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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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14 AUG - 1 AM 10: 21
STATE OF ARIZONA
FALL ARIZONA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BreitBurn Management Company, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eureka Nutt

Name of Person

Breitburn Management Company LLC

Firm/Company

515 S. Flower Street, Suite 4800

Address

Los Angeles, CA 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

Name of Person

at (213) 225-0288

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee \$30 Filing Fee & Certificate of Status \$55 Filing Fee & Certified Copy \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of State: BreitBurn Management Company, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: June 5, 2007

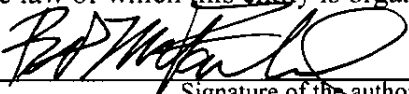
SECTION II (4-7 complete only the applicable changes)

4. New name of the limited liability company: Breitburn Management Company LLC
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

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

6. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change: _____
7. Attached is an original certificate, if required: no more than 90 days old, 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.



Signature of the authorized representative

Bruce D. McFarland, Treasurer and Secretary

Typed or printed name of signee

Filing Fee: \$25.00

STATE OF FLORIDA
16 AUG -1 AM 10:21
TALLAHASSEE, 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 MANAGEMENT COMPANY, LLC", CHANGING ITS NAME FROM "BREITBURN MANAGEMENT COMPANY, LLC" TO "BREITBURN MANAGEMENT COMPANY LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JULY, A.D. 2014, AT 10:24 O'CLOCK A.M.

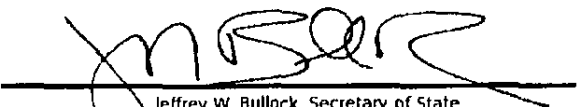
SECRETARY OF STATE
16 AUG - 1 AM 10:21
DELAWARE



4132203 8100

140954153

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1537640

DATE: 07-15-14

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:24 AM 07/15/2014
FILED 10:24 AM 07/15/2014
SRV 140954153 - 4132203 FILE

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF FORMATION OF
BREITBURN MANAGEMENT COMPANY, LLC**

Pursuant to Section 18-202 of the Delaware Limited Liability Company Act, as amended, it is hereby certified that:

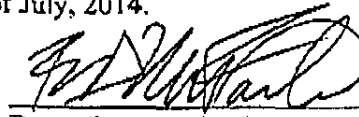
1. The name of the limited liability company (the "Company") is BreitBurn Management Company, LLC.

2. The Certificate of Formation of the Company 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 liability company is Breitburn Management Company LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Formation on this 15th day of July, 2014.

By: _____



Bruce D. McFarland
Treasurer and Secretary