

Pat Murphy

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To: "Pat Murphy" <Pat.Murphy@tn.gov>
Date: 3/17/2011 2:19 PM
CC: "Scott Ross" <sross@nealharwell.com>

Ms. Murphy,

In recognition of concerns about placing the new TN/VA Gas Supply and Asset Management Agreement into effect prior to receiving an order from the TRA, I would like to call your attention to the regulatory out language in Section 10 of the Transaction Confirmation that allows the parties to terminate and unwind the the new agreement, as if it had not occurred, should any regulatory agency rule that the terms of the new agreement are unacceptable.

Thanks

Pat Childers

VP Rates & Regulatory Affairs

Atmos Energy Corporation