

April 20, 2011

VIA EMAIL AND HAND DELIVERY

Mary W. Freeman, Chairman Tennessee Regulatory Authority
c/o Sharla Dillon Dockets and Records Manager
460 James Robertson Parkway
Nashville, Tennessee 37219

Docket No. 11-00060

filed electronically in docket office on
04/20/11

RE: Petition of Navitas TN NG, LLC for Emergency Relief

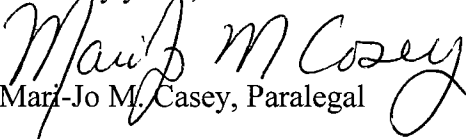
Dear Chairman Freeman:

Attached is an electronic copy of a Petition of Navitas TN NG, LLC for Emergency Relief along with all non confidential Exhibits A – D. We will hand deliver the original and four copies of the Petition, along with an original and four copies of “**CONFIDENTIAL**” Exhibits B and D, in sealed envelopes tomorrow.

The Petitioner requests that the Authority treat these exhibits Confidential, as marked, and that these documents not be made available for the public to review. Should anyone seek to view the documents, the Petitioner requests an opportunity to further protect them from disclosure and, if necessary, seek a protective order.

Finally, our firm check in the amount of \$25.00 will be hand delivered to your office tomorrow for the filing fee associated with this Petition. Please contact me if you have any questions.

Sincerely yours,


Mari-Jo M. Casey, Paralegal

Enclosures

cc: Richard Collier, Esq.
Vance L. Broemel, Esq.
Ron Comingdeer, Esq. (Via Email)
Mary Kathryn Kunc, Esq. (Via Email)
John Knox Walkup (Via Email)
Klint W. Alexander (Via Email)

60016490.1

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:

**PETITION OF NAVITAS TN NG, LLC
FOR EMERGENCY RELIEF FOR
NATURAL GAS RATES**

)
)
) **Docket No.** _____
)

PETITION FOR EMERGENCY RELIEF

COMES NOW, Petitioner Navitas TN NG, LLC ("Navitas"), by and through counsel, and respectfully submits this Petition for Emergency Relief to the Tennessee Regulatory Authority ("TRA" or "Authority") requesting approval to impose certain customer services charges defined herein on its customers subject to the TRA's jurisdiction and authority pursuant to Tenn. Code Ann. §§65-5-101 and 65-5-103. In support of its Petition, Navitas states as follows:

1. Navitas TN NG, LLC ("Navitas") is a Tennessee limited liability company. Navitas' principal place of business is 18218 East McDermott, Irvine, California 92614. Navitas Assets, LLC ("NALLC") is the parent company of Navitas and is a Delaware limited liability company.

2. Navitas is engaged in furnishing natural gas service to approximately 551 customers residing in Tennessee located in: 1) Campbell County, Tennessee and Whitley County, Kentucky (the Jellico System); 2) Pickett County, Tennessee (the Byrdstown System) and; 3) Fentress County, Tennessee (the Fentress System). Navitas also furnishes natural gas service to approximately 145 customers located in Clinton County, Kentucky (the Albany System).

3. On December 30, 2010, the Authority issued an Order approving the *Joint Petition* and the *Amendment to the Joint Petition* filed on November 17, 2010 and December 10, 2010, respectively, of Navitas and Gasco Distribution Systems, Inc. ("Gasco") (collectively, the "Petitioners"). The Petitioners sought Authority approval of: (1) the transfer of control of gas utility systems of Gasco to provide retail gas utility services in Jellico, Campbell County, Byrdstown, Pickett County and Fentress County, Tennessee and Whitley County, Kentucky deriving from the Certificate of Public Convenience and Necessity issued by the Authority's predecessor, the Tennessee Public Service Commission and related orders, approvals, and actions of the Authority of its predecessor; (2) the transfer of franchise agreements including the agreements between Gasco and the City of Byrdstown, Gasco and Pickett County and the City of Jellico to provide utility service in Jellico, Byrdstown and Pickett County, Tennessee and (3) the financing arrangements of Navitas. Gasco had filed for Chapter 11 bankruptcy protection — Case No. 09056171 - in the United States Bankruptcy Court ("Bankruptcy Court") for the Southern District of Ohio, Eastern Division and operated as Debtor in Possession until the acquisition was approved by the Authority.

4. Navitas has adopted the existing tariffs of Gasco for its natural gas operations. The existing tariffs, attached hereto as **Exhibit A** do not contain a customer service charge. Without a customer service charge to compensate for the low usage during the warmer months, when natural gas usage is non-existent or very low, Navitas will be operating at a revenue deficiency as set forth in the attached schedules. A copy of the redacted Schedules are attached hereto as **Exhibit B** and marked **CONFIDENTIAL**.

5. Navitas requests the Authority to approve the attached red-lined and clean tariff sheets (**Exhibit C**) for its Tennessee operations in order for the company to reduce its projected

operating lossess from \$159,000 to \$62,000. A copy of the redacted Schedules reflecting anticipated revenues based on the new rates are attached hereto as **Exhibit D** and marked **CONFIDENTIAL**.

6. Navitas seeks the above referenced emergency relief because the existing rates and charges do not provide sufficient revenue to cover the costs incurred to operate the Byrdstown, Jellico and Fentress systems.

7. Upon Authority approval, Navitas shall immediately file tariff revisions to reflect the new rates. Navitas is mindful that the Authority needs to review actual numbers, data and information regarding the Navitas TN gas distribution system and make such tariff modifications as deemed necessary by Staff to update the existing tariff. The prior owner, Gasco, did not provide Navitas with accurate and complete data regarding the system. Therefore, Navitas plans to file a full rate case once it has operated and obtained actual information for a complete twelve (12) month period. Since Navitas acquired the former Gasco system and began operating in January, 2011; it anticipates that it will be prepared to file its rate case in early 2012.

8. Navitas respectfully requests that the Authority not require a bond for such emergency relief.

9. Navitas requests this emergency relief to be effective upon Authority approval.

10. Notices and Communications Regarding the Petition should be sent to:

John Knox Walkup, Esq. (# 7776)
Klint Alexander, Esq. (#20420)
Wyatt, Tarrant & Combs, LLP
2525 West End Avenue
Suite 1500
Nashville, TN 37203
(615) 244-0020
kalexander@wyattfirm.com
kwalkup@wyattfirm.com

VERIFICATION OF NAVITAS TN NG, LLC


STATE OF OKLAHOMA)
)
COUNTY OF OKLAHOMA) ss.

I, Thomas Hartline, Secretary of TN NG, LLC being first duly sworn according to law, makes oath and affirm that I have read the foregoing Petition, know the contents thereof, and that the same is true and correct to the best of my knowledge, information and belief.



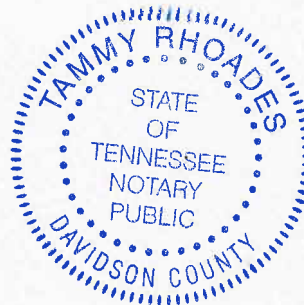
THOMAS HARTLINE

Subscribed and sworn to before me, a Notary Public in and for the above County and State, on this 24th day of April, 2011.



Notary Public

My Commission Expires: July 5, 2011



Ron Comingdeer, OBA#1835
Mary Kathryn Kunc, OBA#15907
Ron Comingdeer & Associates
6011 N. Robinson
Oklahoma City, Oklahoma 73118
(405) 848-5534
Facsimile: (405) 843-5688
hunter@comingdeerlaw.com
mkkunc@comingdeerlaw.com

Counsel for Navitas TN NG, LLC

WHEREFORE, Petitioner respectfully requests the Authority to grant the Emergency Relief requested herein and to allow Navitas to impose the customer service charge set forth in Exhibit C.

Respectfully Submitted,



John Knox Walkup (#7776)
Klint W. Alexander (#20420)
Wyatt, Tarrant & Combs, LLP
2525 West End Avenue, Suite 1500
Nashville, TN 37203
(615) 244-0020
kalexander@wyattfirm.com
kwalkup@wyattfirm.com

- and -

Ron Comingdeer, OBA#1835
Mary Kathryn Kunc, OBA#15907
Ron Comingdeer & Associates
6011 N. Robinson
Oklahoma City, Oklahoma 73118
(405) 848-5534
hunter@comingdeerlaw.com
mkkunc@comingdeerlaw.com

Counsel for Navitas TN NG, LLC

LIST OF EXHIBITS

- | | |
|-----------|---|
| Exhibit A | Navitas existing tariffs for natural gas service |
| Exhibit B | Redacted schedules showing revenue deficiency
(CONFIDENTIAL – Filed under seal) |
| Exhibit C | Redlined and clean proposed revised tariffs for natural gas service |
| Exhibit D | Redacted schedules reflecting anticipated revenue from revised natural gas rates
(CONFIDENTIAL – Filed under seal) |

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 20th day of April, 2011, a true and correct copy of the foregoing instrument was deposited in the United States Mail, with postage prepaid, and addressed to the following:

Richard Collier, Esq.
General Counsel
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Vance L. Broemel, Esq.
Senior Counsel
Consumer Advocate and Protection Division
State of Tennessee, Office of Attorney General
John Sevier Building
PO Box 20207
500 Charlotte Avenue
Nashville, Tennessee 37202



Klint Alexander

Exhibit A

Navitas Existing Tariffs for Natural Gas Service

Residential and Commercial Tariff
Original TRA Service Schedule No. 1

Navitas TN NG, LLC, Jellico Division
P.O. Box 183
121 Eakly Campus Road
Eakly, Oklahoma 73033

SCHEDULE OF APPROVED RATES
As ordered by the
TENNESSEE REGULATORY AUTHORITY

For billing all Residential Natural Gas Service
In the entire service area of the Company

Effective upon approval by and further order of the Commission, the following schedule shall be charged by Navitas TN NG, LLC, Jellico Division for natural gas served in the territory shown above for the class of service indicated in accordance with the Company's Rules and Regulations, where the Company's distribution mains are suitable for supplying the desired service.

RESIDENTIAL & COMMERCIAL "RC" SERVICE
Schedule No. 1

AVAILABILITY

Available to any residential or commercial customer within all areas served by Navitas TN NG, LLC, Jellico Division.

BASE RATE

Customer charge per month	-0-
Commodity charge per MCF	\$7.50
(\$3.50 gas costs are included in base rate)	

CUSTOMER MONTHLY CHARGE

A monthly charge for gas delivered from the time of initial service until termination at the customer's request will be billed, unless there is a temporary discontinuance of service in which case there will be a reconnect charge.

MINIMUM BILL

PAYMENT TERMS

All bills for service are due upon presentation and the above stated net rate shall be allowed if payment is made on or before the last day for payment as specified on the bill. Payments made after that day shall be for the gross amount plus five percent (5%) of the net bill.

ADJUSTMENTS

Bills for service are subject to adjustment for changes in the cost of purchased gas in accordance with Rule 401.12 of the TPSC Rules and Regulations. Purchased gas adjustments and all applicable taxes and fees are in addition to the above rate.

Issued by: Thomas Hartline
Secretary

Effective: January 1, 2011

Docket No. 10-0220

Industrial, Institutional and Public Tariff
Original TRA Service Schedule No. 2

Navitas TN NG, LLC, Jellico Division
P.O. Box 183
121 Eakly Campus Road
Eakly, Oklahoma 73033

SCHEDULE OF APPROVED RATES
As ordered by the
TENNESSEE REGULATORY AUTHORITY

For billing all Public, Industrial and Institutional Natural Gas Service
In the entire service area of the Company

Effective upon approval by and further order of the Commission, the following schedule shall be charged by Navitas TN NG, LLC, Jellico Division for natural gas served in the territory shown above for the class of service indicated in accordance with the Company's Rules and Regulations, where the Company's distribution mains are suitable for supplying the desired service.

PUBLIC, INDUSTRIAL & INSTITUTIONAL "PII" SERVICE
Schedule No. 2

AVAILABILITY

Available to any public, industrial or institutional customer within all areas served by Navitas TN NG, LLC, Jellico Division.

BASE RATE

Customer charge per month	-0-
Commodity charge per MCF	\$6.50
(\$3.50 gas costs are included in base rate)	

CUSTOMER MONTHLY CHARGE

A monthly charge for gas delivered from the time of initial service until termination at the customer's request will be billed, unless there is a temporary discontinuance of service in which case there will be a reconnect charge.

MINIMUM BILL

PAYMENT TERMS

All bills for service are due upon presentation and the above stated net rate shall be allowed if payment is made on or before the last day for payment as specified on the bill. Payments made after that day shall be for the gross amount plus five percent (5%) of the net bill.

ADJUSTMENTS

Bills for service are subject to adjustment for changes in the cost of purchased gas in accordance with Rule 401.12 of the TPSC Rules and Regulations. Purchased gas adjustments and all applicable taxes and fees are in addition to the above rate.

Issued by: Thomas Hartline
Secretary

Effective: January 1, 2011

Docket No. 10-0220

Exhibit B

Redacted schedules showing revenue deficiency

(CONFIDENTIAL – Filed under seal)

Exhibit C

**Redlined and clean proposed revised tariffs for
natural gas service**

Residential and Commercial Tariff
First Revised, TRA Service Schedule No. 1

Deleted: Original

Navitas TN NG, LLC, Jellico Division
P.O. Box 183
121 Eakly Campus Road
Eakly, Oklahoma 73033

SCHEDULE OF APPROVED RATES
As ordered by the
TENNESSEE REGULATORY AUTHORITY

For billing all Residential Natural Gas Service
In the entire service area of the Company

Effective upon approval by and further order of the Commission, the following schedule shall be charged by Navitas TN NG, LLC, Jellico Division for natural gas served in the territory shown above for the class of service indicated in accordance with the Company's Rules and Regulations, where the Company's distribution mains are suitable for supplying the desired service.

RESIDENTIAL & COMMERCIAL "RC" SERVICE
Schedule No. 1

AVAILABILITY

Available to any residential or commercial customer within all areas served by Navitas TN NG, LLC, Jellico Division.

BASE RATE ⁽¹⁾

Customer charge per month	\$6.00
First 9 Ccf per month ⁽²⁾	\$1.00 per Ccf
Commodity charge	\$0.40 per Ccf

(1) The cost of purchased gas is not included in the base rate/non-commodity charge.

(2) The charge for the first 9 Ccf per month is in addition to the per Ccf charge per customer class for the first 9 Ccf. For example, if a customer uses 10 Ccf in a month, the charge will be \$6.00 (customer charge) plus \$1.00 per Ccf for the first 9 Ccf plus \$0.40 per Ccf for the first 9 Ccf then \$0.40 for the 10th Ccf used that month, for a total non-commodity charge of \$19.00.

CUSTOMER MONTHLY CHARGE

A monthly charge for gas delivered from the time of initial service until termination at the customer's request will be billed, unless there is a temporary discontinuance of service in which case there will be a reconnect charge.

PAYMENT TERMS

All bills for service are due upon presentation and the above stated net rate shall be allowed if payment is made on or before the last day for payment as specified on the bill. Payments made after that day shall be for the gross amount plus five percent (5%) of the net bill.

ADJUSTMENTS

Bills for service are subject to adjustment for changes in the cost of purchased gas. Purchased gas adjustments and all applicable taxes and fees are in addition to the above rate.

Issued by: Thomas Hartline
Secretary

Effective:

Docket No.

Deleted: .

Deleted: -0-

Deleted: 1

Deleted: ..

Deleted: per MCF

Deleted: 75

Deleted: 7.50

Formatted: Indent: First line: 0.21"

Formatted: Indent: Left: 0.25"

Deleted: ¶
(\$3.50 gas costs are included in base rate)¶
¶

Deleted: 75

Deleted: 75

Formatted: Superscript

Deleted: _____

Deleted: ¶
MINIMUM BILL¶

Deleted: in accordance with Rule 401.12 of the TPSC Rules and Regulations

Deleted: January 1, 2011¶

Deleted: 10-0220

Residential and Commercial Tariff
First Revised TRA Service Schedule No. 1

Navitas TN NG, LLC, Jellico Division
P.O. Box 183
121 Eakly Campus Road
Eakly, Oklahoma 73033

SCHEDULE OF APPROVED RATES
As ordered by the
TENNESSEE REGULATORY AUTHORITY

For billing all Residential Natural Gas Service
In the entire service area of the Company

Effective upon approval by and further order of the Commission, the following schedule shall be charged by Navitas TN NG, LLC, Jellico Division for natural gas served in the territory shown above for the class of service indicated in accordance with the Company's Rules and Regulations, where the Company's distribution mains are suitable for supplying the desired service.

RESIDENTIAL & COMMERCIAL "RC" SERVICE
Schedule No. 1

AVAILABILITY

Available to any residential or commercial customer within all areas served by Navitas TN NG, LLC, Jellico Division.

BASE RATE ⁽¹⁾

Customer charge per month	\$6.00
First 9 Ccf per month ⁽²⁾	\$1.00 per Ccf
Commodity charge	\$.040 per Ccf

(1) The cost of purchased gas is not included in the base rate/non-commodity charge.

(2) The charge for the first 9 Ccf per month is in addition to the per Ccf charge per customer class for the first 9 Ccf. For example, if a customer uses 10 Ccf in a month, the charge will be \$6.00 (customer charge) plus \$1.00 per Ccf for the first 9 Ccf plus \$0.40 per Ccf for the first 9 Ccf then \$0.40 for the 10th Ccf used that month, for a total non-commodity charge of \$19.00

CUSTOMER MONTHLY CHARGE

A monthly charge for gas delivered from the time of initial service until termination at the customer's request will be billed, unless there is a temporary discontinuance of service in which case there will be a reconnect charge.

PAYMENT TERMS

All bills for service are due upon presentation and the above stated net rate shall be allowed if payment is made on or before the last day for payment as specified on the bill. Payments made after that day shall be for the gross amount plus five percent (5%) of the net bill.

ADJUSTMENTS

Bills for service are subject to adjustment for changes in the cost of purchased gas. Purchased gas adjustments and all applicable taxes and fees are in addition to the above rate.

Issued by: Thomas Hartline
Secretary

Effective:

Docket No.

Formatted: Superscript

Deleted: Original

Navitas TN NG, LLC, Jellico Division
P.O. Box 183
121 Eakly Campus Road
Eakly, Oklahoma 73033

SCHEDULE OF APPROVED RATES
As ordered by the
TENNESSEE REGULATORY AUTHORITY

For billing all Public, Industrial and Institutional Natural Gas Service
In the entire service area of the Company

Effective upon approval by and further order of the Commission, the following schedule shall be charged by Navitas TN NG, LLC, Jellico Division for natural gas served in the territory shown above for the class of service indicated in accordance with the Company's Rules and Regulations, where the Company's distribution mains are suitable for supplying the desired service.

PUBLIC, INDUSTRIAL & INSTITUTIONAL "PIT" SERVICE
Schedule No. 2

AVAILABILITY

Available to any public, industrial or institutional customer within all areas served by Navitas TN NG, LLC, Jellico Division.

BASE RATE ⁽¹⁾

Customer charge per month	\$6.00
First 9 Ccf per month ⁽²⁾	\$1.00 per Ccf
Commodity charge	\$0.30 per Ccf

Deleted: BASE RATE

¶ Customer charge per month . . -0-¶
Commodity charge per MCF . . \$6.50¶
(\$3.50 gas costs are included in base rate)¶

- (1) The cost of purchased gas is not included in the base rate/non-commodity charge.
(2) The charge for the first 9 Ccf per month is in addition to the per Ccf charge per customer class for the first 9 Ccf. For example, if a customer uses 10 Ccf in a month, the charge will be \$6.00 (customer charge) plus \$1.00 per Ccf for the first 9 Ccf plus \$0.30 per Ccf for the first 9 Ccf then \$0.30 for the 10th Ccf used that month, for a total non-commodity charge of \$18.00

Formatted: Indent: Left: 0.28",
First line: 0"

Formatted: Indent: Left: 0.28"

Formatted: Superscript

CUSTOMER MONTHLY CHARGE

A monthly charge for gas delivered from the time of initial service until termination at the customer's request will be billed, unless there is a temporary discontinuance of service in which case there will be a reconnect charge.

PAYMENT TERMS

All bills for service are due upon presentation and the above stated net rate shall be allowed if payment is made on or before the last day for payment as specified on the bill. Payments made after that day shall be for the gross amount plus five percent (5%) of the net bill.

Deleted: MINIMUM BILL

ADJUSTMENTS

Bills for service are subject to adjustment for changes in the cost of purchased gas. Purchased gas adjustments and all applicable taxes and fees are in addition to the above rate.

Deleted: In accordance with Rule 401.12 of the TPSC Rules and Regulations.

Issued by: Thomas Hartline
Secretary

Effective:

Docket No.

Deleted: January 1, 2011

Deleted: 10-0220

Industrial, Institutional and Public Tariff
1st Revised TRA Service Schedule No. 2

Navitas TN NG, LLC, Jellico Division
P.O. Box 183
121 Eakly Campus Road
Eakly, Oklahoma 73033

SCHEDULE OF APPROVED RATES
As ordered by the
TENNESSEE REGULATORY AUTHORITY

For billing all Public, Industrial and Institutional Natural Gas Service
In the entire service area of the Company

Effective upon approval by and further order of the Commission, the following schedule shall be charged by Navitas TN NG, LLC, Jellico Division for natural gas served in the territory shown above for the class of service indicated in accordance with the Company's Rules and Regulations, where the Company's distribution mains are suitable for supplying the desired service.

PUBLIC, INDUSTRIAL & INSTITUTIONAL "PII" SERVICE
Schedule No. 2

AVAILABILITY

Available to any public, industrial or institutional customer within all areas served by Navitas TN NG, LLC, Jellico Division.

BASE RATE ⁽¹⁾

Customer charge per month	\$6.00
First 9 Ccf per month ⁽²⁾	\$1.00 per Ccf
Commodity charge	\$.030 per Ccf

(1) The cost of purchased gas is not included in the base rate/non-commodity charge.

(2) The charge for the first 9 Ccf per month is in addition to the per Ccf charge per customer class for the first 9 Ccf. For example, if a customer uses 10 Ccf in a month, the charge will be \$6.00 (customer charge) plus \$1.00 per Ccf for the first 9 Ccf plus \$0.30 per Ccf for the first 9 Ccf then \$0.30 for the 10th Ccf used that month, for a total non-commodity charge of \$18.00

CUSTOMER MONTHLY CHARGE

A monthly charge for gas delivered from the time of initial service until termination at the customer's request will be billed, unless there is a temporary discontinuance of service in which case there will be a reconnect charge.

PAYMENT TERMS

All bills for service are due upon presentation and the above stated net rate shall be allowed if payment is made on or before the last day for payment as specified on the bill. Payments made after that day shall be for the gross amount plus five percent (5%) of the net bill.

ADJUSTMENTS

Bills for service are subject to adjustment for changes in the cost of purchased gas. Purchased gas adjustments and all applicable taxes and fees are in addition to the above rate.

Issued by: Thomas Hartline
Secretary

Effective:

Docket No.

Exhibit D

**Redacted schedules reflecting anticipated revenue
from revised natural gas rates**

(CONFIDENTIAL – Filed under seal)