

October 27, 2010

RECEIVED

OCT 28 2010

PUBLIC SERVICE COMMISSION

Mr. Darrell Nitschke
Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

RE: Hiland Operating, LLC
Case No. PU-10-555

Dear Mr. Nitschke:

Please find enclosed herewith for filing an original and ten copies of the following documents:

1. Certificate of Good Standing for Hiland Operating, LLC from the North Dakota Secretary of State; and
2. Certified copy of Hiland Operating, LLC Certificate of Formation from the Delaware Secretary of State.

Also enclosed herewith is a disk containing the same in PDF format. Should you have any questions, please advise.

Sincerely,

LAWRENCE BENDER

LB/mpg
Enclosures
cc: Mr. Mike Higgins – (*Via Email w/enc.*)

4824707_1.DOC

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

HILAND OPERATING, LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that HILAND OPERATING, LLC, a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 5, 2005, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

HILAND OPERATING, LLC

Issued: October 26, 2010

A handwritten signature in black ink, reading "Alvin A. Jaeger".

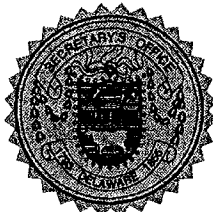
Alvin A. Jaeger
Secretary of State

Delaware

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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 FORMATION OF "HILAND OPERATING, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF OCTOBER, A.D. 2004, AT 11:28 O'CLOCK A.M.



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040748938

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3416203

DATE: 10-18-04

CERTIFICATE OF FORMATION

OF

HILAND OPERATING, LLC

This Certificate of Formation, dated October 18, 2004, has been duly executed and is filed pursuant to Section 18-201 of the Delaware Limited Liability Company Act (the "Act") to form a limited liability company (the "Company") under the Act.

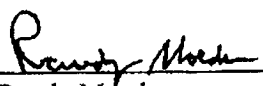
1. **Name.** The name of the Company is: "Hiland Operating, LLC".
2. **Registered Office; Registered Agent.** The address of the registered office required to be maintained by Section 18-104 of the Act is:

Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

The name and the address of the registered agent for service of process required to be maintained by Section 18-104 of the Act are:

The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

EXECUTED as of the date written first above.

By: 
Randy Moeder
Authorized Person