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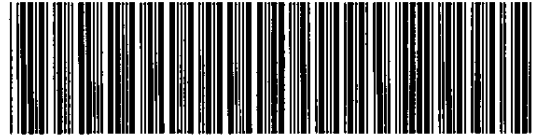
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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14 AUG -1 AM 10:00
RECEIVED
FILING OFFICE
FALL RIVER, MASSACHUSETTS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BreitBurn Energy Partners L.P.
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Eureka Nutt
Contact Person

BreitBurn Management Company, LLC
Firm/Company

515 S. Flower Street, Suite 4800
Address

Los Angeles, California 90071
City, State and Zip Code

eureka.nutt@breitburn.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Eureka Nutt at (213) 225-0288
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee \$61.25 Filing Fee and Certificate of Status \$105.00 Filing Fee and Certified Copy \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

The entity elects to be a limited liability limited partnership.

The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. 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.)

Signature of a general partner: Breitburn GP LLC

By: Roberta E. Kass

Typed or printed name:

Roberta E. Kass, Corporate Secretary

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

16 AUG -1 AM 10:00
SECRETARY OF STATE
FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BREITBURN ENERGY PARTNERS L.P.", CHANGING ITS NAME FROM "BREITBURN ENERGY PARTNERS L.P." TO "BREITBURN ENERGY PARTNERS LP", FILED IN THIS OFFICE ON THE THIRD DAY OF JULY, A.D. 2014, AT 10:10 O'CLOCK A.M.


16 AUG - 1 AM 10:00
STATE OF DELAWARE
DEPARTMENT OF STATE

4096475 8100

140916811



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1510212

DATE: 07-03-14

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:10 AM 07/03/2014
FILED 10:10 AM 07/03/2014
SRV 140916811 - 4096475 FILE

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
BREITBURN ENERGY PARTNERS L.P.**

Pursuant to Section 17-202 of the Delaware Revised Uniform Limited Partnership Act, as amended, it is hereby certified that:

1. The name of the limited partnership (the "Partnership") is BreitBurn Energy Partners L.P.

2. The Certificate of Formation of the Partnership is hereby amended by deleting paragraph 1 and inserting in lieu thereof a new paragraph 1 to read as follows:

1. Name. The name of the limited partnership is Breitburn Energy Partners LP.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Formation on this 3rd day of July, 2014.

By: BREITBURN GP LLC

By: Roberta E. Kass
Roberta E. Kass
Corporate Secretary