

UNITED STATES OF AMERICA

DEPARTMENT OF ENERGY

OFFICE OF FOSSIL ENERGY

COMMONWEALTH LNG, LLC)	FE DOCKET NOS.	12-152-LNG
(Formerly WALLER LNG SERVICES, LLC)		13-153-LNG
d/b/a Waller Point LNG))		

NOTICE OF CORPORATE REORGANIZATION OR CHANGE IN CONTROL
AND CORPORATE NAME CHANGE AMENDING DOE/FE ORDER NO. 3211
IN FE DOCKET NO. 12-152-LNG AND AMENDING
PENDING NON-FTA APPLICATION
IN FE DOCKET NO. 13-153-LNG

FEBRUARY 17, 2016

I. BACKGROUND

On December 23, 2015, Commonwealth LNG, LLC (f/k/a Waller LNG Services, LLC) and Waller Marine, Inc. (collectively, Commonwealth LNG) filed a Statement and Notice of Change in Control with the U.S. Department of Energy, Office of Fossil Energy (DOE/FE), to inform DOE/FE about a change to the direct ownership interests of Waller LNG Services, LLC (d/b/a Waller Point LNG).¹ Commonwealth LNG states that this ownership change amounts to a change-in-control and an associated name change of Waller Point LNG to Commonwealth LNG. Commonwealth LNG further states that it is providing this information in compliance with DOE/FE's Procedures for Change in Control Affecting Applications and Authorizations to Import or Export Natural Gas.²

Previously, on December 20, 2012, DOE/FE issued Order No. 3211 in FE Docket No. 12-152-LNG. In that order, DOE/FE authorized Waller Point LNG to export liquefied natural gas (LNG) in a volume equivalent to approximately 0.16 billion cubic feet of natural gas per day (Bcf/d) from the proposed Waller Point LNG Terminal in Cameron Parish, Louisiana, to any country with which the United States has, or in the future will have, a Free Trade Agreement (FTA) requiring natural treatment for trade in natural gas and with which trade is not prohibited by U.S. law or policy (FTA countries).³ Under the terms of that order, Waller Point LNG is authorized to export LNG, on its own behalf or as agent for other entities, to FTA countries for a 25-year term.

¹ Commonwealth LNG, LLC (f/k/a Waller LNG Services, LLC) & Waller Marine, Inc., Statement and Notice of Change in Control, FE Docket Nos. 12-152-LNG & 13-153-LNG (Dec. 22, 2015) [hereinafter Notice]. The Notice states that Waller Marine, Inc. is the parent company of Waller Point LNG.

² U.S. Dep't of Energy, Procedures for Changes in Control Affecting Applications and Authorizations to Import or Export Natural Gas, 79 Fed. Reg. 65,541 (Nov. 5, 2014).

³ *Waller LNG Services (d/b/a Waller Point LNG)*, DOE/FE Order No. 3211, FE Docket No. 12-152-LNG, Order Granting Long-Term, Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel From the Proposed Waller Point LNG Terminal in Cameron Parish, Louisiana, to Free Trade Agreement Nations (Dec. 20, 2012).

Subsequently, on November 26, 2013, Waller Point LNG filed an application in FE Docket No. 13-153-LNG requesting long-term authorization to export LNG in a volume equivalent to approximately 0.19 Bcf/d from the proposed Waller Point LNG Terminal to any other country with which trade is not prohibited by U.S. law or policy (non-FTA countries).⁴ Waller Point LNG seeks to export this volume of LNG, on its own behalf and as agent for other entities, to non-FTA countries for a 25-year term. That application is currently pending.

II. DESCRIPTION OF REQUEST

In the Notice, Commonwealth LNG states that, on October 8, 2015, its parent company—Commonwealth Projects, LLC—and Waller Marine, Inc. entered into an *Agreement for the Purchase Sale and Assignment of the Waller Point LNG Export Terminal Project* (the Agreement). Under the terms of the Agreement, Commonwealth Projects formalized its purchase and assumed the Waller Point LNG Export Terminal Project, including the project company (Waller Point LNG), and all Project assets and liabilities unless otherwise stipulated. Commonwealth LNG further states that Commonwealth Projects has taken assignment and assumed Waller Point LNG's ground leases associated with the Project. On December 9, 2015, Commonwealth Projects formally changed the name of Waller Point LNG to Commonwealth LNG.

According to Commonwealth LNG, it is a Texas limited liability company and a wholly-owned subsidiary of Commonwealth Projects, LLC—itself a Texas limited liability company. Both Commonwealth LNG and Commonwealth Projects, LLC have their principal place of business in Houston, Texas.

⁴ *Waller LNG Services (d/b/a Waller Point LNG)*, Application for Long-Term, Multi-Contract Authorization to Export Liquefied Natural Gas by Vessel From the Proposed Waller Point LNG Terminal in Cameron Parish, Louisiana, to Non-Free Trade Agreement Nations, FE Docket No. 13-153-LNG (Nov. 23, 2013).

In light of these developments, Commonwealth LNG requests to: (i) amend the FTA authorization in DOE/FE Order 3211 to name Commonwealth LNG as the sole authorization holder; and (ii) amend the pending non-FTA application to name Commonwealth LNG as the sole applicant. Additionally, Commonwealth LNG asks to amend the FTA authorization and pending non-FTA application to reflect the new name of the Project: “the Commonwealth LNG Export Project.” Once constructed, Commonwealth LNG states that the project facilities will be referred to as “the Commonwealth LNG Terminal.” Commonwealth LNG asserts that the change in ownership has no bearing on DOE/FE’s public interest determination under section 3 of the Natural Gas Act, 15 U.S.C. § 717b.

Upon review, DOE/FE finds that amending DOE/FE Order No. 3211 in FE Docket No. 12-152-LNG is deemed consistent with the public interest, pursuant to section 3(c) of the Natural Gas Act, 15 U.S.C. § 717b(c). DOE/FE also finds good cause to make the requested amendments to the pending non-FTA application in FE Docket No. 13-153-LNG. 10 C.F.R. § 590.204.

NOTICE

Pursuant to section 3 of the Natural Gas Act (15 U.S.C. § 717b), DOE/FE’s Procedures for Changes in Control, and its regulations at 10 C.F.R. § 590.405, DOE/FE hereby provides notice that:

A. The name of the authorization holder of DOE/FE Order No. 3211 (DOE/FE Docket No. 12-152-LNG) is amended to Commonwealth LNG, LLC. The project described in that order shall be known as the Commonwealth LNG Export Project.

B. The name of the applicant in the non-FTA application pending in DOE/FE Docket No. 13-153-LNG is amended to Commonwealth LNG, LLC. The project described in that application shall be known as the Commonwealth LNG Export Project.

C. All obligations arising under DOE/FE Order No. 3211 and the pending non-FTA application no longer apply to Waller LNG Services, LLC (d/b/a Waller Point LNG), and now apply to Commonwealth LNG, LLC.

Issued in Washington, D.C., on February 17, 2016.

A handwritten signature in blue ink, reading "John A. Anderson", is written over a horizontal line.

John A. Anderson
Director, Office of Regulation and International Engagement
Office of Oil and Natural Gas