Report in column (b) the names and state of incorporation and in column (c) the percent of the respondent's voting stock owned by all corporations, partnerships, business trusts, and similar organizations that directly held control over the respondent at end of year.

3.) If control is held by trustees, state in a footnote the names of the trustees, the names of beneficiaries for whom the trust is maintained, and the purpose of the trust.

Line No.	Controlling Company or Main Parent (a)	Intermediate or Direct Parent (b)	Percent Voting Stock Owned (c)
1		Marathon Oil Company	100.00
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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Principal General Officers

1.) Give the title, name, and address of the principal general officers as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, Construction, Maintenance, Engineering, Commercial, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the company or of some department of it, also give their names and titles, and the location of their offices. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, briefly state the facts under Explanatory Remarks below.

Line No.	Title of General Officer (a)	Name of Person Holiding Office at End of Year	Office Address (c)
1	President	D.F. Riemer	5555 San Felipe Rd, Houston, T
2	Vice President	Y.R. Kunetka	5555 San Felipe Rd, Houston, T
3	Vice President	S.J. Landry	5555 San Felipe Rd, Houston, T
4	Secretary	Y.R. Kunetka	5555 San Felipe Rd, Houston, T
5	Assistant Secretary	R.C. Bowers	5555 San Felipe Rd, Houston, T
6	Assistant Secretary	D.J. Dunbar	5555 San Felipe Rd, Houston, T
7	Assistant Secretary	J.R. Haley	539 South Main St, Findlay, OH
8	Assistant Secretary	G.A. Karathanos	5555 San Felipe Rd, Houston, T
9	Treasurer	M.R. Clark	5555 San Felipe Rd, Houston, T
10	Assistant Treasurer	E.G. Burns	5555 San Felipe Rd, Houston, T
11	Assistant Treasurer	M.A. Bliss	5555 San Felipe Rd, Houston, T
12	Controller	E.H. Krause, Jr.	5555 San Felipe Rd, Houston, T
13	Assistant Controller	M.A. Richardson	539 South Main St, Findlay, OH
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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Directors

1.) Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.
2.) Designate members of the Executive Committee by an asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name and Title of Director (a)	Offices Address (Street, city, state, zip) (b)
1	P.J. Kuntz	5555 San Felipe Rd, Houston, T
2	S.J. Landry	5555 San Felipe Rd, Houston, T
3	D.F. Riemer	5555 San Felipe Rd, Houston, T
4	T.E. Skinner	5555 San Felipe Rd, Houston, T
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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Important Changes During the Quarter/Year

Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number these in accordance with the inquiries. Each inquiry should be answered. Enter "none" or "not applicable" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.

1.) Changes and important additions to franchise rights: Describe the actual consideration given therefor and state from whom the franchise rights were acquired. State if no consideration was given.

2.) Acquisition of ownership in other carrier operations by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, and reference to dates of Commission authorization and journal entries filed if applicable.

3.) Important extension or reduction of carrier pipeline operations: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required.

4.) State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.

5.) If the important changes during the year relating to the respondent company appearing in the respondent's annual report to stockholders are applicable in every respect and furnish the data required by instructions 1 to 4 above, such notes may be attached to this page.

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Important Changes During the Quarter/Year (continued)

1. NONE
2. NONE
3. NONE
4. NONE
5. NONE

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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Comparative Balance Sheet Statement

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
	CURRENT ASSETS			
1	Cash (10)		65,226	28,015
2	Special Deposits (10-5)			
3	Temporary Investments (11)			
4	Notes Receivable (12)			
5	Receivables from Affiliated Companies (13)	200	1,068,681	1,012,806
6	Accounts Receivable (14)		271,747	250,783
7	Accumulated Provision For Uncollectible Accounts (14-5)			
8	Interest and Dividends Receivable (15)			
9	Oil Inventory (16)		718,269	(61,967)
10	Material and Supplies (17)		134,063	157,172
11	Prepayment (18)			
12	Other Current Assets (19)			
13	Deferred Income Tax Assets (19-5)	230-231		
14	TOTAL Current Assets (Total of lines 1 thru 13)		2,257,986	1,386,809
	INVESTMENTS AND SPECIAL FUNDS			
	Investments in Affiliated Companies (20):			
15	Stocks	202-203		
16	Bonds	202-203		
17	Other Secured Obligations	202-203		
18	Unsecured Notes	202-203		
19	Investment Advances	202-203		
20	Undistributed Earnings from Certain Invest. in Acct. 20	204		
	Other Investments (21):			
21	Stocks			
22	Bonds			
23	Other Secured Obligations			
24	Unsecured Notes			
25	Investment Advances			
26	Sinking and other funds (22)			
27	TOTAL Investment and Special Funds (Total lines 15 thru 26)			
	TANGIBLE PROPERTY			
28	Carrier Property (30)		21,341,692	20,261,939

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Comparative Balance Sheet Statement (continued)

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
29	(Less) Accrued Depreciation-Carrier Property (31)		13,205,586	10,342,775
30	(Less) Accrued Amortization-Carrier Property (32)			
31	Net Carrier Property (Line 28 less 29 and 30)		8,136,106	9,919,164
32	Operating Oil Supply (33)			
33	Noncarrier Property (34)		1,576	1,576
34	(Less) Accrued Depreciation-Noncarrier Property		1,240	1,073
35	Net Noncarrier Property (Line 33 less 34)		336	503
36	TOTAL Tangible Property (Total of lines 31, 32, and 35)		8,136,442	9,919,667
	OTHER ASSETS AND DEFERRED CHARGES			
37	Organization Costs and Other Intangibles (40)			
38	(Less) Accrued Amortization of Intangibles (41)			
39	Reserved			
40	Miscellaneous Other Assets (43)			
41	Other Deferred Charges (44)	221	17,080,965	14,850,140
42	Accumulated Deferred Income Tax Assets (45)	230-231		
43	Derivative Instrument Assets (46)			
44	Derivative Instrument Assets - Hedges (47)			
45	TOTAL Other Assets and Deferred Charges (37 thru 44)		17,080,965	14,850,140

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Comparative Balance Sheet Statement (continued)

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

1.) For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

2.) On line 30, include depreciation applicable to investment in system property.

For instructions covering this schedule, see the text and instructions pertaining to Balance Sheet Accounts in the U.S. of A. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated.

Line No.	Item (a)	Reference Page No. for Annual (b)	Current Year End of Quarter/Year Balance (in dollars) (c)	Prior Year End Balance 12/31 (in dollars) (d)
46	TOTAL Assets (Total of lines 14, 27, 36 and 45)		27,475,393	26,156,616
	CURRENT LIABILITIES			
47	Notes Payable (50)			
48	Payables to Affiliated Companies (51)		228,383	336,982
49	Accounts Payable (52)		623,049	378,973
50	Salaries and Wages Payable (53)			
51	Interest Payable (54)			
52	Dividends Payable (55)			
53	Taxes Payable (56)		1,755,917	1,526,258
54	Long-Term Debt - Payable Within One Year (57)	226-227		
55	Other Current Liabilities (58)		209,570	359,267
56	Deferred Income Tax Liabilities (59)	230-231		
57	TOTAL Current Liabilities (Total of lines 47 thru 56)		2,816,919	2,601,480
	NONCURRENT LIABILITIES			
58	Long-Term Debt - Payable After One Year (60)	226-227		
59	Unamortized Premium on Long-Term Debt (61)			
60	(Less) Unamortized Discount on Long-Term Debt-Dr. (62)			
61	Other Noncurrent Liabilities (63)			
62	Accumulated Deferred Income Tax Liabilities (64)	230-231	(2,624,486)	(2,245,666)
63	Derivative Instrument Liabilities (65)			
64	Derivative Instrument Liabilities - Hedges (66)			
65	Asset Retirement Obligations (67)		4,388,031	3,130,267
66	TOTAL Noncurrent Liabilities (Total of lines 58 thru 65)		1,763,545	884,601
67	TOTAL Liabilities (Total of lines 57 and 66)		4,580,464	3,486,081
	STOCKHOLDERS' EQUITY			
68	Capital Stock (70)			
69	Premiums on Capital Stock (71)			
70	Capital Stock Subscriptions (72)			
71	Additional Paid-In Capital (73)	254	11,765,130	11,765,130
72	Appropriated Retained Income (74)	118		
73	Unappropriated Retained Income (75)	119	11,129,799	10,905,405
74	(Less) Treasury Stock (76)			
75	Accumulated Other Comprehensive Income (77)			
76	TOTAL Stockholders' Equity (Total of lines 68 thru 75)	115	22,894,929	22,670,535
77	TOTAL Liabilities and Stockholders' Equity (Total of lines 67 and 76)		27,475,393	26,156,616

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Income Statement

1. Enter in column (c) the year to date operations for the period, and enter in column (d) the year to date operations for the same period of the prior year.

2. Enter in column (e) the operations for the reporting quarter and enter in column (f) the operations for the same three month period for the prior year. Do not report Annual data in columns (e) and (f)

Line No.	Item (a)	Reference Page No. in Annual Report (b)	Total current year to date Balance for Quarter/Year (c)	Total prior year to date Balance for Quarter/Year (d)	Current 3 months ended Quarterly only no 4th Quarter (e)	Prior 3 months ended Quarterly only no 4th Quarter (f)
	ORDINARY ITEMS - Carrier Operating Income					
1	Operating Revenues (600)	301	14,576,790	14,066,074		
2	(Less) Operating Expenses (610)	302-304	12,411,242	8,511,994		
3	Net Carrier Operating Income		2,165,548	5,554,080		
	Other Income and Deductions					
4	Income (Net) from Noncarrier Property (602)	335	(167)	(167)		
5	Interest and Dividend Income (From Investment under Cost Only) (630)	336				
6	Miscellaneous Income (640)	337	12,352	19,244		
7	Unusual or Infrequent Items--Credits (645)					
8	(Less) Interest Expense (650)					
9	(Less) Miscellaneous Income Charges (660)	337				
10	(Less) Unusual or Infrequent Items--Debit (665)					
11	Dividend Income (From Investments under Equity Only)					
12	Undistributed Earnings (Losses)					
13	Equity in Earnings (Losses) of Affiliated Companies (Total lines 11 and 12)					
14	TOTAL Other Income and Deductions (Total lines 4 thru 10 and 13)		12,185	19,077		
15	Ordinary Income before Federal Income Taxes (Line 3 +/- 14)		2,177,733	5,573,157		
16	(Less) Income Taxes on Income from Continuing Operations (670)		2,332,159	1,790,558		
17	(Less) Provision for Deferred Taxes (671)	230-231	(378,820)	(392,325)		
18	Income (Loss) from Continuing Operations (Total lines 15 thru 17)		224,394	4,174,924		
	Discontinued Operations					
19	Income (Loss) from Operations of Discontinued Segments (675)*					
20	Gain (Loss) on Disposal of Discontinued Segments (676)*					
21	TOTAL Income (LOss) from Discontinued Operations (Lines 19 and 20)					
22	Income (Loss) before Extraordinary Items (Total lines 18 and 21)		224,394	4,174,924		
	EXTRAORDINARY ITEMS AND ACCOUNT CHANGES					
23	Extraordinary Items -- Net -- (Debit) Credit (680)	337				
24	Income Taxes on Extraordinary Items -- Debit (Credit) (695)	337				
25	Provision for Deferred Taxes -- Extraordinary Items (696)	230-231				
26	TOTAL Extraordinary Items (Total lines 23 thru 25)					
27	Cumulative Effect of Changes in Accounting Principles (697)*					
28	TOTAL Extraordinary Items and Accounting Changes -- (Debit) Credit (Line 26 + 27)					
29	Net Income (Loss) (Total lines 22 and 28)		224,394	4,174,924		
	* Less applicable income taxes as reported on page 122					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Unappropriated Retained Income Statement

1.) Report items of the Retained Income Accounts of the respondents for the period, classified in accordance with the U.S.of A.
2.) Report on lines 15 and 16 the amount of assigned Federal income tax consequences, Account Nos. 710 and 720.
3.) Report on lines 17 through 20 all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
4.) Line 18 should agree with Line 12, Schedule 114. The total of lines 2, 6, and 18 should agree with line 29, Schedule 114
5.) Include on lines 1 through 12 only amounts applicable to Retained Income exclusive of any amounts included on lines 17 through 20.

Line No.	Item (a)	Reference page no. for Year (b)	Current Quarter/Year (in dollars) (c)	Previous Quarter/Year (in dollars) (d)
	UNAPPROPRIATED RETAINED INCOME			
1	Balances at Beginning of Year		10,905,405	6,730,481
	CREDITS			
2	Net Balance Transferred from Income (700)	114	224,394	4,174,924
3	Prior Period Adjustments to Beginning Retained Income (705)			
4	Other Credits to Retained Income (710)*	337		
5	TOTAL (Lines 2 thru 4)		224,394	4,174,924
	DEBITS			
6	Net Balance Transferred from Income (700)	114		
7	Other Debits to Retained Income (720)*	337		
8	Appropriations of Retained Income (740)			
9	Dividend Appropriations of Retained Income (750)	119		
10	TOTAL (lines 6 thru 9)			
11	Net Increase (Decrease) During Year (Line 5 minus line 10)		224,394	4,174,924
12	Balances at End of Year (Lines 1 and 11)		11,129,799	10,905,405
13	Balance from Line 20			
14	TOTAL Unapprop. Retained Inc. and Equity in Undistr. Earnings. (Losses) of Affil. Comp. at End of Year (Lines 12 & 13)		11,129,799	10,905,405
	*Amount of Assigned Federal Income Tax Consequences			
15	Account No. 710			
16	Account No. 720			
	EQUITY IN UNDISTRIBUTED EARNINGS (LOSSES) OF AFFILIATED COMPANIES			
17	Balances at Beginning of Year			
18	Net Balance transferred from Income (700)	114		
19	Other Credits (Debits)			
20	Balances at End of Year			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Statement of Cash Flows

(1) Codes to be used: (a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt;(c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.

(2) Information about noncash investing and financing activities must be provided on Page 122 Notes to the Financial Statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.

(3) Operating Activities - Other: Include gains and losses pertaining to operating activitiesonly. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show on Page 122 Notes to the Financial Statements the amounts of interest paid (net ofamount capitalized) and income taxes paid.

Line No.	Description (See Instructions No. 5 for Explanation of Codes) (a)	Current Quarter/Year Amount (b)	Previous Quarter/Year Amount (c)
1	Cash Flow from Operating Activities:		
2	Net Income	224,394	4,174,924
3	Noncash Charges (Credits) to Income:		
4	Depreciation	3,243,642	1,100,272
5	Amortization		
6	Depreciation - Non-Carrier	167	167
7			
8	Deferred Income Taxes	(378,820)	(392,325)
9			
10	Net (Increase) Decrease in Receivables	(76,840)	356,230
11	Net (Increase) Decrease in Inventory	(757,127)	330,178
12	Net Increase (Decrease) in Payables and Accrued Expenses	215,439	493,229
13			
14	Other:		
15	Deferred Charges	(2,230,825)	(2,177,918)
16	Current Liabilities		
17	ARO - Non Cash	1,257,765	(1,627,345)
18			
19			
20			
21	Net Cash Provided by (Used in) Operating Activities		
22	(Total of lines 2 thru 20)	1,497,795	2,257,412
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Carrier Property:	(650,539)	(4,238,268)
27	Gross Additions to Noncarrier Property		
28	Other:		
29	Adjustments	(803,575)	1,976,665
30	Cost of Removal / Salvage	(10,498)	(17,631)
31	Transfers	(1,472)	1,938
32	Sale Proceeds	5,500	1,300
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	(1,460,584)	(2,275,996)
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)		
38			
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributors and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Statement of Cash Flows (continued)

(4) Investing Activities: Include at Other net cash outflow to acquire other companies. Providea reconciliation of assets acquired with liabilities assumed on Page 122 Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized; insteadprovide a reconciliation of the dollar amount of leases capitalized with the plant cost.
(5) Under "Other" specify significant amounts and group others.
(6) Enter on Page 122 clarifications and explanations.

Line No.	Description (See Instructions No. 5 for Explanation of Codes) (a)	Current Quarter/Year Amount (b)	Previous Quarter/Year Amount (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48			
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net Increase (Decrease) in Payables and Accrued Expenses		
52	Other:		
53			
54			
55			
56	Net Cash Provided by (Used in) Investing Activities		
57	(Total of Lines 34 thru 55)	(1,460,584)	(2,275,996)
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)		
62	Capital Stock		
63	Other:		
64	Cash Received from Marathon Oil Company		
65	Purchase of Big Horn Basin Assets		
66	Net Increase in Short-Term Debt (c)		
67	Other:		
68			
69			
70	Cash Provided by Outside Sources (Total of lines 61 thru 69)		
71			
72	Payment for Retirement of:		
73	Long-term Debt (b)		
74	Capital Stock		
75	Other:		
76			
77			
78	Net Decrease in Short-Term Debt (c)		
79			
80	Dividends on Capital Stock		
81	Other:		
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)		
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of Lines 22, 57, and 83)	37,211	(18,584)
87			
88	Cash and Cash Equivalents at Beginning of Year	28,015	46,599
89			
90	Cash and Cash Equivalents at End of Year	65,226	28,015

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Notes to Financial Statements

Quarterly Notes

(1) Respondent must provide in the notes sufficient disclosures so as to make theinterim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.

(2) Disclosures shall be provided where events subsequent to the end of the most recentyear have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However were material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.

(3) Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

Annual Notes

(1) Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account therefor. Classify the notes according to each basic statement, providing a subheading for each statement, except where a note is applicable to more than one statement.
(2) Furnish details as to any significant commitments or contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessments of additional income taxes of a material amount, or of a claim for refund of income taxes of a material amount initiated by the respondent. State whether such commitments or contingencies will have a material adverse effect upon the financial position or results of operations of the respondent.
(3) Furnish details on the accounting for the respondent's pensions and postretirement benefits and explain any changes in the method of accounting for them. Include in the details a concise breakdown of the effects of the various components on income for the year, funding for the plans and accumulated obligations at year end.
(4) Provide an explanation of any significant changes in operations during the year. Give the financial statement effects of acquiring oil pipelines by purchase or merger or by participating in joint ventures or similar activities.
(5) Furnish details on the respondent's accounting for income taxes and provide an explanation of any changes in the methods of accounting for income taxes and give the financial statement effects resulting from these changes.
(6) Provide an explanation of any significant rate or other regulatory matters involving the respondent during the year and give the effects, if any, on the respondent's financial statements.

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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Receivables from Affiliated Companies

1.) Give particulars (details) of the various affiliated company debtors and the character of the transactions involved in the current asset Account No. 13, Receivables from Affiliated Companies.
2.) In column (a), list every item amounting to $500,000 or more. For debtors whose balances were less than $500,000, a single entry may be made under a caption "Minor accounts, less than $500,000."

Line No.	Name of Debtor (a)	Description of Assets or of Transaction (b)	Balance at End of Year (in dollars) (c)
1	Marathon Oil Company	Transportation Services	1,060,848
2		Minor accounts, less than $500,000	7,833
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
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35			
36			
37			
38			
39			
40			
41			
42			
43			
44			
45			
46			
47			
48			
49		**Total**	1,068,681

INSTRUCTIONS FOR SCHEDULES 212-213

1.) Give an analysis of changes during the year in Account No. 30, *Carrier Property*, by carrier property accounts, excluding investments in undivided joint interest property reported on pages 214 and 215. The total carrier property reported on page 213 (column i, line 44) and the total undivided joint interest property reported on all pages 215 (column i, line 44) should represent all carrier property owned by the reporting entity at year end.

2.) Enter in column (c) the cost of newly constructed property, additions, and improvements made to existing property. Include amounts distributed to carrier property accounts during the year which were previously charged to Account No. 187, *Construction Work in Progress*. In column (d) enter expenditures for existing pipeline property purchased or otherwise acquired. Enter in column (e) property sold, abandoned, or otherwise retired during the year. This will generally be a positive number, so that the calculation in column (f) works properly.

3.) If pipeline operating property was acquired from or sold to some other company during the year, footnote the acquisition or sale if it exceeded $250,000. Include the following in the footnote: the name of the company the property was acquired from or sold to, the mileage acquired or sold, and the date of acquisition or sale. Include termini, the original cost of property acquired from an affiliate or other common carrier (see Instruction 3-1, Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts), and the cost of the property to the respondent. Also give the amount debited or credited to each company account representing such property acquired or disposed of.

4.) Enter in column (g) for each account the net of all other accounting adjustments, transfers, and clearances applicable to prior years' accounting.

5.) Explain fully each adjustment, clearance, or transfer in excess of $500,000 in a footnote. Explain transfers to or from Account No. 34, *Noncarrier Property*, in Schedule 219.

6.) Indicate in parenthesis any entry in columns (f), (g), or (h) which represents an excess of credits over debits.

INSTRUCTIONS FOR SCHEDULES 214-215

1.) Give an analysis of changes during the year in Account No. 30, *Carrier Property*, by carrier property accounts, for investments in undivided joint interest property. The respondent will only report its portion of the carrier property of any undivided joint interest pipeline in which it has an interest. If the respondent owns an interest in multiple undivided joint interest pipelines, prepare and submit a separate schedule 214-215 for each undivided joint interest pipeline in which it has an interest. If multiple schedules 214-215 are submitted, number all schedules subsequent to the first with a number and letter page designator (For example ... 214, 215; 214a, 215a; 214b, 215b; etc...).

2.) Enter in column (c) the cost of newly constructed property, additions, and improvements made to existing property. Include amounts distributed to carrier property accounts during the year which were previously charged to Account No. 187, *Construction Work in Progress*. In column (d) enter expenditures for existing pipeline property purchased or otherwise acquired. Enter in column (e) property sold, abandoned, or otherwise retired during the year. This will generally be a positive number so that the calculation in column (f) works properly.

3.) If pipeline operating property was acquired from or sold to some other company during the year, footnote the acquisition or sale if it exceeded $250,000. Include the following in the footnote: the name of the company the property was acquired from or sold to, the mileage acquired or sold, and the date of acquisition or sale. Include termini, the original cost of property acquired from an affiliate or other common carrier (see Instruction 3-1, Property acquired, Instructions for Carrier Property Accounts in Uniform System of Accounts), and the cost of the property to the respondent. Also give the amount debited or credited to each company account representing such property acquired or disposed of.

4.) Enter in column (g) for each account the net of all other accounting adjustments, transfers, and clearances applicable to prior years' accounting.

5.) Explain fully each adjustment, clearance, or transfer in excess of $500,000 in a footnote. Explain transfers to or from Account No. 34, *Noncarrier Property*, in Schedule 219.

6.) Indicate in parenthesis any entry in columns (f), (g), or (h) which represents an excess of credits over debits.

INSTRUCTIONS FOR SCHEDULES 216-217

1.) On schedule 216, give an analysis of changes during the year in Account No. 31, *Accrued Depreciation - Carrier Property*, by carrier property accounts, excluding depreciation on undivided joint interest property reported on page 217.

On schedule 217, give an analysis of changes during the year in Account No. 31, *Accrued Depreciation - Carrier Property*, by carrier property accounts for property owned as part of an undivided joint interest pipeline. If the respondent owns an interest in multiple undivided joint interest pipelines, prepare and submit a separate schedule 217 for each undivided joint interest pipeline in which it has an interest. If multiple schedules 217 are submitted, number all schedules subsequent to the first with a number and letter page designator (For example ... 217, 217a, 217b, etc...).

2.) In column (c), enter debits by carrier property account to Account No. 540, *Depreciation and Amortization*, and 541, *Depreciation Expense for Asset Retirement Costs*, during the year.

3.) In column (d), enter all debits to Account No. 31, *Accrued Depreciation - Carrier Property*, during the year resulting from the retirement of carrier property.

4.) In column (e), enter the net of any other debits and credits made to Account No. 31, *Accrued Depreciation - Carrier Property*, during the year.

5.) If composite annual depreciation rates are prescribed, enter those in effect at the end of the year in column (g). If component rates are prescribed, the composite rates entered in column (g) should be computed from the charges developed for December by using the prescribed component rates. Whether component or composite rates are prescribed, the entries on lines 16, 32, 39, and 40 of column (g) should be computed from December depreciation charges.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Carrier Property

Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	PROP CHNGS DUR YR Expenditures for New Construction, Additions, and Improvements	PROP CHNGS DUR YR Expenditures for Existing Property Purchased or Otherwise Acquired (d)
	GATHERING LINES			
1	Land (101)			
2	Right of Way (102)	5,132		
3	Line Pipe (103)	436,168		
4	Line Pipe Fittings (104)	25,324		
5	Pipeline Construction (105)	84,884		
6	Buildings (106)	23,528		
7	Boilers (107)			
8	Pumping Equipments (108)	33,993		
9	Machine Tools and Machinery (109)			
10	Other Station Equipment (110)	76,281		
11	Oil Tanks (111)	91,527		
12	Delivery Facilities (112)	11,000		
13	Communication systems (113)	5,964		
14	Office Furniture and Equipment (114)			
15	Vehicles and Other Work Equipment (115)			
16	Other Property (116)			
17	Asset Retirement Costs for Gathering Lines (117)			
18	TOTAL (Lines 1 thru 17)	793,801		
	TRUNK LINES			
19	Land (151)	4,481		
20	Right of Way (152)	111,091		
21	Line Pipe (153)	3,161,347	22,775	
22	Line Pipe Fittings (154)	558,330		
23	Pipeline Construction (155)	5,190,252	91,241	
24	Buildings (156)	296,568		
25	Boilers (157)			
26	Pumping Equipment (158)	4,543,169	198,507	
27	Machine Tools and Machinery (159)	2,726		
28	Other Station Equipment (160)	3,586,762	284,340	
29	Oil Tanks (161)	1,274,666		
30	Delivery Facilities (162)	10,636		
31	Communication Systems (163)	106,078		
32	Office Furniture and Equipment (164)	33,888		
33	Vehicles and Other Work Equipment (165)	294,692	21,425	
34	Other Property (166)			
35	Asset Retirement Costs for Trunk Lines (167)			
36	TOTAL (Lines 19 thru 35)	19,174,686	618,288	
	GENERAL			
37	Land (171)			
38	Buildings (176)			
39	Machine Tools and Machinery (179)			
40	Communication Systems (183)			
41	Office Furniture and Equipment (184)			
42	Vehicles and Other Work Equipment (185)			
43	Other Property (186)			
44	Asset Retirement Costs for General Property (186.1)			
45	Construction Work in Progress (187)	293,452	32,251	
46	TOTAL (Lines 37 thru 45)	293,452	32,251	
47	GRAND TOTAL (Lines 18, 36, and 46)	20,261,939	650,539	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Carrier Property (continued)

Line No.	PROP CHNGS DUR YR Property Sold, Abandoned, or Otherwise Retired During the Year (e)	PROP CHNGS DUR YR Net (c + d - e) (f)	Other Adjustments, Transfers and Clearances (in dollars) (g)	Increase or Decrease During the Year (f+/-g) (in dollars) (h)	Balance at End of Year (b +\- h) (in dollars) (i)
1					
2					5,132
3					436,168
4					25,324
5					84,884
6					23,528
7					
8					33,993
9					
10					76,281
11					91,527
12					11,000
13					5,964
14					
15					
16					
17			25,622	25,622	25,622
18			25,622	25,622	819,423
19					4,481
20					111,091
21	41	22,734		22,734	3,184,081
22					558,330
23	5,929	85,312		85,312	5,275,564
24					296,568
25					
26		198,507	(201,136)	(2,629)	4,540,540
27					2,726
28	1,098	283,242		283,242	3,870,004
29					1,274,666
30					10,636
31					106,078
32					33,888
33	5,212	16,213	60,253	76,466	371,158
34					
35			554,800	554,800	554,800
36	12,280	606,008	413,917	1,019,925	20,194,611
37					
38					
39					
40					
41					
42					
43					
44					
45		32,251	1,955	34,206	327,658
46		32,251	1,955	34,206	327,658
47	12,280	638,259	441,494	1,079,753	21,341,692

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Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Accrued Depreciation - Carrier prop (Exclusive of Depreciation on Undiv. Joint Int. Prop. reported in schedule 217)

Give particulars (details) of the credits and debits to Account No. 31, Accrued Depreciation - Carrier Property, during the year.

Line No.	Account (a)	Balance at Beginning of Year (in dollars) (b)	Debits to Account No. 540 and 541 of U.S. of A. (in dollars) (c)	Net Debit From Retirement of Carrier Property (in dollars) (d)	Other Debits and Cardits Net (in dollars) (e)	Balance at End of Year (b + c + d + e) (in dollars) (f)	Annual Composite/ Component Rates (in percent) (g)
	GATHERING LINES						
1	Right of Way (102)	4,073	642			4,715	12.50
2	Line Pipe (103)	217,169	54,521		1	271,691	12.50
3	Line Pipe Fittings (104)	(48,496)	3,165			(45,331)	12.50
4	Pipeline Construction (105)	(80,037)	10,611		(1)	(69,427)	12.50
5	Buildings (106)	18,540	2,941		1	21,482	12.50
6	Boilers (107)						
7	Pumping Equipment (108)	26,963	4,249			31,212	12.50
8	Machine Tools and Machinery (109)						
9	Other Station Equipment (110)	15,425	9,535		1	24,961	12.50
10	Oil Tanks (111)	67,581	11,441			79,022	12.50
11	Delivery Facilities (112)	8,616	1,375			9,991	12.50
12	Communication Systems (113)	4,818	746		(3)	5,561	12.50
13	Office Furniture and Equipment (114)						
14	Vehicles and Other Work Equipment (115)						
15	Other Property (116)						
16	Asset Retirement Costs for Gathering Lines (117)		29,668		(17,790)	11,878	3.48
17	TOTAL (lines 1 thru 16)	234,652	128,894		(17,791)	345,755	12.50
	TRUNK LINES						
18	Right of Way (152)	74,006	13,886		1	87,893	12.50
19	Line Pipe (153)	2,351,142	398,963	(41)	(6,324)	2,743,740	12.50
20	Line Pipe Fittings (154)	(87,637)	69,791		1	(17,845)	12.50
21	Pipeline Construction (155)	3,723,969	652,794	(5,929)	(4,176)	4,366,658	12.50
22	Buildings (156)	210,165	37,071			247,236	12.50
23	Boilers (157)						
24	Pumping Equipment (158)	422,963	600,560		1	1,023,524	12.50
25	Machine Tools and Machinery (159)	2,200	341		(1)	2,540	12.50
26	Other Station Equipment (160)	2,144,220	459,542	(1,098)		2,602,664	12.50
27	Oil Tanks (161)	942,750	159,333		(1)	1,102,082	12.50
28	Delivery Facilities (162)	8,819	1,330			10,149	12.50
29	Communication Systems (163)	78,726	13,260		1	91,987	12.50
30	Office Furniture and Equipment (164)	27,912	4,236			32,148	12.50
31	Vehicles and Other Work Equipment (165)	208,888	45,375	(5,212)	68,158	317,209	12.50
32	Other Property (166)						
33	Asset Retirement Costs for Trunk Lines (167)		658,266		(408,420)	249,846	3.46
34	TOTAL (Lines 18 thru 33)	10,108,123	3,114,748	(12,280)	(350,760)	12,859,831	12.50
	GENERAL						
35	Buildings (176)						
36	Machine Tools and Machinery (179)						
37	Communication Systems (183)						
38	Office Furniture and Equipment (184)						
39	Vehicles and Other Work Equipment (185)						
40	Other Property (186)						
41	Asset Retirement Costs for General Property (186.1)						
42	TOTAL (lines 35 thru 41)						
43	GRAND TOTAL (Lines 17, 34, 42)	10,342,775	3,243,642	(12,280)	(368,551)	13,205,586	12.50

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Noncarrier Property

1.) Give particulars (details) of all investments of the re-spondent in physical property includable in Account No. 34, Noncarrier property, in the USofA. In column (a), when describing the property, give the location and other identifica-tion with a reasonable amount of detail.

2.) Report each item in excess of $1,000,000. Items less than $1,000,000 may be combined in a single entry titled "Minor items, less than $1,000,000."

3.) If any noncarrier property was disposed of during the year, or by reclassification was transferred to or from the carrier property accounts, give particulars (details) in a footnote.

4.) Summarize the revenues and expenses of operated noncarrier properties on schedule 335.

Line No.	Name and Description of Physical property Held at End of Year as an Investment (a)	Date Included in Account No. 34 (b)	Book Cost at End of Year (in dollars) (c)	Remarks (d)
1	Wyoming	12/31/1999	1,334	
2	Wyoming - Land	09/01/2000	242	
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46		**Total**	1,576	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Other Deferred Charges

Give an analysis of the balance in Account No. 44, Other Deferred Charges, at the end of the year, show-ing in detail each item or subaccount of $500,000 or more. Items less than $500,000 may be combined in a single entry designated Minor Items, Each Less Than $500,000. In case the type of any item is not fully disclosed by the entries in the columns below, explain in a foot-note.

Line No.	Description and Type of Items: Names of Debtor (or Class of Debtors), If Any (a)	Amount at End of Year (in dollars) (b)
1	Intercompany Clearings	19,201,715
2	Accrual for Federal Income Tax Payment Year 2008	(2,133,450)
3	Minor Items, Each Less Than $500,000	12,700
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50	**Total**	17,080,965

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Payables to Affiliated Companies

1.) Give particulars (details) on the various affiliated company creditors and provide a description of the transactions involved in the current liability Account No. 51, Payable to Affiliated Companies.

2.) In column (a), list every item amounting to $500,000 or more. For creditors whose balances were less than $500,000, a single entry may be made under a caption "Minor accounts, less than $500,000."

Line No.	Name of Creditor (a)	Description of Liability or of Transaction (b)	Balance at End of Year (in dollars) (c)
1	Minor Items, Each Less Than $500,000		228,383
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48			
49		Total	228,383

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Analysis of Federal Income and Other Taxes Deferred

1.) Listed in column (a) are the current and noncurrent deferred income tax accounts.
2.) Report in column (b) under the current and noncurrent deferred tax holdings the beginning of year balance for each item that causes temporary differences between financial reporting and tax reporting bases of assets and liabilities. Such items should include, but not be limited to, accelerated depreciation and amortization, and tax deferrals of pensions and post retirement benefits. Other items which cause such a difference should be listed under, Other, including State and other taxes deferred if computed separately. Minor items each less than $100,000 may be combined in a single entry under Other.
3.) Report in column (c) for the current deferred tax category the net change in Account Nos. 19.5, Deferred Income Tax Assets and 59, Deferred Income Tax Liabilities and for the noncurrent accumulated deferred tax category the net change in Account Nos. 45, Accumulated Deferred Income Tax Assets and 64, Accumulated Deferred Income Tax Liabilities for the current year temporary differences.
4.) The total of net credits (debits) for the current year in column (c) should agree with the contra debits (credits) to Account No. 671, Provision for Deferred Taxes, and Account No. 696, Provision for Deferred Taxes-Extraordinary Items, for the current reporting year.
5.) Report in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or deb-its) due to applying or recognizing a loss carryforward or a loss carry-back. Explain the adjustments in the space at the end of this schedule.
6.) Report in column (e) for the current and noncurrent deferred tax categories the cumulative totals of columns (b), (c), and (d). The total of column (e) for the current deferred tax category must be the same as the balance in Account Nos. 19.5 or 59 and the total of column (e) for the noncurrent accumulated deferred tax category must be the same as the balance in Account Nos. 45 or 64 as reported in the Comparative Balance Sheet Statement.

Line No.	Items Causing Temporary Differences (a)	Beginning of Year Balance (in dollars) (b)	Net Charge for the Current Year (in dollars) (c)	Adjustments (in dollars) (d)	End of Year Balance (b + c + d) (in dollars) (e)
	Current Deferred Taxes - Account Nos. 19-5 and 59				
1	Defered Income Tax Assets/Liabilities:				
2					
3					
4					
5					
6	Other (Specify)				
7					
8					
9					
10	TOTALS				
	Noncurrent Deferred Taxes - Accont Nos. 45 and 64				
11	Accumulated Defered Income Tax Assets/Liabilities:	(2,245,666)	(378,820)		(2,624,486)
12					
13					
14					
15					
16	Other (Specify)				
17					
18					
19					
20	TOTALS	(2,245,666)	(378,820)		(2,624,486)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Additional Paid-in Capital

Give an analysis of Account 73, Additional Paid-In Capital. In column (a) give a brief description of the items added or deducted and in column (b) insert the contra account number to which the amount stated in column (c) was charged or credited.

Line No.	Item (a)	Contra Account Number (b)	Amount (in dollars) (c)
1	Balance at Beginning of Year		11,765,130
2	Additions During the Year (Describe):		
3			
4			
5			
6			
7			
8			
9			
10			
11	TOTAL Additions During the Year		
12	Deductions During the Year (Describe):		
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23	TOTAL Deductions		
24	Balance at End of Year (TOTAL Lines 1 and 11 less		11,765,130

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Operating Revenues

Report the respondent's pipeline operating revenues year to date, classified in accordance with the Uniform System of Accounts.

Line No.	Account (a)	Crude Oil Current Year to Date Quarter (b)	Products Current Year to Date Quarter (c)	Total Year to Date Quarter (b)+(c) (d)
1	(200) Gathering Revenues	2,017,254		2,017,254
2	(210) Trunk Revenues	9,953,936		9,953,936
3	(220) Delivery Revenues	360,649		360,649
4	(230) Allowance Oil Revenues	2,155,060		2,155,060
5	(240) Storage and Demurrage Revenue			
6	(250) Rental Revenue			
7	(260)Incidental Revenue	89,891		89,891
8	TOTAL (lines 1 through 7)	14,576,790		14,576,790

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Operating Revenue Accounts (Account 600)

1.) Report the respondent's pipeline operating revenues for the year, classified in accordance with the USofA.

2.) For Account Nos. 200, 210, and 220, indicate the revenues derived from the interstate transportation of oil and the revenues derived from the intrastate transportation of oil. The sum of the two revenue figures should equal the total revenues in Account Nos. 200, 210, and 220.

Line No.	Operating Revenue Accounts (a)	Crude Oil Previous Year (in dollars) (b)	Crude Oil Current Year (in dollars) (c)	Products Previous Year (in dollars) (d)	Products Current Year (in dollars) (e)	Total Previous Year (in dollars b + c) (f)	Total Current Year (in dollars b + c) (g)
1	Gathering Revenues (200)	1,933,471	2,017,254			1,933,471	2,017,254
2	Trunk Revenues (210)	10,304,679	9,953,936			10,304,679	9,953,936
3	Delivery Revenues (220)	320,462	360,649			320,462	360,649
4	Allowance Oil Revenue (230)	1,407,380	2,155,060			1,407,380	2,155,060
5	Storage and Demurrage Revenue						
6	Rental Revenue (250)						
7	Incidental Revenue (260)	100,082	89,891			100,082	89,891
8	TOTAL	14,066,074	14,576,790			14,066,074	14,576,790

Line No.	Account (a)	Interstate Previous Year (b)	Interstate Current Year (c)	Intrastate Previous Year (d)	Intrastate Current Year (e)	Total Previous Year (b + c) (f)	Total Current Year (b + c) (g)
1	Gathering Revenues (200)	1,933,471	2,017,254			1,933,471	2,017,254
2	Trunk Revenues (210)	9,402,134	9,011,070	902,545	942,866	10,304,679	9,953,936
3	Delivery Revenues (220)	320,462	360,649			320,462	360,649
4	TOTAL	11,656,067	11,388,973	902,545	942,866	12,558,612	12,331,839

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Operating Expense Accounts (Account 610)

State the pipeline operating expenses of the respondent for the year, classifying them in accordance with the U. S. of A.

Line No.	Operating Expenses Accounts (a)	CRUDE OIL Gathering Year to Date (b)	CRUDE OIL Trunk Year to Date (c)	CRUDE OIL Delivery Year to Date (d)	CRUDE OIL Total Year to Date (b + c + d) (e)
	OPERATIONS and MAINTENANCE				
1	Salaries and Wages (300)	116,915	1,364,669		1,481,584
2	Materials and Supplies (310)	18,721	754,775		773,496
3	Outside Services (320)	172,538	2,254,011		2,426,549
4	Operating Fuel and Power (330)		722,933		722,933
5	Oil Losses and Shortages (340)	44,079	347,360		391,439
6	Rentals (350)	17,698	155,725		173,423
7	Other Expenses (390)	53,980	562,137		616,117
8	TOTAL Operations and Maintenance Expenses	423,931	6,161,610		6,585,541
	GENERAL				
9	Salaries and Wages (500)	3,768	71,670		75,438
10	Materials and Supplies (510)	2,654	49,730		52,384
11	Outside Services (520)	58,820	1,101,344		1,160,164
12	Rentals (530)				
13	Depreciation and Amortization (540)	99,226	2,456,481		2,555,707
14	Depreciation Expense for Asset Retirement Costs	29,668	658,267		687,935
15	Employee Benefits (550)	67,069	770,040		837,109
16	Insurance (560)				
17	Casualty and Other Losses (570)	116	15,006		15,122
18	Pipeline Taxes (580)	10,265	179,963		190,228
19	Other Expenses (590)	12	471		483
20	Accretion Expense (591)	10,830	240,301		251,131
21	Gains or losses on Asset Retirement Obligations				
22	TOTAL General Expenses	282,428	5,543,273		5,825,701
23	GRAND TOTALS	706,359	11,704,883		12,411,242

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Line No.	Operating Expenses Accounts (a)	PRODUCTS (in dollars) Trunk Year to Date (f)	PRODUCTS (in dollars) delivery Year to Date (g)	PRODUCTS (in dollars) Total Year to Date (f + g) (h)	Grand Total Year to Date (e + h) (i)
	OPERATIONS and MAINTENANCE				
1	Salaries and Wages (300)				1,481,584
2	Materials and Supplies (310)				773,496
3	Outside Services (320)				2,426,549
4	Operating Fuel and Power (330)				722,933
5	Oil Losses and Shortages (340)				391,439
6	Rentals (350)				173,423
7	Other Expenses (390)				616,117
8	TOTAL Operations and Maintenance Expenses				6,585,541
	GENERAL				
9	Salaries and Wages (500)				75,438
10	Materials and Supplies (510)				52,384
11	Outside Services (520)				1,160,164
12	Rentals (530)				
13	Depreciation and Amortization (540)				2,555,707
14	Depreciation Expense for Asset Retirement Costs				687,935
15	Employee Benefits (550)				837,109
16	Insurance (560)				
17	Casualty and Other Losses (570)				15,122
18	Pipeline Taxes (580)				190,228
19	Other Expenses (590)				483
20	Accretion Expense (591)				251,131
21	Gains or losses on Asset Retirement Obligations				
22	TOTAL General Expenses				5,825,701
23	GRAND TOTALS				12,411,242

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Pipeline Taxes (Other than Income Taxes)

1.) Give the particulars (details) on the taxes accrued in carrier properties and charged to Account No. 580, Pipeline Taxes, of the respondent's income Account for the year.

2.) If during the year an important adjustment was made in Account 580 for taxes applicable to a prior year, state the full particulars (details) in a footnote.

A. STATE, LOCAL, AND OTHER TAXES

Line No.	Name of State (a)	Amount (in dollars) (b)	Line No.	Name of State (a)	Amount (in dollars) (b)
1	Alabama	0	31	New Mexico	0
2	Alaska	0	32	New York	0
3	Arizona	0	33	North Carolina	0
4	Arkansas	0	34	North Dakota	0
5	California	0	35	Ohio	0
6	Colorado	0	36	Oklahoma	0
7	Connecticut	0	37	Oregon	0
8	Delaware	0	38	Pennsylvania	0
9	Florida	0	39	Rhode Island	0
10	Georgia	0	40	South Carolina	0
11	Hawaii	0	41	South Dakota	0
12	Idaho	0	42	Tennessee	0
13	Illinois	0	43	Texas	0
14	Indiana	0	44	Utah	0
15	Iowa	0	45	Vermont	0
16	Kansas	0	46	Virginia	0
17	Kentucky	0	47	Washington	0
18	Louisiana	0	48	West Virginia	0
19	Maine	0	49	Wisconsin	0
20	Maryland	0	50	Wyoming	186,266
21	Massachusetts	0	51	District of Columbia	0
22	Michigan	0	52	Other (Specify):	0
23	Minnesota	0	53		0
24	Mississippi	0	54		0
25	Missouri	0	55		0
26	Montana	3,962	56		0
27	Nebraska	0	57		0
28	Nevada	0	58		0
29	New Hampshire	0	59	TOTAL - State, Local and Other Taxes	190,228
30	New Jersey	0			0

B. U.S. GOVERNMENT TAXES

Line No.	Kind of Tax (a)	Amount (in dollars) (b)
61	Old-Age Retirement	0
62	Unemployment Insurance	0
63	Other U.S. Taxes (Specify, Except Income Taxes)	0
64		0
65		0
66		0
67		0
68		0
69		0
70	TOTAL - U.S. Government Taxes	0
71	**GRAND Total (Account No. 580)**	**190,228**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Income From Noncarrier Property

1.) State the revenues, expenses, and net income of the respondent during the year from each class of noncarrier property provided for in Account No. 620, Income from Noncarrier Property, in the U.S. of A.
2.) If the income relates to only a part of the year, give particulars (details) in a footnote.

Line No.	General Description of Property (a)	Total Revenues (in dollars) (b)	Total Expenses (in dollars) (c)
1	Depreciation Expense		167
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
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28			
29			
30			
31			
32			
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35			
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37			
38			
39			
40			
41			
42			
43			
44			
45			
46			
47			
48			
49			
50	Total		167

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Miscellaneous Items in Income and Retained Income Accounts for the Year

1.) Give a detailed analysis of items in Accounts 640, Miscellaneous Income; 660, Miscellaneous Income Charges; 680, Extraordinary Items; 695 Income Taxes on Extraordinary Items; 710, Other Credits to Retained Income, and 720, Other Debits to Retained Income, for the year (The classifications should be made in accordance with the U.S. of A.)

2.) For Accounts 640 and 660, report each item amounting to $250,000 or more; items less than $250,000 in these accounts may be combined in a single entry designated "Minor Items, each less than $250,000." Enter a total for each account.

Line No.	Account No. (a)	Item (b)	Debits (in dollars) (c)	Credits (in dollars) (d)
1	640	Minor Items, Each Less Than $250,000		12,352
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
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47				
48				
49				

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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Statistics of Operations

1.) Give particulars (details) by States of origin for crude oil and for each kind of product received year to date and totals only (i.e. no State detail) for number of barrels of crude oil and of each kind of product delivered out of the pipeline year to date. Classify and list in column (a) by States of origin the refined products transported in the following order: 29111, Gasoline, jet fuels, and other high volatile petroleum fuels, except natural gasoline; 29112, Kerosene; 29113, Distillate fuel oil; 29114, Lubricating and similar oils and derivatives; 29117, Residual fuel oil and other low volatile petroleum fuels; 29112, Products of petroleum refining, n.e.c. - Specify.

2.) In column (b) show all oils received by the respondent from connecting carriers reporting to the Federal Energy Regulatory Commission. In column (c) show all oils originated on respondent's gathering lines and in column (d) all oils received into respondent's trunk line, except receipts shown in columns (b) and (c). Any barrels received into a pipeline owned by the respondent, but operated by others, should be reported separately on additional pages (For example 600a- 601a, 600b- 601b, etc.).

3.) Entries in column (e) should be the sum of columns (b), (c), and (d). In column (f) show all oils delivered to connecting carriers reporting to the Federal Energy Regulatory Commission. In column (g) show all oils terminated on the respondent's gathering lines, and in column (h) all oils delivered out of respondent's pipeline, except deliveries shown under columns (f) and (g).

Line No.	State of Origin (a)	Number of Barrels Received From Connecting Carriers Year to Date (b)	Number of Barrels Received ORIGINATED On Gathering Lines Year to Date	Number of Barrels Received ORIGINATED On Trunk Lines Year to Date
	CRUDE OIL			
1	MT	1,151,261		
2	WY	5,333,925	5,981,304	1,639,398
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15	TOTAL	6,485,186	5,981,304	1,639,398
	PRODUCTS (State of Origin and			
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31	TOTAL			
	GRAND TOTAL	6,485,186	5,981,304	1,639,398

33a Total Number of Barrel-Miles (Trunk Lines Only):

(1) Crude Oil 1,444,968,450

(2) Products

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Statistics of Operations

Entries in column (i) should be the sum of columns (f), (g), and (h). Any barrels delivered out of a pipeline owned by the respondent, but operated by others, should be reported separately on additional pages (For example 600a- 601a, 600b- 601b, etc.).

4.) Enter actual amount for lines 33a and 33b on an annual basis only. Do not report on a quarterly basis. Estimate if actual figures are not available. Barrel miles as reported on this schedule are the summation, for all segments, of the number of miles associated with each pipeline segment (trunk line only) multiplied by the number of barrels delivered through the segment. For example, 1,000 barrels moved through a 57-mile pipeline segment would be recorded as 57,000 barrel miles. For a crude pipeline with several segments:

Segments	Barrels	Miles	Barrel-Miles
A	1,000	57	57,000
B	5,000	10	50,000
C	1,000	25	25,000

Line No.	Total Received Year to Date (b + c + d) (e)	Number of Barrels Delivered Out To Connecting Carriers Year to Date (f)	Number of Barrels Delivered Out TERMINATED On Gathering Lines Year to Date	Number of Barrels Delivered Out TERMINATED On Trunk Lines Year to Date	Total Delivered Out Year to Date (f + g + h) (i)
1	1,151,261	1,157,872			1,157,872
2	12,954,627	13,092,399			13,092,399
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15	14,105,888	14,250,271			14,250,271
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
	14,105,888	14,250,271			14,250,271

33b Total Number of Barrels of Oil Having Trunk-Line Movement:

(1) Crude Oil 14,252,726

(2) Products

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Miles of Pipeline Operated at end of Year

1.) Give particulars (details) called for by State and termini, concerning the miles of all pipeline operated, and size of each line at end of year, according to the classifications given.

2.) Report miles of pipeline operated to the nearest whole mile adjusted to footings, i.e.: count ½ mile and over as a whole mile disregarding any fraction less than ½ mile. Report fractional size line in the next smaller whole size, e.g.: report 2-1/2" and 6-5/8" lines as 2" and 6" lines, respectively. Size of line is defined as inside diameter.

3.) Report under (A), the lines wholly owned and operated by respondent, including wholly owned minor facilities temporarily idle or in standby service.

4.) Report under (B), the total miles of pipeline owned in undivided joint interests and operated by respondent. Name each pipeline and give names of

Line No.	Name of Company and State (a)	TERMINI From - (b)	TERMINI TO - (c)	OP AT END OF YR GATHERING LINES Miles (d)	OP AT END OF YR GATHERING LINES Size of Line (in inches) (e)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Miles (f)	OP AT END OF YR TRUNK LINES FOR CRUDE OIL Size of Lines (in inches) (g)
	(A) OWNED AND OPERATED BY RESPONDENT						
1	Red Butte Pipe Line - Wyoming	various	various	1	2		
2	Red Butte Pipe Line - Wyoming	various	various	4	3		
3	Red Butte Pipe Line - Wyoming	various	various	11	4		
4	Red Butte Pipe Line - Wyoming	various	various	4	5		
5	Red Butte Pipe Line - Wyoming	various	various	25	6		
6	Red Butte Pipe Line - Wyoming	various	various	2	7		
7	Red Butte Pipe Line - Wyoming	various	various	20	8		
8	Red Butte Pipe Line - Wyoming	Lost Cabin	Casper			71	16
9	Red Butte Pipe Line - Wyoming	Chatham	Lost Cabin			56	16
10	Red Butte Pipe Line - Wyoming	Pilot Butte	Lost Cabin			70	8
11	Red Butte Pipe Line - Wyoming	Pilot Butte	Lost Cabin			12	6
12	Red Butte Pipe Line - Wyoming	Pilot Butte	Lost Cabin			9	10
13	Red Butte Pipe Line - Wyoming	Gebo	Chatham			8	6
14	Red Butte Pipe Line - Wyoming	Oregon Basin	Chatham			59	14
15	Red Butte Pipe Line - Wyoming	Oregon Basin	Byron			38	12
16	Red Butte Pipe Line - Montana	Silver Tip MT	WY State Line			1	10
17	Red Butte Pipe Line - Wyoming	various	various			18	4
18	Red Butte Pipe Line - Wyoming	various	various			2	5
19	Red Butte Pipe Line - Wyoming	various	various			116	6
20	Red Butte Pipe Line - Wyoming	various	various			3	7
21	Red Butte Pipe Line - Wyoming	various	various			240	8
22	Red Butte Pipe Line - Wyoming	various	various			4	10
23	Red Butte Pipe Line - Wyoming	various	various			29	12
40	Subtotal			67		736	
	(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT						
40	Subtotal						
	(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS						
40	Subtotal						
	(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT						
40	Subtotal						
	GRAND TOTAL			67		736	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Miles of Pipeline Operated at end of Year (continued)

5.) Report under (C), the total miles of pipeline owned in undivided joint interests and operated by others. Name each pipeline and give names of owning companies.

6.) Report under (D), the respondent operating lines not owned by it, but leased from others, when leases are for reasonably long terms and consist of an imporant part of the respondent's pipeline. The lessor company should omit from its schedule such mileages leased to others.

7.) Omit minor gathering line facilities under temporary or short-term lease from this classification; the lessor should include such lines in its wholly owned and operated lines.

Line No.	OP AT END OF YR TRUNK LINES FOR PRODUCTS Miles (h)	OP AT END OF YR TRUNK LINES FOR PRODUCTS Size of Line (in inches) (i)	CHG IN MILES OPR DUR THE YR INCREASES Gathering Lines (j)	CHG IN MILES OPR DUR THE YR INCREASES TRUNK LINES For Crude Oil (k)	CHG IN MILES OPR DUR THE YEAR INCREASES TRUNK LINES For Products (l)	CHG IN MILES OPR DUR THE YEAR DECREASES Gathering Lines (m)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Crude Oil (n)	CHG IN MILES OPR DUR THE YEAR DECREASES TRUNK LINES For Products (o)
	(A) OWNED AND OPERATED BY RESPONDENT							
1	0	0	0	0	0	0	0	0
2	0	0	0	0	0	0	0	0
3	0	0	0	0	0	0	0	0
4	0	0	0	0	0	0	0	0
5	0	0	0	0	0	0	0	0
6	0	0	0	0	0	0	0	0
7	0	0	0	0	0	0	0	0
8	0	0	0	0	0	0	0	0
9	0	0	0	0	0	0	0	0
10	0	0	0	0	0	0	0	0
11	0	0	0	0	0	0	0	0
12	0	0	0	0	0	0	0	0
13	0	0	0	0	0	0	0	0
14	0	0	0	0	0	0	0	0
15	0	0	0	0	0	0	0	0
16	0	0	0	0	0	0	0	0
17	0	0	0	0	0	0	0	0
18	0	0	0	0	0	0	0	0
19	0	0	0	0	0	0	0	0
20	0	0	0	0	0	0	0	0
21	0	0	0	0	0	0	0	0
22	0	0	0	0	0	0	0	0
23	0	0	0	0	0	0	0	0
40	0	0	0	0	0	0	0	0
	(B) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY RESPONDENT							
40	0	0	0	0	0	0	0	0
	(C) OWNED IN UNDIVIDED JOINT INTEREST AND OPERATED BY OTHERS							
40	0	0	0	0	0	0	0	0
	(D) OWNED BY OTHERS BUT OPERATED BY RESPONDENT							
40	0	0	0	0	0	0	0	0

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Red Butte Pipe Line Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2008/Q4

Annual Cost of Service Based Analysis Schedule

1.) Use footnotes when particulars are required or for any explanations.
2.) Enter on lines 1-9, columns (b) and (c), the value of the respondent's Operating & Maintenance Expenses,Depreciation Expense, AFUDC Depreciation, Amortization of Deferred Earnings, Rate Base, Rate of Return, Return, Income Tax Allowance, and Total Cost of Service, respectively, for the end of the current and previous calendar years. The values shall be computed consistent with the Commission's Opinion No. 154-B et al. methodology. Any item(s) not applicable to the filing, the pipeline company shall report nothing in columns (b) and (c).
3.) Enter on line 10, columns (b) and (c), total interstate operating revenue, as reported on page 301, for the current and previous calendar years.
4.) Enter on line 11, columns (b) and (c), the throughput in barrels from the Statistics of Operations schedule, page 601, line 33b, total of items (1) and (2), from the current and previous year's FERC Form No. 6.
5.) Enter on line 12, columns (b) and (c), the throughput in barrel-miles from the Statistics of Operations schedule, page 600, line 33a, total of items (1) and (2), from the current and previous year's FERC Form No. 6.
6.) If the company makes major changes to its application of the Opinion No. 154-B et al. methodology, it must describe such changes in a footnote, and calculate the amounts in columns (b) and (c) of lines No. 1-12 using the changed application.
7.) A respondent may be requested by the Commission or its staff to provide its workpapers which support the data reported on page 700.

Line No.	Item (a)	Current Year Amount (in dollars) (b)	Previous Year Amount (in dollars) (c)
1	Operating and Maintenance Expenses	8,916,000	7,104,000
2	Depreciation Expense	2,556,000	1,992,000
3	AFUDC Depreciation	73,000	59,000
4	Amortization of Deferred Earnings	218,000	206,000
5	Rate Base	11,596,000	10,940,000
6	Rate of Return % (10.25% - 10.25)	11.60	11.65
7	Return on Rate Base	1,345,136	1,274,510
8	Income Tax Allowance	749,000	735,000
9	Total Cost of Service	13,857,136	11,370,510
10	Total Interstate Operating Revenues	11,388,973	11,656,067
11	Throughput in Barrels	14,252,726	14,796,221
12	Throughput in Barrel-Miles	1,444,968,450	1,493,753,667

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