

# FILED 000004320

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

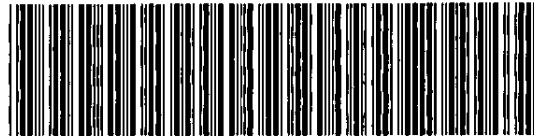
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

W16 57476

Office Use Only



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09/28/16--01006--007 \*\*720.00

SEP 26 2016  
TALLAHASSEE, FLORIDA

2016 SEP 26 PM 3:26

FILED

D. BRUCE  
SEP 28 2016



Via Courier

September 26, 2016

**Registration Section**  
**Attention: Deborah Bruce**  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301  
(850) 245-6051

Dear Deborah,

**Re: Pembina Midstream (U.S.A.) Inc.**  
**Application for Authorization to Transact Business in Florida**  
**Ref. Number: W16000057476**

Please find enclosed a copy of your letter dated August 18, 2016 informing us that you require a US dollar check drawn on a U.S. Bank. We now enclose a check which is what you require in the amount of \$720.00 in payment of the \$70.00 filing fee and the \$650.00 penalty.

We also enclose copies of our application for your easy reference – the originals were retained by your office.

**NOTE: Within the copies is a new Certificate of Good Standing with a new date as the one in the original package may be now dated.**

We trust that all is now in good order but should you have any further questions, please contact me at (403) 231-3121 or [LEastman@pembina.com](mailto:LEastman@pembina.com).

Thank you.

Regards,

A handwritten signature in cursive script that reads "Lynn Eastman".

Lynn Eastman  
Contractor, Taxation

Enclosures

**Pembina Pipeline Corporation**

4000, 585 – 8<sup>th</sup> Avenue S.W., Calgary, Alberta Canada T2P 1G1

Telephone: (403) 231-7500 Fax: (403) 237-0254

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2016 SEP 26 3:21 PM  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 18, 2016

LYNN EASTMAN  
4000 - 585 8TH AVENUE S.W.  
CALGARY, AB T29 1G1 CANADA, XX XXXXX

SUBJECT: PEMBINA MIDSTREAM (U.S.A.) INC.  
Ref. Number: W16000057476

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2016 SEP 26 P 3:26  
TALLAHASSEE, FLORIDA

We have received your document for PEMBINA MIDSTREAM (U.S.A.) INC. and your check(s) totaling \$720.00. However, the document has not been filed and is being retained in this office for the following:

Office policy prevents this office from processing the enclosed check(s). All checks processed by this office must be payable in U.S. dollars and drawn on a bank located in the United States.

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) 245-6051.

Deborah Bruce  
Regulatory Specialist II

Letter Number: 516A00017514

# PEMBINA

**Via Courier**

August 16, 2016

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee FL 32301  
(850) 245-6051

Dear Sir or Madam:

**Re Pembina Midstream (U.S.A.) Inc.  
Application for Authorization to Transact Business in Florida**

Attached please find our above referenced application together with our check in the amount of \$720.00 in payment of the \$70.00 filing fee and the \$650.00 penalty.

We trust the enclosed to be in good order but should have any questions or concerns please contact Lynn Eastman at (403) 231- 3121.

Regards,



Lynn Eastman  
Consultant Tax

Enclosures

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2016 SEP 26 P 3:26  
TALLAHASSEE, FL 32301

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Pembina Midstream (U.S.A.) Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lynn Eastman

Name of Person	
Pembina Midstream (U.S.A.) Inc.	
Firm/Company	
4000- 585 8th Avenue S.W	
Address	
Calgary, AB T2P 1G1 <u>Canada</u>	
City/State and Zip code	
LEastman@pembina.com	
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

Gordon Fika	403	231-6347
Name of Person	Area Code	Daytime Telephone Number

**STREET/COURIER 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

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Pembina Midstream (U.S.A.) Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 68-0678214  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/30/2008 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)
6. 04/01/2015  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 4000-585 8th Avenue S.W, Calgary, AB, T2P-1G1 Canada  
(Principal office address)
- \_\_\_\_\_  
(Current mailing address, if different)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: CT Corporation System
- Office Address: 1200 South Pine Island Road  
Plantation, Broward, Florida 33324  
(City) (Zip code)

**9. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.*

Linda Stauffer  
(Registered agent's signature)

**Linda Stauffer  
Assistant Secretary**

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

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2018 SEP 26 P 3:26  
TALLAHASSEE, FLORIDA

11. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: See Attached Document

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. Keith Hillegonds  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Keith Hillegonds

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

**Pembina Midstream (U.S.A.) Inc.**  
**Schedule of Officers and Directors**

Name	Title	Business Address			
		Address	City	State	Zip Code
Michael H. Dilger	President & Chief Executive Officer	4000-585 8th Avenue S.W	Calgary	AB, Canada	T2P- 1G1
Harold K Andersen	VP, Legal & General Counsel	4000-585 8th Avenue S.W	Calgary	AB, Canada	T2P- 1G1
J. Scott Burrows	VP, Finance and CFO	4000-585 8th Avenue S.W	Calgary	AB, Canada	T2P- 1G1
Stuart V. Taylor	SVP, NGL and Natural Gas Facilities	4000-585 8th Avenue S.W	Calgary	AB, Canada	T2P- 1G1
Robert D. Lock	VP, Midstream - NGL	4000-585 8th Avenue S.W	Calgary	AB, Canada	T2P- 1G1
Keith Hillegonds	Vice President	1210 Rosedale Street	Houston	TX, USA	77004
Nick Kangles	Corporate Secretary	4000-585 8th Avenue S.W	Calgary	AB, Canada	T2P- 1G1
Gregory Moroney	Director	3322 Casseekey Island Road, #1004	Jupiter	FL, USA	33477
Keith Hillegonds	Director	1210 Rosedale Street	Houston	TX, USA	77004

TALAHASSEE, FLORIDA

2018 SEP 26 PM 3:26

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# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEMBINA MIDSTREAM (U.S.A.) INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF AUGUST, A.D. 2016.



4606906 8300

SR# 20165387006

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202869015

Date: 08-23-16