

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TESORO HIGH PLAINS PIPELINE COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TESORO HIGH PLAINS PIPELINE COMPANY" TO "TESORO HIGH PLAINS PIPELINE COMPANY LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 2010, AT 1:22 O'CLOCK P.M.

3416709 8100V

101115952

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8375130

DATE: 11-23-10

1

PU-11-229 Filed: 4/1/2011
Corporate papers

Pages: 8

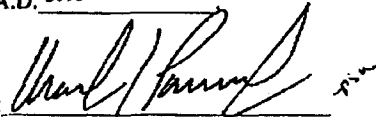
Tesoro High Plains Pipeline Company, LLC

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:22 PM 11/23/2010
FILED 01:22 PM 11/23/2010
SRV 101115952 - 3416709 FILE

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is DELAWARE.
- 2.) The jurisdiction immediately prior to filing this Certificate is DELAWARE.
- 3.) The date the corporation first formed is 07/20/2001.
- 4.) The name of the Corporation immediately prior to filing this Certificate is
TESORO HIGH PLAINS PIPELINE COMPANY.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of
Formation is TESORO HIGH PLAINS PIPELINE COMPANY LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
22nd day of November, A.D. 2010

By: 
Authorized Officer

Name: Charles S. Parrish
Print or Type

Title: Executive Vice President,
General Counsel and Secretary

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "TESORO HIGH PLAINS PIPELINE COMPANY LLC" FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 2010, AT 1:22 O'CLOCK P.M.



3416709 8100V

101115952

You may verify this certificate online
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8375130

DATE: 11-23-10

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:22 PM 11/23/2010
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CERTIFICATE OF FORMATION

OF

TESORO HIGH PLAINS PIPELINE COMPANY LLC

1. The name of the limited liability company is:

Tesoro High Plains Pipeline Company LLC

2. The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400 in the City of Wilmington, Delaware 19808. The name of its registered agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Tesoro High Plains Pipeline Company LLC this 22nd day of November, 2010.

By: Rachel Mantz
Authorized Person

Name: Rachel W. Mantz

EXHIBIT “C”

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

TESORO HIGH PLAINS PIPELINE COMPANY LLC
Secretary of State ID#: 17,215.300

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that an application of

TESORO HIGH PLAINS PIPELINE COMPANY LLC

for a Certificate of Authority to transact business in this State, duly signed and executed as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY, have been received in this office and are found to conform to law.

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

TESORO HIGH PLAINS PIPELINE COMPANY LLC

to transact business in this State under the name of

TESORO HIGH PLAINS PIPELINE COMPANY LLC

Issued: December 9, 2010

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TESORO HIGH PLAINS PIPELINE COMPANY LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF DECEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TESORO HIGH PLAINS PIPELINE COMPANY LLC" WAS FORMED ON THE TWENTIETH DAY OF JULY, A.D. 2001.

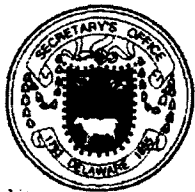
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

3416709 8300

101165044

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8411237

DATE: 12-08-10