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QUESTAR PIPELINE CO

FORM 10-Q
(Quarterly Report)

Filed 11/02/07 for the Period Ending 09/30/07

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Fiscal Year	12/31

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarter ended September 30, 2007

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ___ to ___

Commission File Number 0-14147

QUESTAR PIPELINE COMPANY

(Exact name of registrant as specified in charter)

STATEMENT OF UTAH	**87-0307414**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

180 East 100 South Street, P.O. Box 45360 Salt Lake City, Utah 84145-0360
(Address of principal executive offices)

Registrant's telephone number, including area code **(801) 324-2400**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [ ]

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):
Large accelerated filer [ ] Accelerated filer [ ] Non-accelerated filer [X]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes [ ] No [X]

On October 31, 2007, 6,550,843 shares of the registrant's common stock, $1.00 par value, were outstanding (all shares are owned by Questar Corporation).

Registrant meets the conditions set forth in General Instruction H (1) (a) and (b) of Form 10-Q and is filing this Form 10-Q with the reduced disclosure format.

Questar Pipeline Company
Form 10-Q for the Quarter Ended September 30, 2007

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PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

QUESTAR PIPELINE COMPANY
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	3 Months Ended Sept. 30,		9 Months Ended Sept. 30,	
	2007	2006	**2007**	2006
	(in millions)			
REVENUES				
From unaffiliated customers	**$31.9**	$28.3	**$ 94.0**	$ 87.9
From affiliated companies	**19.1**	19.3	**59.0**	60.0
Total Revenues	**51.0**	47.6	**153.0**	147.9
OPERATING EXPENSES				
Cost of goods sold	**1.1**		**3.4**	3.9
Operating and maintenance	**8.4**	8.5	**27.2**	24.9
General and administrative	**7.0**	6.1	**21.9**	18.5
Depreciation and amortization	**8.6**	8.0	**25.8**	24.1
Other taxes	**1.8**	2.3	**5.9**	6.0
Total Operating Expenses	**26.9**	24.9	**84.2**	77.4
Net gain from asset sales	**0.1**	0.1	**0.6**	0.2
OPERATING INCOME	**24.2**	22.8	**69.4**	70.7
Interest and other income	**0.6**	0.6	**1.4**	1.5
Interest expense	**(5.5)**	(5.9)	**(17.5)**	(17.9)
INCOME BEFORE INCOME TAXES	**19.3**	17.5	**53.3**	54.3
Income taxes	**7.3**	6.7	**20.1**	20.5
NET INCOME	**$12.0**	$10.8	**$ 33.2**	$ 33.8

See notes accompanying the condensed consolidated financial statements

QUESTAR PIPELINE COMPANY
CONDENSED CONSOLIDATED BALANCE SHEETS

	Sept. 30, 2007 (Unaudited)	December 31, 2006
	(in millions)	
ASSETS		
Current Assets		
Cash and cash equivalents	**$ 1.7**	$ 2.8
Notes receivable from Questar	**9.7**	8.5
Accounts receivable	**9.8**	14.7
Accounts receivable from affiliates	**10.1**	12.2
Materials and supplies	**8.2**	20.4
Prepaid expenses and other	**1.3**	2.9
Deferred income taxes – current	**0.8**	0.9
Total Current Assets	**41.6**	62.4
Property, Plant and Equipment	**1,452.6**	1,183.8
Accumulated depreciation and amortization	**(434.1)**	(411.6)
Net Property, Plant and Equipment	**1,018.5**	772.2
Regulatory assets	**9.5**	9.7
Goodwill	**4.2**	4.2
Other noncurrent assets, net	**7.8**	4.6
Total Assets	**$1,081.6**	$853.1
LIABILITIES AND COMMON SHAREHOLDER'S EQUITY		
Current Liabilities		
Notes payable to Questar	**$ 88.9**	$ 76.8
Accounts payable and accrued expenses	**51.0**	28.1
Accounts payable to affiliates	**3.4**	3.6
Total Current Liabilities	**143.3**	108.5
Long-term debt	**310.2**	310.2
Deferred income taxes	**123.4**	118.4
Other long-term liabilities	**25.9**	26.1
COMMON SHAREHOLDER'S EQUITY		
Common stock	**6.6**	6.6
Additional paid-in capital	**326.5**	150.9
Retained earnings	**145.7**	132.4
Total Common Shareholder's Equity	**478.8**	289.9
Total Liabilities and Common Shareholder's Equity	**$1,081.6**	$853.1

See notes accompanying the condensed consolidated financial statements

QUESTAR PIPELINE COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	9 Months Ended Sept. 30,	
	2007	2006
	(in millions)	
OPERATING ACTIVITIES		
Net income	**$33.2**	$ 33.8
Adjustments to reconcile net income to net cash provided from operating activities:		
Depreciation and amortization	**27.2**	25.6
Deferred income taxes	**5.1**	1.9
Share-based compensation	**0.6**	0.4
Net (gain) from asset sales	**(0.6)**	(0.2)
Changes in operating assets and liabilities	**16.8**	16.5
NET CASH PROVIDED FROM OPERATING ACTIVITIES	**82.3**	78.0
INVESTING ACTIVITIES		
Capital expenditures	**(248.5)**	(32.2)
Cash used in asset dispositions	**(0.9)**	(2.2)
NET CASH USED IN INVESTING ACTIVITIES	**(249.4)**	(34.4)
FINANCING ACTIVITIES		
Equity Contribution	**175.0**	
Change in notes receivable from Questar	**(1.2)**	6.0
Change in notes payable to Questar	**12.1**	(33.5)
Dividends paid	**(19.9)**	(19.5)
NET CASH PROVIDED FROM (USED IN) FINANCING ACTIVITIES	**166.0**	(47.0)
Change in cash and cash equivalents	**(1.1)**	(3.4)
Beginning cash and cash equivalents	**2.8**	4.2
Ending cash and cash equivalents	**$ 1.7**	$ 0.8

See notes accompanying the condensed consolidated financial statements

Note 1 – Nature of Business

Questar Pipeline Company (Questar Pipeline or Company) is a wholly owned subsidiary of Questar Corporation (Questar). The Company is an interstate pipeline company that provides natural gas transportation and underground-storage services primarily in the Rocky Mountain states of Utah, Wyoming and Colorado. It also provides processing and treatment services and other energy services. As a "natural gas company" under the Natural Gas Act of 1938, Questar Pipeline and certain subsidiary pipeline companies are regulated by the Federal Energy Regulatory Commission (FERC) as to rates and charges for storage and transportation of natural gas in interstate commerce, construction of new facilities, and extensions or abandonments of service and facilities, accounting and other activities.

Note 2 – Basis of Presentation of Interim Consolidated Financial Statements

The interim condensed consolidated financial statements contain the accounts of Questar Pipeline and its majority-owned or controlled subsidiaries. The condensed consolidated financial statements were prepared in accordance with U.S. generally accepted accounting principles (GAAP) and with the instructions for quarterly reports on Form 10-Q and Regulations S-X and S-K. All significant intercompany accounts and transactions have been eliminated in consolidation.

The condensed consolidated financial statements reflect all normal, recurring adjustments and accruals that are, in the opinion of management, necessary for a fair presentation of financial position and results of operations for the interim periods presented. Interim condensed consolidated financial statements do not include all of the information and notes required by GAAP for audited annual consolidated financial statements. These condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2006. Certain reclassifications were made to prior-period financial statements to conform with the current presentation.

The preparation of the condensed consolidated financial statements and notes in conformity with GAAP requires that management make estimates and assumptions that affect the amounts of revenues, expenses, assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from estimates. The results of operations for the nine months ended September 30, 2007, are not necessarily indicative of the results that may be expected for the year ending December 31, 2007.

All dollar amounts in this quarterly report on Form 10-Q are in millions, except where otherwise noted.

Note 3 – Accounting for Uncertainty in Income Taxes

In July 2006, the Financial Accounting Standards Board (FASB) issued FASB Interpretation 48, "Accounting for Uncertainty in Income Taxes" (FIN 48). The interpretation applies to all tax positions related to income taxes subject to FASB Statement 109 "Accounting for Income Taxes." FIN 48 provides guidance for the accounting for uncertainty in income taxes by prescribing a minimum recognition threshold for a tax position to be reflected in the financial statements. If recognized, the tax benefit is measured as the largest amount of tax benefit that is more-likely-than-not to be realized upon ultimate settlement. Questar Pipeline adopted the provisions of FIN 48 on January 1, 2007. Management has considered the amounts and the probabilities of the outcomes that could be realized upon ultimate settlement and believes that it is more-likely-than-not that the Company's recorded income tax benefits will be fully realized. There were no unrecognized tax benefits at the beginning or at the end of the nine-month period ended September 30, 2007. Tax years 2004 and after are open.

The Company records interest earned on income-tax refunds in interest and other income and penalties and interest charged on tax deficiencies in interest expense. As of the date of adoption, there were no amounts accrued for penalties or interest related to unrecognized tax benefits.

Note 4 – Questar Pipeline Equity Issue

Questar Pipeline received $175.0 million of common equity from Questar and used the proceeds to repay $175.0 million of notes payable due to Questar.

Note 5 – Questar InfoComm Inc. Transferred to Questar Pipeline

Questar InfoComm Inc., a wholly owned subsidiary of Questar, was transferred to Questar Pipeline effective January 1, 2007. Activities of Questar InfoComm include gas analysis and wellhead automation. Questar InfoComm reported total assets of $21.5 million at December 31, 2006. Revenues were $17.0 million and net income was $3.0 million for the year ended December 31, 2006. Prior-year information has been restated to conform with the 2007 presentation.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

The following discussion updates information as to Questar Pipeline's financial condition provided in its 2006 Form 10-K filing, and analyzes the changes in the results of operations between the three- and nine-month periods ended September 30, 2007 and 2006. For definitions of commonly used gas and oil terms found in this Form 10-Q, please refer to the "Glossary of Commonly Used Terms" provided in the Company's 2006 Form 10-K.

RESULTS OF OPERATIONS

Questar Pipeline reported third quarter 2007 net income of $12.0 million compared with $10.8 million in 2006, an 11% increase and $33.2 million net income in the first nine months of 2007 compared with $33.8 million in the 2006 period. Operating income increased $1.4 million or 6% in the 2007 third quarter due to higher transportation and gas processing revenues. Operating income was 2% lower in the 2007 first nine months compared to the 2006 periods due primarily to increased expenses related to a system expansion and lower NGL sales. The Company began collecting revenues from the Overthrust Pipeline Opal expansion in 2006 at an interim delivery point on the Kern River pipeline before completion of the new facilities in January 2007. In 2007, Questar Pipeline incurred higher operating and depreciation expenses after placing the new facilities in service. Following is a summary of Questar Pipeline financial and operating results:

	3 Months Ended Sept. 30,		9 Months Ended Sept. 30,	
	2007	2006	**2007**	2006
	(in millions)			
OPERATING INCOME				
Revenues				
Transportation	**$31.3**	$29.7	**$ 93.5**	$ 89.4
Storage	**9.4**	9.3	**28.4**	28.2
Gas processing	**2.4**	1.4	**6.5**	4.2
NGL sales	**2.6**	3.0	**6.7**	8.5
Energy services	**4.1**	2.7	**12.4**	12.3
Other	**1.2**	1.5	**5.5**	5.3
Total revenues	**51.0**	47.6	**153.0**	147.9
Operating expenses				
Cost of goods sold	**1.1**		**3.4**	3.9
Operating and maintenance	**8.4**	8.5	**27.2**	24.9
General and administrative	**7.0**	6.1	**21.9**	18.5
Depreciation and amortization	**8.6**	8.0	**25.8**	24.1
Other taxes	**1.8**	2.3	**5.9**	6.0
Operating expenses	**26.9**	24.9	**84.2**	77.4
Net gain from asset sales	**0.1**	0.1	**0.6**	0.2
Operating income	**$24.2**	$22.8	**$ 69.4**	$ 70.7
OPERATING STATISTICS				
Natural gas-transportation volumes (MMdth)				
For unaffiliated customers	**90.8**	88.1	**251.7**	229.0
For Questar Gas	**14.2**	15.0	**81.7**	83.1
For other affiliated customers	**3.3**	7.2	**11.9**	16.8
Total transportation	**108.3**	110.3	**345.3**	328.9

Transportation revenue (per dth)	**$0.29**	$0.27	**$0.27**	$0.27
Firm-daily transportation demand at Sept. 30, (Mdth)	**2,223**	2,151		
Natural gas processing				
NGL sales (MMgal)	**2.2**	2.2	**6.1**	6.7
NGL sales price (per gal)	**$1.22**	$1.34	**$1.11**	$1.26

Revenues

Following is a summary of major changes in Questar Pipeline revenues for the third quarter and first nine months of 2007 compared with the same periods in 2006:

	Change in Revenues	
	3 Months Ended Sept. 30, 2007 Compared with 2006	**9 Months Ended Sept. 30, 2007 Compared with 2006**
	(in millions)	
Transportation		
New transportation contracts	**$ 3.3**	**$ 6.4**
Expiration of transportation contracts	**(0.6)**	**(1.3)**
Other	**(1.1)**	**(1.0)**
Gas processing	**1.0**	**2.3**
NGL sales	**(0.4)**	**(1.8)**
Energy services and other	**1.2**	**0.5**
Increase	**$ 3.4**	**$ 5.1**

As of September 30, 2007, Questar Pipeline had firm-transportation contracts of 2,223 Mdth per day compared with 2,151 Mdth per day as of September 30, 2006. Questar Pipeline has expanded its transportation system in response to growing regional natural gas production and transportation demand. On January 1, 2007, Questar Pipeline began operations on an expansion of the Overthrust Pipeline to a connection with Kern River pipeline at Opal, Wyoming. The majority of the contracts for this expansion were effective at the beginning of 2006 at an interim delivery point pending construction and startup of the new facilities. Questar Pipeline has increased transportation revenues by remarketing expiring contracts with discounted rates ranging from $0.08 per dth to $0.12 per dth into maximum rate contracts ($0.17 per dth) for terms of up to 31 years and, where possible, has restructured single contracts into multiple contracts.

Questar Gas is Questar Pipeline's largest transportation customer with contracts for 901 Mdth per day. The majority of Questar Gas transportation contracts extend through mid-2017.

Questar Pipeline owns and operates the Clay Basin underground storage complex in eastern Utah. This facility is 100% subscribed under long-term contracts. In addition to Clay Basin, Questar Pipeline also owns and operates three smaller aquifer gas storage facilities. Questar Gas has contracted for 26% of firm-storage capacity at Clay Basin for terms extending from one to 12 years and 100% of the firm-storage capacity at the aquifer facilities for terms extending for 11 years.

Questar Pipeline charges FERC-approved transportation and storage rates that are based on straight-fixed-variable rate design. Under this rate design, all fixed costs of providing service including depreciation and return on investment are recovered through the demand charge. About 95% of Questar Pipeline costs are fixed and recovered through these demand charges. Questar Pipeline's earnings are driven primarily by demand revenues from firm shippers. Since only about 5% of operating costs are recovered through volumetric charges, changes in transportation volumes do not have a significant impact on earnings, unless resulting from changes in contract demand.

NGL sales decreased 13% in the third quarter of 2007 and 21% in the first nine months of 2007 compared to the 2006 periods due to lower volumes and prices because of lower quality liquids removed from the gas stream.

Energy services revenues and the related cost of goods sold were higher in the third quarter of 2007 because of additional wellhead automation equipment sales.

Questar Pipeline is currently expanding its southern system in eastern Utah and an extension of its Overthrust Pipeline to Wamsutter, Wyoming. Both of these projects are scheduled to be complete by the end of 2007. The southern system expansion is supported by long-term contracts and the Overthrust extension is supported by both a long-term contract and lease agreement. During the first nine months of 2007, Questar Pipeline recognized $0.7 million of equity allowance for funds used during construction, which is recorded as other income, and reduced interest expense by $4.3 million of debt allowance for funds used during construction.

Expenses
Operating, maintenance, general and administrative expenses increased by 5% in the third quarter of 2007 and 13% in the first nine months of 2007 compared to the same periods of 2006. The increase was a result of a system expansion and higher labor and service costs. Operating, maintenance, general and administrative expenses were $0.14 per dth transported in the first nine months of 2007 compared with $0.13 in the first nine months of 2006. Operating, maintenance, general and administrative expenses include processing and storage costs.

Depreciation expense increased 8% in the third quarter of 2007 and 7% in the first nine months of 2007 compared to the same periods of 2006 due to investment in pipeline expansions.

***Clay Basin Stora* ge**
In 2002, the Company noted a discrepancy between the book volume of cushion gas at Clay Basin and the volume implied by test-pressure data. Reservoir modeling and pressure tests over the last five years have verified the integrity of the reservoir. The Company believes that 3.2 Bcf of cushion gas was lost in the course of normal operations over the past 30 years. This loss represents 0.25% of the volume of gas cycled in and out of the reservoir over those years. During the third quarter of 2007, Questar Pipeline began the purchase of 3.2 Bcf of gas to return the reservoir to the FERC-certificated cushion gas level.

Overthrust Expansion Project
In early September 2007, the Company became aware that former employees of the pipe manufacturer for its Overthrust Pipeline Expansion Project are alleging that some of the pipe may be defective. After a thorough investigation, assisted by independent consultants, the Company has concluded that any defects, identified during the manufacturing process, were properly remedied and the new pipe met all industry and Company specifications.

Forward-Looking Statements
This quarterly report may contain or incorporate by reference information that includes or is based upon “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements give expectations or forecasts of future events. You can identify these statements by the fact that they do not relate strictly to historical or current facts. They use words such as “anticipate,” “estimate,” “expect,” “project,” “intend,” “plan,” “believe,” and other words and terms of similar meaning in connection with a discussion of future operating or financial performance. In particular, these include statements relating to future actions, prospective services or products, future performance or results of current and anticipated services or products, exploration efforts, expenses, the outcome of contingencies such as legal proceedings, trends in operations and financial results.

Any or all forward-looking statements may turn out to be wrong. They can be affected by inaccurate assumptions or by known or unknown risks and uncertainties. Many such factors will be important in determining actual future results. These statements are based on current expectations and the current economic environment. They involve a number of risks and uncertainties that are difficult to predict. These statements are not guarantees of future performance. Actual results could differ materially from those expressed or implied in the forward-looking statements. Among factors that could cause actual results to differ materially are:

- the risk factors discussed in Part I, Item 1A of the Company’s Annual Report on Form 10-K for the year ended December 31, 2006;
- general economic conditions, including the performance of financial markets and interest rates;
- changes in industry trends;
- changes in laws or regulations; and
- other factors, most of which are beyond control.

Questar Pipeline undertakes no obligation to publicly correct or update the forward-looking statements in this quarterly report, in other documents, or on the Web site to reflect future events or circumstances. All such statements are expressly qualified by this cautionary statement.

ITEM 4T. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures
The Company's Chief Executive Officer and Chief Financial Officer have evaluated the effectiveness of the Company's disclosure controls and procedures (as such term is defined in Rules 13a-15(e) under the Securities Exchange Act of 1934, as amended (the Exchange Act)) as of the end of the period covered by the report (the Evaluation Date). The effectiveness of the Company's internal control over financial reporting was assessed using criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in *Internal Control – Integrated Framework.* Based on such evaluation, such officers have concluded that, as of the Evaluation Date, the Company's disclosure controls and procedures are effective in alerting them on a timely basis to material information relating to the Company, including its consolidated subsidiaries, required to be included in the Company's reports filed or submitted under the Exchange Act. The Company's Chief Executive Officer and Chief Financial Officer also concluded that the controls and procedures were effective in ensuring that information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the Company's management including its principal executive and financial officers or persons performing similar functions as appropriate to allow timely decisions regarding required disclosure.

This quarterly report does not include an attestation report of the Company's registered public accounting firm regarding internal control over financial reporting.

Changes in Internal Controls
Since the Evaluation Date, there have not been any changes in the Company's internal controls or other factors during the most recent fiscal quarter that could materially affect such controls.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Questar Pipeline is involved in various commercial and regulatory claims and litigation and other legal proceedings that arise in the ordinary course of its business. Management does not believe any of them will have a material adverse effect on Questar Pipeline's financial position. An accrual is recorded for a loss contingency when its occurrence is probable and damages can be reasonably estimated based on the anticipated most likely outcome. Some of the claims involve highly complex issues relating to liability, damages and other matters subject to substantial uncertainties and, therefore, the probability of liability or an estimate of loss cannot be reasonably determined.

Grynberg Litigation
In Grynberg and L & R Exploration Venture v. Questar Pipeline Co., Civil No. 97CV0471 (D. Wyo.), Jack Grynberg brought certain claims against Questar companies related to the purchase of gas produced from wells located in Wyoming. After the federal district court granted Questar's motion for partial summary judgment on the major portion of this case, the parties reached a settlement and the case has been dismissed. The settlement will not have a material adverse effect on the Company's financial position.

Powder Wash Environmental Matter
Questar Pipeline has entered into a consent agreement with the Colorado Department of Public Health and Environment through its Air Pollution Control Division (APCD) to resolve air permitting violations that the APCD alleges occurred at the Company's Powder Wash dew point plant located in Moffat County, Colorado. Under the agreement, Questar Pipeline agrees to pay $100,000 and take other remedial actions, but makes no admission of fault.

ITEM 6. EXHIBITS.

The following exhibits are filed as part of this report:

Exhibit No.	Exhibits
31.1.	Certification signed by R. Allan Bradley, Questar Pipeline Company's President and Chief Executive Officer, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2.	Certification signed by S. E. Parks, Questar Pipeline Company's Vice President and Chief Financial Officer, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

32.	Certification signed by R. Allan Bradley and S. E. Parks, Questar Pipeline Company's President and Chief Executive Officer and Vice President and Chief Financial Officer, respectively, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

QUESTAR PIPELINE COMPANY
(Registrant)

November 2, 2007	/s/R. Allan Bradley R. Allan Bradley President and Chief Executive Officer
November 2, 2007	/s/S. E. Parks S. E. Parks Vice President and Chief Financial Officer

Exhibits List

Exhibit No.	Exhibits
31.1.	Certification signed by R. Allan Bradley, Questar Pipeline Company's President and Chief Executive Officer, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2.	Certification signed by S. E. Parks, Questar Pipeline Company's Vice President and Chief Financial Officer, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.	Certification signed by R. Allan Bradley and S. E. Parks, Questar Pipeline Company's President and Chief Executive Officer and Chief Financial Officer, respectively, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

Exhibit 31.1.

CERTIFICATION

I, R. Allan Bradley, certify that:

1. I have reviewed this quarterly report of Questar Pipeline Company on Form 10-Q for the period ending September 30, 2007;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and we have:

a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

c) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):

a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

November 2, 2007

/s/R. Allan Bradley
R. Allan Bradley
President and Chief Executive Officer

Exhibit 31.2.

CERTIFICATION

I, S. E. Parks, certify that:

1. I have reviewed this quarterly report of Questar Pipeline Company on Form 10-Q for the period ending September 30, 2007;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and we have:

a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

c) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):

a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

November 2, 2007

/s/S. E. Parks
S. E. Parks
Vice President and Chief Financial Officer

Exhibit No. 32.

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the quarterly report of Questar Pipeline Company on Form 10-Q for the period ending September 30, 2007, as filed with the Securities and Exchange Commission on the date hereof (the Report), R. Allan Bradley, President and Chief Executive Officer of the Company, and S. E. Parks, Vice President and Chief Financial Officer of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of his knowledge:

(1) The Report fully complies with the requirements of Section 13(a) or Section 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

QUESTAR PIPELINE COMPANY

November 2, 2007

/s/R. Allan Bradley
R. Allan Bradley
President and Chief Executive Officer

November 2, 2007

/s/S. E. Parks
S. E. Parks
Vice President and Chief Financial Officer