

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

Received electronically  
in TRA Docket Room  
10/05/11

**IN RE:** )  
)  
**PETITION OF ATMOS ENERGY** )  
**CORPORATION FOR APPROVAL OF** ) **Docket No. 11-00122**  
**GAS TRANSPORTATION AGREEMENT** )  
**WITH U.S. NITROGEN, LLC** )

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**RESPONSE OF ATMOS ENERGY CORPORATION TO  
TRA STAFF DATA REQUEST #2**

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Atmos Energy Corporation respectfully submits this response to the Tennessee Regulatory Authority Staff's Data Request #2 dated September 28, 2011. As requested, attached is an affidavit provided by U.S. Nitrogen concerning its consideration of competing proposals to bypass the Atmos system, including a proposal made by Spectra Energy.

Respectfully submitted,

**NEAL & HARWELL, PLC**

By: 

A. Scott Ross, #15634

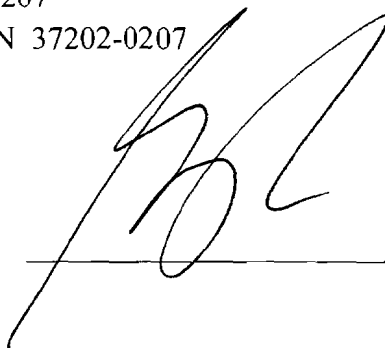
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*Counsel for Atmos Energy Corporation*

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing has been served, via the method(s) indicated below, on the following counsel of record, this the 5th day of October, 2011.

<input type="checkbox"/> Hand	Vance Broemel, Esq.
<input checked="" type="checkbox"/> Mail	C. Scott Jackson, Esq.
<input type="checkbox"/> Fax	Office of Tennessee Attorney General
<input type="checkbox"/> Fed. Ex.	425 Fifth Avenue, North, Third Floor
<input checked="" type="checkbox"/> E-Mail	P. O. Box 20207
	Nashville, TN 37202-0207



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STATE OF OHIO                    )  
  )  
COUNTY OF CUYAHOGA        )

AFFIDAVIT OF JAMES C. BOLDT  
Vice President & Secretary/Treasurer  
US Nitrogen LLC

Before the Tennessee Regulatory Authority

Petition of  
ATMOS Energy Corporation  
for Approval of  
Gas Transportation  
Agreement with  
US Nitrogen LLC

Now comes James C. Boldt ("Affiant"), being first duly sworn, and states as follows:

1. I am the Vice President and Secretary/Treasurer of US Nitrogen LLC ("USN").
2. I am familiar with matters relating to the negotiating and entering into of a Gas Transportation Agreement (the "Transportation Agreement") between USN and ATMOS Energy Corporation ("ATMOS").
3. USN is in the process of constructing a major nitrogen products manufacturing facility (the "USN Plant") in Greene County, Tennessee.
4. In connection with the planning of the USN Plant, USN reviewed its options with respect to the transportation of the large quantities of natural gas that would be required for the operation of the USN Plant. Among the options for such gas transportation considered by USN was the construction of its own pipeline that would bypass the existing pipeline of ATMOS. USN also solicited offers from other gas transportation companies, including Spectra Energy to provide gas transportation in a pipeline to be built, owned and operated by Spectra Energy.
5. At least one proposal received by USN from Spectra Energy appears to be competitive in the cost of gas transportation with the costs of the Transportation Agreement with ATMOS.