

STATE OF DELAWARE 0702
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

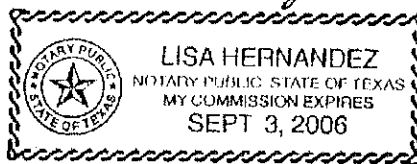
1. The corporation was originally incorporated on the 31st day of May, 1968 under the laws of the State of Delaware.
2. The name of the corporation immediately prior to the filing of this Certificate of Conversion is Mid-America Pipeline Company.
3. The name of the limited liability company into which 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]

STATE OF Texas)
COUNTY OF Tarrant) SS.

The foregoing instrument was acknowledged before me on January 17, 2003, by J. M. Collingsworth, Vice President of Mid-America Pipeline, LLC, a Delaware limited liability company.

Lisa Hernandez
Notary Public

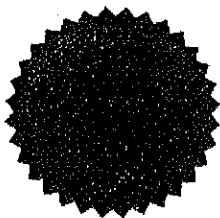


Delaware

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1936063

DATE: 08-14-02

**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

1. The corporation was originally incorporated on the 31st 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]

IN WITNESS WHEREOF, Mid-America Pipeline Company has caused this Certificate of Conversion to Limited Liability Company to be executed in its name this 30th day of July, 2002.

MID-AMERICA PIPELINE
COMPANY, a Delaware corporation

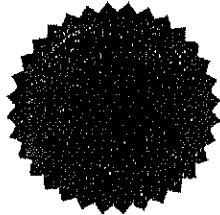
By: 
Name: **Craig Rainey**
Title: **Assistant Secretary**

Delaware

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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0679224 8100V

020515444

AUTHENTICATION: 1938407

DATE: 08-15-02

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.

2 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 30 day of
July, 2002.



Name: Deborah Reusch
Title: Authorized Person

EXHIBIT "B"
DOUGLAS COUNTY, NEBRASKA

TRACT NO.	GRANTOR	GRANTEE	T/R/S	LEGAL DESCRIPTION	RECORDED	BOOK	PAGE
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
3-NE-DO-13	HARRY BERGSTROM	MID-AMERICA PIPELINE CO.	16N 9E 11	S/2 NE/4 SEC 11, T16N, R9E	6/3/1960	MISC 354	17
3-NE-DO-14	ADOLF MARSH	MID-AMERICA PIPELINE CO.	16N 9E 11	N/2 NE/4 SEC 11, T16N, R9E	6/3/1960	MISC 354	19
3-NE-DO-10	VERNON J. WICKLUND AND MARIE E. WICKLUND	MID-AMERICA PIPELINE CO.	16N 9E 14	W/2 SW/4 NE/4 & N/2 SE/4 NW/4 SEC 14, T16N, R9E	6/3/1960	MISC 354	15
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
3-NE-DO-8	MARIE PARSON AND M.H. PARSON	MID-AMERICA PIPELINE CO.	16N 9E 14	PART OF SE/4 SW/4 SEC 14, T16N, R9E	7/28/1960	MISC 356	45
3-NE-DO-9	ALVIN L. WICKLUND	MID-AMERICA PIPELINE CO.	16N 9E 14	NE/4 SW/4; PART OF SE/4 SW/4; S/2 SE/4 NW/4 SEC 14, T16N, R9E	6/3/1960	MISC 354	13
564-NE-DO-8	MYRA T. PARSON	MID-AMERICA PIPELINE CO.	16N 9E 14	A PART OF SE/4 SW/4 OF SEC 14, T16N, R9E	8/24/1998	1260	244*
564-NE-DO-8	MYRA T. PARSON	MID-AMERICA PIPELINE CO.	16N 9E 14	A PART OF SE/4 SW/4 OF SEC 14, T16N, R9E	1/19/1999	1278	327
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
3-NE-DO-16	RICHARD N. JOHNSON AND MARIE W. JOHNSON	MID-AMERICA PIPELINE CO.	16N 9E 2	SE/4 SE/4 NE/4 SEC 2, T16N, R9E	7/1/1960	MISC 354	715
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
3-NE-DO-5	JACK F. PAULSON AND LEONA C. PAULSON	MID-AMERICA PIPELINE CO.	16N 9E 22	E/2 SE/4 SEC 22, T16N, R9E	5/3/1960	MISC 353	9
49-NE-DO-5	JACK F. PAULSON AND LEONA C. PAULSON	MID-AMERICA PIPELINE CO.	16N 9E 22	E/2 SE/4 OF SEC 22, T16N, R9E	5/3/1960	MISC 353	9
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
3-NE-DO-6	FLORENCE ENNIS AND FRANK B. ENNIS	MID-AMERICA PIPELINE CO.	16N 9E 23	PART OF SW/4 SEC 23, T16N, R9E	6/4/1968	464	249
3-NE-DO-7	ARTHUR KENT SNIDE	MID-AMERICA PIPELINE CO.	16N 9E 23	NW/4 SEC 23, T16N, R9E	6/3/1960	MISC 354	11
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

01-60-2000

16-9-11

16-9-14

16-9-2

16-9-22

16-9-23

EXHIBIT "B"
DOUGLAS COUNTY, NEBRASKA

TRACT NO.	GRANTOR	GRANTEE	T/R/S	LEGAL DESCRIPTION	RECORDED	BOOK	PAGE
16-9-2 3-NE-DO-3	JOHN H. PLETTNER AND NELLIE PLETTNER	MID-AMERICA PIPELINE CO.	16N 9E 27	NE/4; E/2 NW/4; LOTS 2 & 3 IN S/2 NW/4 OF SEC 27, T16N, R9E	5/3/1960	MISC 353	5
43-NE-DO-2	RENA H. MCCLENEGHAN	MID-AMERICA PIPELINE CO.	16N 9E 27	W/2 SE/4 OF SEC 27, T16N, R9E	9/19/1968	MISC 468	393
3-NE-DO-1	VALLEY FEED YARDS, INC.	MID-AMERICA PIPELINE CO.	16N 9E 34	N/2 AND GOVT. LOT 4 SEC 34, T16N, R9E	7/28/1960	MISC 356	49
3-NE-DO-1	VALLEY FEED YARDS, INC.	MID-AMERICA PIPELINE CO.	16N 9E 34	SE/4 & N/2 SEC 34, T16N, R9E	7/29/1960	MISC 356	116
43-NE-DO-1	VALLEY FEED YARDS, INC.	MID-AMERICA PIPELINE CO.	16N 9E 34	W3/4 N/2 & GOV. LOT 4 IN SEC 34, T16N, R9E	5/29/1968	MISC 464	157
52-NE-DO-1	VALLEY FEED YARDS, INC.	MAPCO, INC.	16N 9E 34	GOV. LOTS 2, 3, & 4 IN SEC 34, T16N, R9E	7/11/1969	MISC 478	283

EXHIBIT 'B'

TRACT	DATE	CAPTION	GRANTOR	GRANTEE	RECORDED	BOOK/PAGE
3-NE-DO-17 DESCRIPTION: PART OF NORTHWEST QUARTER OF SECTION 1, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	5/20/60	GRANT OF EASEMENT	JEAN F. MCCARTNEY AND LOIS M. MCCARTNEY	MID-AMERICA PIPELINE CO	6/3/60	354 / 25
3-NE-DO-12 DESCRIPTION: PART OF SOUTH HALF AND NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	5/25/60	GRANT OF EASEMENT	ANDREZ F. AKERLUND AND FRANCES J. AKERLUND	MID-AMERICA PIPELINE CO	7/1/60	354 / 711
3-NE-DO-11 DESCRIPTION: PART OF NORTHEAST QUARTER OF NORTHWEST QUARTER OF SECTION 14, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	5/20/60	GRANT OF EASEMENT	EDNA E. WICKLUND	MID-AMERICA PIPELINE CO	6/3/60	354 / 23
3-NE-DO-15 DESCRIPTION: PART OF SOUTHEAST QUARTER OF SECTION 2, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	5/19/60	GRANT OF EASEMENT	WILLIAM H. KEARNS, TRUSTEE AND IRVING WARSHAW, TRUSTEE	MID-AMERICA PIPELINE CO	7/1/60	354 / 713
3-NE-DO-4 DESCRIPTION: PART OF WEST HALF OF SOUTHEAST QUARTER OF SECTION 22, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	4/28/60	GRANT OF EASEMENT	THEODORE O. PARSONS AND MRS. BESSIE PARSONS	MID-AMERICA PIPELINE CO	5/3/60	353 / 7
3-NE-DO-6 DESCRIPTION: PART OF NORTHWEST QUARTER SOUTHWEST QUARTER SOUTH AND EAST OF UNION PACIFIC RR IN SECTION 23, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	5/11/60	GRANT OF EASEMENT	FLORENCE ENNIS AND FRANK B. ENNIS	MID-AMERICA PIPELINE CO	6/3/60	354 / 9
3-NE-DO-1 DESCRIPTION: PART OF WEST HALF SOUTHEAST QUARTER OF SECTION 27, TOWNSHIP 16 NORTH, RANGE 9 EAST, DOUGLAS COUNTY, NEBRASKA	5/23/60	GRANT OF EASEMENT	RENA H. MCLENEGHAN	MID-AMERICA PIPELINE CO	7/1/60	354 / 707

11-13-580 - Lots 1 and 2, Ginger Cove Replat 1, a Subdivision, Douglas County, Nebraska: AND
 11-13-582 - Lot 35, Ginger Cove Replat 2, a Subdivision, Douglas County, Nebraska: AND
 11-13-583 - Lots 16 and 17, Ginger Cove Replat 4, a Subdivision, Douglas County, Nebraska: AND
 11-13-584

01-16-2000

1-16

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11-13-584