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By Docket Room at 2:51 pm, Jan 14, 2020

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January 14, 2020

**VIA ELECTRONIC FILING
(FERGAS@HQ.DOE.GOV)**

Ms. Amy R. Sweeney
Director, Division of Natural Gas Regulation
Office of Regulation and International Engagement
Office of Fossil Energy
U.S. Department of Energy
P.O. Box 44375
Washington DC 20026-4375

**Re: CIC – Mexico Pacific Limited LLC, FE Docket No. 18-70-LNG
Supplement to Notification Regarding Change in Control dated November 18, 2019**

Dear Ms. Sweeney:

I write on behalf of Mexico Pacific Limited LLC (“MPL”) to supplement the notification of a change in control of MPL which MPL submitted to the Department of Energy, Office of Fossil Energy (“DOE/FE”) on November 18, 2019 in the captioned docket. This supplement responds to an inquiry from your office seeking additional detail concerning the identities of certain individuals who are now either directly or indirectly (through individual limited liability companies) owners of interests in MPL. It is submitted in accordance with the authorizations to export natural gas which DOE/FE granted to MPL in the captioned proceeding¹ and the “Procedures for Changes in Control Affecting Applications and Authorizations To Import or Export Natural Gas” which DOE/FE adopted in November 2014.²

By means of a transaction that closed effective as of October 22, 2019, MPL’s ownership has changed, with several new entities becoming holders of MPL membership interests, and two such holders (AVAIO MPL SPV, LP and DKRW Energy Partners LLC) increasing their ownership percentages by more than 10%. The purpose of this transaction was to secure sources of new capital to fund the continued development of the MPL project.

¹ *Mexico Pacific Limited LLC*, DOE/FE Order No. 4248 (Sept. 19, 2018); *Mexico Pacific Limited LLC*, DOE/FE Order No. 4312 (Dec. 14, 2018).

² 79 Fed. Reg. 65,541 (Nov. 5, 2014).

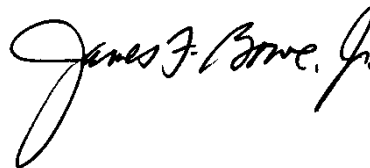
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In its November 18, 2019 notice of change in control, MPL included a chart (labelled as **Exhibit A**) which describes the ownership of MPL membership interests both before and after the referenced transaction, and provides details as to the nature of the interests held by each equity holder as well as the percentage by which each such holder's ownership interests have changed. DOE/FE has recently asked MPL to identify by name the individual LLCs as well as the individual investor which are now owners of interests in MPL which were generally identified in Exhibit A. The revised chart attached to this letter, entitled "**Exhibit A (revised 1/13/2020)**," provides the exact names of the LLCs that were referenced in general terms in the original Exhibit A, as well as the name of the individual investor who has invested directly in MPL. The identified LLCs are owned by Page Maxson, Sarah Bairstow, Josh Loftus and Jacob Lewis, respectively. Other than Sarah Bairstow, each of these individuals, as well as John R. Collett (the individual investor who has invested directly), are citizens of the United States. Ms. Bairstow (who is MPL's Chief Commercial Officer) is a citizen of Australia.

As indicated in MPL's November 18, 2020 notice of change in control, the change in control resulting from the described transaction will not in any way affect the parameters of the LNG export project MPL described in its application and supplements filed in this proceeding. This change in control, therefore, presents no basis on which DOE/FE should modify the public interest determination it reached in granting the natural gas export authorizations MPL now holds.

If you have any questions regarding this submission, please contact me at (202) 626-9601. Thank you for your assistance.

Sincerely,



James F. Bowe, Jr.
Counsel for Mexico Pacific Limited LLC

Attachment

cc: Josh Loftus, MPL
Jake Lewis, MPL

Exhibit A (revised 1/13/2020)

Ownership of Mexico Pacific Limited LLC

**Exhibit A (revised
1/13/2020)**

Ownership of Mexico Pacific Limited LLC as of October 21, 2019

Owner	Series A Units	Series A Ownership %	Series B Units	Series B Ownership %	Total Ownership %
DKRW Energy Sonora Holding LLC	250,000	100.00%	-	0.00%	71.43%
ACAP Sonora Energy LLC	-	0.00%	100,000	100.00%	28.57%
Total	250,000	100.00%	100,000	100.00%	100.00%

Ownership of Mexico Pacific Limited LLC as of October 22, 2019

Owner	Series A Units	Series A Ownership %	Series B Units	Series B Ownership %	Total Ownership %
ACAP Sonora Energy LLC	-	0.00%	85,000	100.00%	19.53%
DKRW Energy Partners LLC	70,056	20.00%	-	0.00%	16.09%
AVAIO MPL SPV, LP	225,111	64.27%	-	0.00%	51.72%
Maxson LNG Ventures LLC	22,222	6.34%	-	0.00%	5.11%
Bilby LNG LLC	9,333	2.66%	-	0.00%	2.14%
Rilin Energy LLC	5,556	1.59%	-	0.00%	1.28%
Gray Eastern LLC	1,333	0.38%	-	0.00%	0.31%
John R. Collett	16,667	4.76%	-	0.00%	3.83%
Total	350,278	100.00%	85,000	100.00%	100.00%

Ownership Change

Owner	Series A Units	Change in Series A Ownership %	Series B Units	Change in Series B Ownership %	Change in Total Ownership %
DKRW Energy Sonora Holding LLC	(250,000)	-100.00%	-	0.00%	-71.43%
ACAP Sonora Energy LLC	-	0.00%	(15,000)	0.00%	-9.04%
DKRW Energy Partners LLC	70,056	20.00%	-	0.00%	16.09%
AVAIO MPL SPV, LP	225,111	64.27%	-	0.00%	51.72%
Maxson LNG Ventures LLC	22,222	6.34%	-	0.00%	5.11%
Bilby LNG LLC	9,333	2.66%	-	0.00%	2.14%
Rilin Energy LLC	5,556	1.59%	-	0.00%	1.28%
Gray Eastern LLC	1,333	0.38%	-	0.00%	0.31%
John R. Collett	16,667	4.76%	-	0.00%	3.83%
Total	100,278	0.00%	(15,000)	0.00%	0.00%