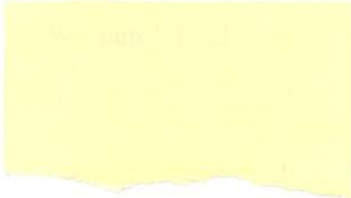




Elizabeth U. Witmer
 Phone: (610) 251-5062
 Fax: (610) 408-4400
 ewitmer@saul.com
 www.saul.com

December 3, 2014

VIA FEDEX



RE: Constitution Pipeline Company, LLC
 Tax Parcel No.: [Redacted]
 Tract No. LL #: [Redacted]
 FERC Docket No. CP13-499

Dear Landowner:

We represent Constitution Pipeline Company, LLC (“Constitution”). As you know, Constitution has been seeking to acquire certain property rights (the “Rights of Way”) on your property at the Tax Parcel Number above (the “Property”) in conjunction with an interstate natural gas pipeline project (the “Constitution Pipeline Project” or the “Project”). Constitution’s representatives have contacted you multiple times regarding the Project and its acquisition of the Rights of Way needed for the Project.

On December 2, 2014, the Federal Energy Regulatory Commission (“FERC”) determined that the Project is required by the public convenience and necessity and issued an Order approving the Constitution Pipeline and Wright Interconnect Projects. The FERC determined that the Project is in the public interest and will provide natural gas to meet the increased needs of customers in the Northeast. You may view the FERC Order at www.ferc.gov, under Docket No. CP13-499.

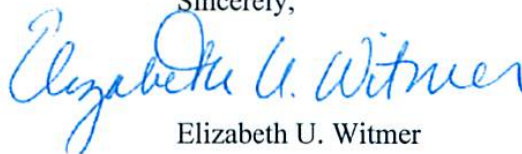
Construction on the Project is scheduled to begin as early as 2015. As a result, Constitution has an immediate need for the Rights of Way it is seeking to acquire on your property. Constitution’s representatives previously provided you with a written offer of compensation for the Rights of Way that was in excess of the appraised value of the Rights of Way as determined by a third party appraiser. You have not accepted that offer.

Constitution would like to reach an agreement with you and strongly prefers to avoid litigation. However, **if you do not accept this final offer and execute the documents enclosed with the prior written offer from Constitution's representative by Thursday, December 11, 2014, we will proceed to initiate suit under the Natural Gas Act, 15 U.S.C. §717, et seq., to condemn the Rights of Way sought on your Property and will offer only the appraised value as compensation. Should we initiate legal proceedings, we will seek injunctive relief asking the Court to grant Constitution immediate possession of the Right of Way by an Order to Show Cause.** This letter serves as notice pursuant to Local Rule 7.1(e) of the United States District Court for the Northern District of New York of Constitution's intent to apply for Orders to Show Cause.

If you have not previously allowed Constitution to access your Property for surveys, please consider this letter notice pursuant to New York E.D.P.L. § 404 that within ten (10) days of the date of this letter, Constitution may enter upon the Property for the purpose of making surveys, test pits and borings, or other investigations.

If you wish to accept this offer, or wish to discuss it further, please contact me IMMEDIATELY at 610-251-5062.

Sincerely,



Elizabeth U. Witmer

cc: Mr. Patrick McClusky
Daniel L. Merz, Esq.
John P. Stockli, Esq.