

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:48 PM 09/10/2010  
FILED 01:39 PM 09/10/2010  
SRV 100898501 - 4870333 FILE

**CERTIFICATE OF FORMATION**  
**OF**  
**BAKKENLINK PIPELINE LLC**

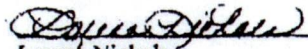
This Certificate of Formation of BakkenLink Pipeline LLC (the "LLC"), dated September 10, 2010, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.)

**FIRST.** The name of the limited liability company formed hereby is BakkenLink Pipeline LLC.

**SECOND.** The address of the registered office of the LLC in the State of Delaware is c/o Capitol Services, Inc., 615 South Dupont Highway, Dover, Delaware 19901.

**THIRD.** The name and address of the registered agent for service of process on the LLC in the State of Delaware is Capitol Services, Inc., 615 South Dupont Highway, Dover, Kent County, Delaware 19901.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

  
Lorená Nichols  
Authorized Person

686495.0005 WEST 200102770 v1



2 PU-11-566 Filed: 12/16/2013 Pages: 3  
Corporate papers

BakkenLink Pipeline, LLC

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BAKKENLINK PIPELINE 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 THIRTEENTH DAY OF DECEMBER, A.D. 2013.

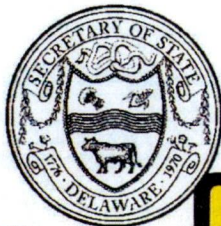
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BAKKENLINK PIPELINE LLC" WAS FORMED ON THE TENTH DAY OF SEPTEMBER, A.D. 2010.

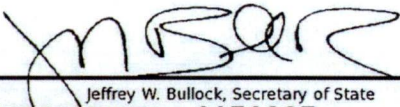
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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



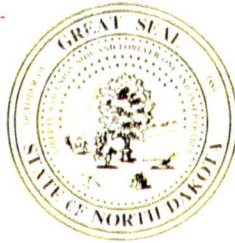
  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0979387

DATE: 12-13-13



# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF GOOD STANDING OF

BAKKENLINK PIPELINE LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that BAKKENLINK PIPELINE LLC, a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on February 24, 2011, 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

BAKKENLINK PIPELINE LLC

Issued: December 13, 2013

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

Alvin A. Jaeger  
Secretary of State

