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DODGE COUNTY
REGISTER OF DEEDS
COMPUTER INDEX FEE \$ 47.

### **AFFIDAVIT OF CONVERSION**

STATE OF NEBRASKA ) ss COUNTY OF DODGE )

- J. M. Collingsworth, as Vice President of Mid-America Pipeline Company, LLC, a Delaware limited liability company, duly sworn, states:
- 1. Mid-America Pipeline Company was a validly existing corporation under the laws of the State of Delaware prior to the Certificate of Conversion being filed on July 30, 2002, a copy of which is attached hereto as <u>Exhibit "A"</u>.
- 2. Pursuant to the Certificate of Conversion, Mid-America Pipeline Company, a Delaware corporation, was converted into Mid-America Pipeline, LLC, a Delaware limited liability company.
- 3. Mid-America Pipeline, LLC succeeds to all right, title, and interest in any real property interests held by Mid-America Pipeline Company prior to conversion including, without limitation, the real property interests described on Exhibit "B" attached hereto.

Dated this Hh day of January, 2003.

MID-AMERICA PIPELINE, LLO

J. M. Collingsworth Vice President

mg

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| STATE OF <b>JULIS</b>      | )                            |       |   |
|----------------------------|------------------------------|-------|---|
| COUNTY OF HUYES            | ) SS.<br>)                   |       |   |
| The foregoing instrument w | as acknowledged before me on | Unwer | 4 |

Notary Public

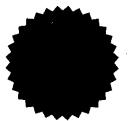
LISA HERNANDEZ
NOTARY PUBLIC STATE OF TEXAS
MY COMMISSION EXPIRES
SEPT 3, 2006

02357

PAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "MID-AMERICA PIPELINE COMPANY", CHANGING ITS NAME FROM "MID-AMERICA PIPELINE COMPANY" TO "MID-AMERICA PIPELINE COMPANY, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2002, AT 4:59 O'CLOCK P.M.



0679224 8100

020515444

Darriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1936063

DATE: 08-14-02

STATE OF DEIMARS
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:59 PM 07/30/2002
020485704 - 0679224

### CERTIFICATE OF CONVERSION

#### TO LIMITED LIABILITY COMPANY

OF

#### MID-AMERICA PIPELINE COMPANY

Pursuant to Sections 18-204 and 18-214 of the Delaware Limited Liability Company Act and Sections 103 and 266 of the Delaware General Corporation Law

- The corporation was originally incorporated on the 31<sup>st</sup> day of May, 1968 under the laws of the State of Delaware.
- 2. The name of the corporation immediately prior to the filing of this Certificate of Conversion is Mid-America Pipeline Company.
- 3. The name of the limited liability company into which the corporation shall be converted, as set forth in its Certificate of Formation, is Mid-America Pipeline Company, LLC.
- 4. This conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.

[SIGNATURE PAGE FOLLOWS]

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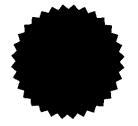
MID-AMERICA PIPELINE COMPANY, a Delaware corporation

Name: Craig Rainey Title: Assistant Secretary

### The First State

PAGE 2

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "MID-AMERICA PIPELINE COMPANY, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2002, AT 4:59 O'CLOCK P.M.



Varriet Smith Windson, Secretary of State

0679224 8100V

020515444

AUTHENTICATION: 1938407

DATE: 08-15-02

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 04:59 PM 07/30/2002 020485704 - 0679224

### CERTIFICATE OF FORMATION

**OF** 

### MID-AMERICA PIPELINE COMPANY, LLC

# Pursuant to Section 201 of the Delaware Limited Liability Company Act

- 1 The name of the limited liability company is Mid-America Pipeline Company, LLC.
- The address of its registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Mid-America Pipeline Company, LLC on this day of July, 2002.

Name: Deborah Reusch Title: Authorized Person

## EXHIBIT "B" DODGE COUNTY, NEBRASKA

| TRACT NO.                               | GRANTOR  | GRANTEE      | T/R/S       | LEGAL DESCRIPTION                            | RECORDED    | BOOK | PAGE            |
|---|--|--------------|-------------|--|-------------|------|-----------------|
| TITAOT ITO.                             | FRED K. DIXON AND HULDA A.   | MID-AMERICA  |             | NW/4 SW/4; SW/4 NE/4; NW/4 SEC 19,           |             |      |                 |
| 3-NE-DOD-10                             |  | PIPELINE CO. | 17N 10E 19  |  | 5/27/1960   | W    | 7_              |
| <u> </u>                                |  | MID-AMERICA  |             | NW/4 SW/4 & SW/4 NE/4 & NW/4 SEC 19,         |             |      |                 |
| 43-NE-DOD-10                            | ROGER P. CHRISTENSEN   | PIPELINE CO. | 17N 10E 19  |  | 9/12/1968   | 4    | 189             |
|   |  | MID-AMERICA  |             | NW/4 SW/4 & SW/4 NE/4 & NW/4 SEC 19,         |             |      |                 |
| 43-NE-DOD-10                            | THOMAS B. CHRISTENSEN  | PIPELINE CO. | 17N 10E 19  | T17N, R10E                                   | 9/12/1968   | 4    | 188             |
|   |  |              |             | NW/4 & NW/4 SW/4 & SW/4 NE/4 SEC 19,         |             |      |                 |
| 52-NE-DOD-10                            | ROGER P. CHRISTENSEN, ET AL  | MAPCO, INC.  | 17N 10E 19  | T17N, R10E                                   | 7/7/1969    | 4    | 588             |
|   | MRS. J. C. KAPPELER, AKA   | MID-AMERICA  |             | l  |             | l    | 4.4             |
| 3-NE-DOD-8                              | MILLIE E. KAPPELER   | PIPELINE CO. | 17N 9E 24   | S/2 SE/4 SEC 24, T17N, R9E                   | 5/27/1960   | W    | 11              |
|   | ANDREW HARVEY AND MRS.   | MID-AMERICA  | 1           |  | 0.60.44.000 | ٠    |                 |
| 3-NE-DOD-9                              | ANDREW HARVEY  | PIPELINE CO. | 17N 9E 24   | N/2 SE/4 SEC 24, T17N, R9E                   | 6/9/1960    | W    | 29              |
|   |  | MID-AMERICA  |             |  | 0.004000    |      |                 |
| 3-NE-DOD-4                              | RUSSEL K. PIERCE   | PIPELINE CO. | 17N 9E 25   | S/2 SE/4 SEC 25, T17N, R9E                   | 6/9/1960    | W    | 33              |
|   | CHARLES ANDERSON AND   | MID-AMERICA  | 1           | 014/4 0 ABA//4 DE/4 OEO 05 T17AL BOE         | E/07/4060   | l w  | 13              |
| 3-NE-DOD-5                              | MARJORIE ANDERSEN  | PIPELINE CO. | 17N 9E 25   | SW/4 & NW/4 SE/4 SEC 25, T17N, R9E           | 5/27/1960   | VV   | 13              |
| • | GUSTAVE V. WEISS AND HAZEL   | MID-AMERICA  | 471105.05   | NUO NELA CEC OF TAZAL DOE                    | 5/27/1960   | w    | l з             |
| 3-NE-DOD-6                              | B. WEISS   | PIPELINE CO. | 17N 9E 25   | W/2 NE/4 SEC 25, T17N, R9E                   | 5/2//1900   |      | -               |
|   | ANDREW HARVEY AND MRS.   | MID-AMERICA  | 4771 05 05  | OF A NEW & NEW CEW SEC OF TITN BOE           | 6/9/1960    | l w  | 31              |
| 3-NE-DOD-7                              | ANDREW HARVEY  | PIPELINE CO. | 17N 9E 25   | SE/4 NE/4 & NE/4 SE/4 SEC 25, T17N, R9E      | 0/9/1900    | 74   | 31              |
|   | MRS. J. C. KAPPELER, AKA   | MID-AMERICA  | 17N OF 05   | NE/4 NE/4 SEC 25, T17N, R9E                  | 5/27/1960   | w    | 11              |
| 3-NE-DOD-8                              | MILLIE E. KAPPELER   | PIPELINE CO. | 17N 9E 25   | NE/4 NE/4 SEC 25, 11/N, NSE                  | 3/2//1900   | - ** | - ' '           |
|   | JEAN F. MCCARTNEY AND LOIS   | MID-AMERICA  | 17N OF 96   | SW/4 NW/4; W/2 SW/4 SEC 36, T17N, R9E        | 5/27/1960   | l w  | 15              |
| 3-NE-DOD-1                              | M. MCCARTNEY   | PIPELINE CO. | 17N 9E 36   | 344/4 1444/4, 44/2 344/4 SEC 30, 117N, NBE   | 3/2//1900   | -    | <del>  ''</del> |
|   | PAUL A. GIGER AND RUTH M.  | MID-AMERICA  | 17N 9E 36   | SE/4 NW/4; E/2 SW/4 SEC 36, T17N, R9E        | 5/27/1960   | w    | 5               |
| 3-NE-DOD-2                              | GIGER  | PIPELINE CO. | 11/14 95 30 | 3E/4 19974, E/2 39974 SEC 30, 11719, R9E     | 3/2//1900   | 77   |                 |
|   | A CONTRACTOR OF THE STATE OF TH | MID-AMERICA  | 17N 9E 36   | N/2 NW/4; W/2 NE/4 SEC 36, T17N, R9E         | 5/27/1960   | w    | 9               |
| 3-NE-DOD-3                              | AMANDA MEIERHENRY  | PIPELINE CO. | 11/14 aE 30 | INZ INTVIT, VVIZ INEIT GLO GO, I I / IN, NGE | 3/2//1900   | **   |                 |