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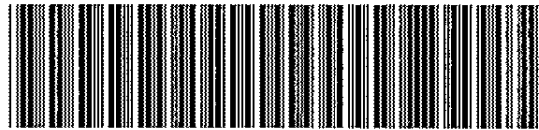
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B-352

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03 FEB 25 PM 2:01

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13 FEB 25 PM 2:43

CLERK
REGISTRATION
IDAHO

CT CORPORATION

February 25, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5790592 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Williams Energy Partners LP (DE)
Evidence of Amendment
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

FILE
SECOND
PLEASE

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

Williams Energy Partners L.P.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

Williams GP LLC withdraws as general partner of Williams Energy Partners L.P. WEG GP LLC is admitted as the new general partner of Williams Energy Partners L.P.

MOB-665


(Signature of a General Partner)

Brian K. Shore, Secretary of WEG GP LLC, the General Partner
(Typed or printed name of General Partner signing above)

STATE OF Oklahoma

COUNTY OF Tulsa

On this 14th day of February, 2003, Brian K. Shore personally appeared before me,



who is personally known to me

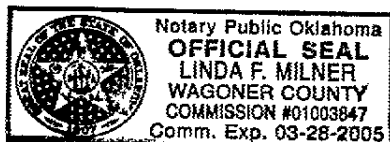


whose identity I proved on the basis of _____


(Notary Public Signature)

Linda F. Milner
(Notary's Printed Name)

Seal



My Commission Expires: 03/28/05