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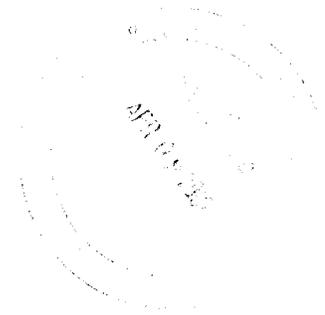
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April 9, 2007

VIA HAND DELIVERY

Office of Fuels Programs, Fossil Energy
U.S. Department of Energy
Docket Room 3F-056, FE-50
Forrestal Building
1000 Independence Ave. SW.
Washington, DC 20585



Re: FE Docket No. 07-02-LNG; ConocoPhillips Alaska Natural Gas Corporation and Marathon Oil Company; Application for Blanket Authorization To Export Liquefied Natural Gas

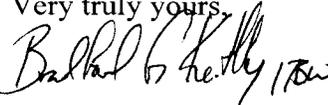
Dear Sirs:

Enclosed please find the original and fifteen (15) copies of the following:

- Motion to Intervene of Chevron U.S.A. Inc. and Union Oil Company of California

Please file the above in your usual manner and return file-stamped copies of the additional documents to us via our awaiting messenger.

Do not hesitate to contact me should you have any questions.

Very truly yours,

Bradford G. Keithley

Enclosures

cc: Mr. Douglas F. John (via hand delivery)
John & Hengerer, LP
1200 17th St., N.W., Suite 600
Washington, D.C. 20036-3013

HUI-81309

UNITED STATES OF AMERICA
DEPARTMENT OF ENERGY
OFFICE OF FOSSIL ENERGY



Docket No.07-02-LNG

In the matter of)
)
CONOCOPHILLIPS ALASKA)
NATURAL GAS CORPORATION)
and)
MARATHON OIL COMPANY)

**MOTION TO INTERVENE OF
CHEVRON U.S.A. INC. AND UNION OIL COMPANY OF CALIFORNIA**

Pursuant to 10 CFR § 590.303, Chevron U.S.A. Inc. and its affiliate, Union Oil Company of California (together, hereinafter referred to as “Chevron”) hereby move to intervene in the above-captioned proceeding. In support of its motion, Chevron states as follows:

I. COMMUNICATIONS

Chevron requests that all communications be directed to the following representatives and requests that the same be included on the official service list:

Marc Bond
Senior Counsel
Chevron North America
Exploration and Production
909 West 9th Avenue
Anchorage AK 99501-3322
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II. MOTION TO INTERVENE

Chevron is engaged in the exploration, production, and marketing of oil and gas in the Cook Inlet area of Alaska. Through those activities, Chevron is one of the largest gas producers in the area and is one of the major suppliers of gas to the Southcentral region of Alaska. In particular, Chevron is a substantial supplier of natural gas to ENSTAR Natural Gas Company

("ENSTAR"), the natural gas distribution utility serving Anchorage and the surrounding region of Southcentral Alaska. In addition to supplying gas to ENSTAR, Chevron supplies gas to Chugach Electric Association ("Chugach"), an electric utility serving portions of Southcentral Alaska, and also sells gas to industrial customers of gas located in the Southcentral Alaska region.

Chevron relies entirely on production from the Cook Inlet gas producing fields in which it owns an interest to supply its Southcentral Alaska customers. Directly and through affiliates, either ConocoPhillips Alaska Natural Gas Corporation or Marathon Oil Company (together, "Applicants") also own interests in three of the gas producing fields in which Chevron holds an interest. Production from these three jointly-owned fields constitutes a substantial portion of Chevron's Southcentral Alaska gas supply. Marathon, ConocoPhillips and Chevron each operate one of the three fields.

As Operator of two of these three jointly-owned fields, the Applicants have substantial control over the rate and volume at which gas is explored for, developed and produced from the jointly owned fields. As a result, the Applicants' decisions as Operator directly affect the production rate and volume at which Chevron is able to obtain delivery of gas from its share of such jointly owned fields. Because of the importance of these fields to Chevron's gas supply, the decisions of the Applicants as Operator in turn directly affect the rate and volume at which Chevron is able to deliver gas to ENSTAR and Chevron's other Southcentral Alaska customers.

In the application at issue in this docket, Applicants request blanket authorization to export on their own behalf or as agents for others on a short-term or spot market basis from existing facilities near Kenai, Alaska up to 99 Trillion British thermal units (TBtu's) (approximately 99 Billion cubic feet (Bcf)) of liquefied natural gas (LNG) to Japan and/or one or

more countries on either side of the Pacific Rim over a two year period commencing April 1, 2009 and terminating March 31, 2011. The gas to be exported will be produced in part from the same fields which Applicants own jointly with Chevron and on which Chevron depends in serving its Southcentral Alaska customers.

In the application, the Applicants acknowledge significant relationships between the proposed export of LNG and deliveries of gas to the Southcentral Alaska market, and between the proposed export of LNG and the production of gas from the fields used to support the proposed exports. For example, the Applicants claim that shutdown of the Kenai LNG Facility could cause a shut-in of the flowing gas supplies that would otherwise be produced from the Cook Inlet reservoirs and could result in permanent loss of natural gas reserves and deliverability. At least in the case of three of the major fields about which the Applicants express concern, Chevron also owns a co-working interest in the same reservoirs and presumably would be affected by the harm claimed by the Applicants. There could be other effects from the extension of the export authority on the production of gas from the fields used jointly to supply gas to the export project and by Chevron to meet the requirements of its Southcentral Alaska customers.

As a result of its existing contracts, Chevron anticipates that it will maintain a significant share of the responsibility for supplying gas to ENSTAR and other Southcentral consumers for the foreseeable future. As noted above, the contemporaneous actions of the Applicants as Operators and producers of the fields from which Chevron takes a significant share of its gas may affect the rate and volume at which Chevron is able to perform this responsibility. Because of this relationship, Chevron has a substantial interest in Applicants' potential export of LNG.

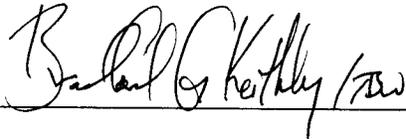
For that reason, Chevron requests that it be made a party to this docket and receive notice of and be made a party to all further proceedings which may be conducted in this docket.

Chevron is continuing at this time to study the effect of the proposed application on it and its ongoing ability to receive gas from the fields jointly owned by it and the Applicants and, as a result, is unable to state a position on the proposed application at this time.

WHEREFORE, Chevron respectfully requests that its motion to intervene be granted.

DATED: April 9, 2007.

Respectfully submitted,

By:  _____

Marc Bond
Senior Counsel
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ATTORNEYS FOR CHEVRON U.S.A. INC. AND
UNION OIL COMPANY OF CALIFORNIA

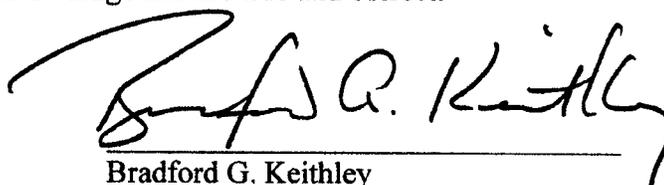
UNITED STATES OF AMERICA
DEPARTMENT OF ENERGY
OFFICE OF FOSSIL ENERGY

In the Matter of)
)
CONOCOPHILLIPS ALASKA) Docket No. 07-02-LNG
NATURAL GAS CORPORATION)
and)
MARATHON OIL COMPANY)

VERIFICATION

STATE OF TEXAS §
§
COUNTY OF DALLAS §

Before me, the undersigned notary, on this day personally appeared Bradford G. Keithley, a person whose identity is known to me. After I administered an oath to him, upon his oath he stated he has read the foregoing Motion to Intervene and verifies that the facts stated in it are within his personal knowledge and are true and correct.


Bradford G. Keithley

STATE OF TEXAS §
§
COUNTY OF DALLAS §

SUBSCRIBED AND SWORN TO before me, the undersigned notary public, on this 9th day of April, 2007.


Notary Public in and for
The State of Texas



CERTIFICATE OF SERVICE

I hereby certify that I have this day caused true and correct copies of the foregoing document to be served via hand delivery upon all parties listed below on this the 9th day of April 2007.

Mr. Douglas F. John
John & Hengerer, LP
1200 17th St., N.W., Suite 600
Washington, D.C. 20036-3013



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