

BD7000000162

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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FLORIDA/FOREIGN LP/LLP

BreitBurn Operating, L.P.

Certificate of Status	0
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Corporate Filing Menu

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07 MAY 18 AM 10:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA**

1. BreitBurn Operating, L.P.
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

(If name unavailable, name under which the limited partnership or limited liability limited partnership
proposes to register to transact business in Florida; must contain acceptable suffix.)

2. Delaware 3. 6/5/06
(State or Country of Formation) (Date of Formation)

4. CT Corporation System
(Name of Registered Agent for Service of Process)

5. 1200 South Pine Island Road, Plantation, Florida 33324
(Florida street address for Registered Agent)

6. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

By: Stephanie Allison
Signature of Registered Agent

Stephanie Allison
Assistant Secretary

7. 915 South Flower Street, Suite 4800, Los Angeles, CA 90071
(Principal office address)

8. If limited partnership is a limited liability limited partnership, check box

9. _____
(Mailing address)

10. Name, principal office address, and mailing address of each general partner:

BrietBurn Operating GP, LLC
(Name)

515 South Flower Street, Suite 4800
(Street Address)
Los Angeles, CA 90071

M07-2974

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)	(Street Address)
	(Mailing Address)
(Name)	(Street Address)
	(Mailing Address)

11. Effective date, if other than the date of filing: _____


(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

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Signed this 16 day of May, 20 07

Signature of a general partner:



James G. Jackson- chief financial officer
general partner

Filing Fee:	\$1,000.00 (1965 Filing Fee and \$35 Registered Agents Fee)
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

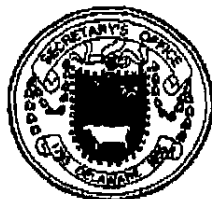
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BREITBURN OPERATING L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MAY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4169880 8300

070578287

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5683926

DATE: 05-17-07