



Department of Energy

Washington, DC 20585

May 30, 2013

Mr. Michael A. Stosser
Day Pitney LLP
7 Times Square
New York, NY 10036

RE: *Carib Energy (USA) LLC*, Order No. 2993, issued July 27, 2011, in FE Docket No. 11-71-LNG; and *Carib Energy (USA) LLC*, FE Docket No. 11-141-LNG

Dear Mr. Stosser:

This is in response to your filing dated May 3, 2013, on behalf of Carib Energy (USA) LLC (Carib). The filing requests approval by the Department of Energy (DOE), Office of Fossil Energy (FE), of (i) an amendment to Order No. 2993, the Long-Term Authorization to Export Liquefied Natural Gas to Free Trade Agreement Countries, issued in FE Docket No. 11-71-LNG on July 27, 2011; and (ii) an amendment to Application for Long-Term Authorization to Export Liquefied Natural Gas to Non-Free Trade Agreement Countries, currently pending in FE Docket No. 11-141-LNG.

In both of the above-referenced cases, the proposed amendment is a change in control and ownership structure of Carib, which will be acquired by Crowley Petroleum Services, Inc. (Crowley). Insofar as the proposed change in control will affect the existing FTA authorization in FE Docket No. 11-71-LNG, DOE/FE will review the request pursuant to sections 201 and 405 of its regulations (10 CFR 590.201 and 590.405). Insofar as the change in control represents a change in the material facts and conditions of the pending application in FE Docket No. 11-141-LNG, DOE/FE will review the request pursuant to section 204 of its regulations (10 CFR 590.204).

In your May 3 request, you state the following: acquisition of Carib by Crowley will take place by the purchase by Crowley of all issued and outstanding membership interests of Carib, resulting in Carib becoming a wholly owned subsidiary of Crowley. Crowley is a wholly owned subsidiary of Crowley Maritime Corporation ("CMC"), which in turn is a wholly owned subsidiary of Crowley Holdings, Inc. ("CHI"). The ownership structure of CHI is set forth in Attachment A of the May 3, 2013, filing. CHI is a U.S. citizen family and employee (ESOP) owned company. You state that Crowley Holdings qualifies under the strict (more than 75%)



U.S. citizen ownership requirement test in order to Own and Operate U.S. Flagged Coastwise qualified vessels under 46 USC § 12103. In addition, you assert that Mr. and Mrs. Crowley were born and have resided their entire lives in the United States, and that all of the officers, managers, directors and officers of CHI, CMC and CPS are U.S. citizens.

You further assert that Crowley has over 50 years' experience in transportation and logistics in the Caribbean and Central America markets, which experience will benefit Carib in its business of exporting LNG to those areas. The management of Carib will not change following the acquisition; Greg Buffington will be the VP of Carib, fulfilling the same role and responsibilities he currently performs as President of Carib. He will report to Matthew Jackson, VP LNG Business Development for Crowley.

It appears that all persons on the service list in both of the above-referenced dockets were served with a copy of your May 3 request. DOE has received no answers in opposition to the request.

Upon consideration, your May 3 request will be granted. The FTA authorization issued in FE Docket No. 11-71-LNG and the pending application in FE Docket No. 11-141-LNG are hereby amended to reflect the new ownership structure set forth in your request. In all other respects, the rights and responsibilities of the authorization holder in FE Docket No. 11-71-LNG and the obligations of the applicant in FE Docket No. 11-141-LNG remain unchanged.

Sincerely,

A handwritten signature in blue ink, appearing to read "John A. Anderson", written over a horizontal line.

John A. Anderson
Manager, Natural Gas Regulatory Activities
Office of Oil and Gas Global Security and Supply
Office of Fossil Energy