

Bob000000222

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

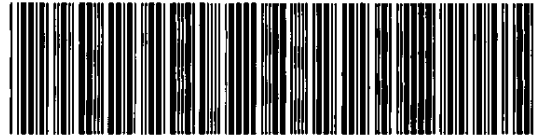
Special Instructions to Filing Officer:

A. LUNT

MAY 28 2009

EXAMINER

Office Use Only



100155733701

05/11/09--01017--027 **52.50

FILED
2009 MAY 27 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Titan 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:

Peggy J Harrison

(Contact Person)

Energy Transfer Partners

(Firm/Company)

8801 S. Yale Ave., Suite 310

(Address)

Tulsa, OK 74137

(City, State and Zip Code)

For further information concerning this matter, please call:

Peggy J Harrison

(Name of Contact Person)

at (918) 794-4559

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 12, 2009

PEGGGY J HARRISON
8801 S. YALE AVE. SUITE 310
TULSA, OK 74137

SUBJECT: TITAN ENERGY PARTNERS, L.P.
Ref. Number: B06000000222

We have received your document for TITAN ENERGY PARTNERS, L.P. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 609A00016174



ENERGY TRANSFER

Peggy J. Harrison
8801 S. Yale Avenue
Suite 310
Tulsa, OK 74137
918-794-4559
pharrison@heritagepropane.com

May 22, 2009

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Amendment to Certificate of Authority for Foreign Limited Partnership

Enclosed for filing is an Amendment to Certificate of Authority for Foreign Limited Partnership that was previously returned for additional documentation evidencing the change. A copy of the letter is enclosed for your reference.

Enclosed is the Amendment and attached to it is a certified copy of the amendment changing the name of Titan Energy Partners, L.P.'s general partner from Heritage Equity, L.L.C. to Titan Energy GP, L.L.C.

Please proceed with recording the enclosed filing and return the evidence of filing to my attention.

Peggy J. Harrison
Heritage Propane
8801 S. Yale Ave., Suite 310
Tulsa, OK 74137
FAX 918-493-7290
pharrison@heritagepropane.com

Thank you and if you need any additional documentation, please feel free to contact me at 918-794-4559.

Very truly yours,

Peggy J. Harrison
LEGAL ASSISTANT

PJH/Enclosure

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 MAY 27 PM 4:37

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1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
Titan Energy Partners, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 5/23/2006

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

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.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

Titan Energy GP, L.L.C.

8801 S. Yale Ave., Suite 310
Tulsa, OK 74137

mob-2886

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2009 MAY 27 PM 4:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Peggy J. Harrison

Typed or printed name:

By: Titan Energy Partners GP, L.L.C. by: Peggy J Harrison, Asst. Secretary

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

Delaware

PAGE 1

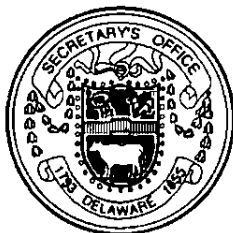
The First State

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 "HERITAGE EQUITY, L.L.C.", CHANGING ITS NAME FROM "HERITAGE EQUITY, L.L.C." TO "TITAN ENERGY GP, L.L.C.", FILED IN THIS OFFICE ON THE SECOND DAY OF JUNE, A.D. 2006, AT 12:51 O'CLOCK P.M.

4136749 8100

090503098

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7315228

DATE: 05-20-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:49 PM 06/02/2006
FILED 12:51 PM 06/02/2006
SRV 060535861 - 4136749 FILE

CERTIFICATE OF AMENDMENT

OF

HERITAGE EQUITY, L.L.C.

1. The name of the limited liability company is HERITAGE EQUITY, L.L.C.
2. Article I of the Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company shall be TITAN ENERGY GP, L.L.C.
3. This Certificate of Amendment shall be effective on June 1, 2006, for accounting purposes only.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of HERITAGE EQUITY, L.L.C. this 1st day of June, 2006.



Robert A. Burk, Authorized Person