

April 29, 2014

*Via U.S. Mail*

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



In re: Meadowlark Midstream Company, LLC  
Divide Lateral Pipeline Project  
Divide and Williams Counties  
Our File No.: 88-393-002


Dear Mr. Nitschke:

Please find enclosed for filing eleven copies of the following:

- 1) Delaware Certificate of Formation of Bear Tracker Energy, LLC;
- 2) Delaware Certificate of Amendment of Certificate of Formation of Bear Tracker Energy, LLC, to Meadowlark Midstream Company, LLC;
- 3) Delaware Certificate of Amendment Changing Registered Agent;
- 4) North Dakota Certificate of Authority of Bear Tracker Energy, LLC;
- 5) North Dakota Amended Certificate of Authority of Bear Tracker Energy, LLC, to Meadowlark Midstream Company, LLC; and
- 6) North Dakota Registered Agent Statement of Change.

Please call should you have any questions. Thank you.

Very truly yours,



John W. Morrison

lh  
enc.

cc: Megan Davis (via email)

# Delaware

PAGE 2

*The First State*

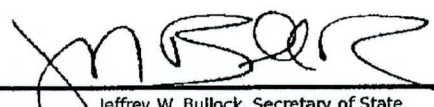
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "BEAR TRACKER ENERGY, LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2010, AT 12:50 O'CLOCK P.M.



4843535 8100V

100709383

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: 8092972

DATE: 07-02-10

**CERTIFICATE OF FORMATION  
OF  
BEAR TRACKER ENERGY, LLC**

This CERTIFICATE OF FORMATION OF BEAR TRACKER ENERGY, LLC has been duly executed and is filed pursuant to § 18-201 of the Delaware Limited Liability Company Act (the "Act") (6 Del. C. § 18-101, *et. seq.*) to form a limited liability company (the "Company") under the Act.

1. The name of the Company is Bear Tracker Energy, LLC.
2. The address of the registered office required to be maintained in the State of Delaware by § 18-104 of the Act is:

1209 Orange Street  
Wilmington, Delaware 19801  
County of New Castle

The Company's registered agent at such address is The Corporation Trust Company.

3. This Certificate of Formation shall be effective on the date of filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 30th day of June, 2010.

/s/ Robert J. Clark  
Robert J. Clark, Manager

# Delaware

PAGE 1

*The First State*

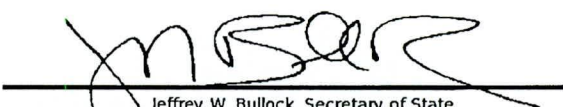
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BEAR TRACKER ENERGY, LLC", CHANGING ITS NAME FROM "BEAR TRACKER ENERGY, LLC" TO "MEADOWLARK MIDSTREAM COMPANY, LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF FEBRUARY, A.D. 2013, AT 1:24 O'CLOCK P.M.

4843535 8100

130181560

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: 0219483

DATE: 02-15-13

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:24 PM 02/15/2013  
FILED 01:24 PM 02/15/2013  
SRV 130181560 - 4843535 FILE

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF FORMATION  
OF  
BEAR TRACKER ENERGY, LLC**

Bear Tracker Energy, LLC, a limited liability company organized and existing under and by virtue of the Delaware Limited Liability Act (the "Company") does hereby certify:

1. The present name of the Company is Bear Tracker Energy, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

"The name of the company shall be Meadowlark Midstream Company, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 15th day of February, 2013.

BEAR TRACKER ENERGY, LLC

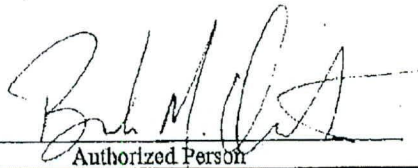
By: 

Brock M. Degeyter  
Authorized Person

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT CHANGING ONLY THE  
REGISTERED OFFICE OR REGISTERED AGENT OF A  
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is \_\_\_\_\_  
Meadowlark Midstream Company, LLC
2. The Registered Office of the limited liability company in the State of Delaware is changed to 1675 South State St., Ste B  
\_\_\_\_\_  
(street), in the City of Dover  
\_\_\_\_\_  
Zip Code 19901 \_\_\_\_\_, The name of the Registered Agent at such address upon whom process against this limited liability company may be served is \_\_\_\_\_  
Capitol Services, Inc.

By:   
Authorized Person

Name: Brock M. Degeyter  
Print or Type

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF AUTHORITY OF

BEAR TRACKER ENERGY, LLC  
Secretary of State ID#: 28,606,600

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

BEAR TRACKER ENERGY, 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

BEAR TRACKER ENERGY, LLC

to transact business in this State under the name of

BEAR TRACKER ENERGY, LLC

Issued: March 10, 2011

A handwritten signature in cursive script that reads "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

# *State of North Dakota*

## SECRETARY OF STATE



### AMENDED CERTIFICATE OF AUTHORITY OF

BEAR TRACKER ENERGY, LLC

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

BEAR TRACKER ENERGY, LLC

for an Amended 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 Amended Certificate of Authority to

MEADOWLARK MIDSTREAM COMPANY, LLC  
under the name of  
MEADOWLARK MIDSTREAM COMPANY, LLC

Issued: March 27, 2013

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

Alvin A. Jaeger  
Secretary of State



**AMENDED CERTIFICATE OF AUTHORITY  
FOREIGN LIMITED LIABILITY COMPANY  
APPLICATION**

SECRETARY OF STATE  
SFN 51734 (10-2012)



**RECEIVED**

FOR OFFICE USE ONLY

System ID Number	28.606.600	
WO Number	1005796	
Filed	3-27-13	By LF

SEE INSTRUCTIONS FOR FEES, FILING AND MAILING INFORMATION

1A. The application **MUST** be accompanied by ALL of the following:

- Filing fee of \$50
- If amending the name, a current Certificate of Fact verifying the name change certified by the government officer of the state or country where Articles of Organization are filed.

**MAR 27 2013**

B. The following **MAY** be required:

- Signed Consent to Use Business Name and fee of \$10
- Trade Name Registration and fee of \$25

SEC. OF STATE

TYPE OR PRINT LEGIBLY

For reference, see North Dakota Century Code Section 10-32-140.

2. Type of Limited Liability Company Applying for Amended Certificate of Authority (check one) <input checked="" type="checkbox"/> Foreign Business <input type="checkbox"/> Foreign Professional		3. Reason for Amended Certificate of Authority <input checked="" type="checkbox"/> Name Changed <input type="checkbox"/> Correction	
4. Name of Limited Liability Company EXACTLY as Currently Authorized by the North Dakota Secretary of State Bear Tracker Energy, LLC		5. Federal ID Number 26-3695418	
6. Name of Limited Liability Company as Amended, EXACTLY as it Appears on Certificate of Fact from the State or Country of Origin Meadowlark Midstream Company, LLC			
7. If applicable, provide the trade name and complete the Trade Name Registration form if selected trade name is not already registered in North Dakota. Only provide the trade name in this line if: a) The "new" limited liability company name is not in the form as required of limited liability companies in North Dakota. b) The Secretary of State has notified the limited liability company that its "new" name is the same or deceptively similar to a name already registered, and the limited liability company is unable to obtain Consent to Use Business Name from the previous filer or a certified copy of a final decree of a court of competent jurisdiction establishing prior right of this limited liability company to use of the name in North Dakota. c) The limited liability company does not wish to use or protect its "new" name in North Dakota and chooses to use a name other than its limited liability company name.			
8. Complete Address of Principal Executive Office (Street/RR, PO Box, City, State, ZIP+4) which may not be only a post office box 999 18th Street, Suite 3400, Denver, CO 80202		9. State or Country Where Organized Delaware	
10. Limited Liability Company Will Expire in State or Country of Origin (check one) <input checked="" type="checkbox"/> Perpetual <input type="checkbox"/> Expires - Specify Date (mm/dd/yyyy):		11. Telephone Number (720) 452-6220	12. Toll-free Telephone Number
13A. Name of <u>Commercial</u> Registered Agent in <u>North Dakota</u> CT Corporation System		13B. Name of <u>Noncommercial</u> Registered Agent in <u>North Dakota</u> OR	
13C. Address of <u>Noncommercial</u> Registered Agent in <u>North Dakota</u> (Street/RR, PO Box, City, State, ZIP+4) May not be only a post office box.			
14. Nature of Business or Activities the Limited Liability Company Conducts or Intends to Conduct in North Dakota Engage in Midstream Business in North America, primarily in the Rocky Mountains and Willison Basin, North Dakota			
15. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY			
MANAGERS		Check box if Manager also serves as Governor	
		<input type="checkbox"/>	
		<input type="checkbox"/>	
		<input type="checkbox"/>	
		<input type="checkbox"/>	
MANAGING MEMBER Summit Midstream Partners Holdings, LLC		2100 McKinney Avenue, Suite 1250, Dallas, TX 75201	
MANAGING MEMBER			
If needed, attach sheet to add names of additional managers or governors.			

16. "The undersigned has read the foregoing application, knows the contents, and believes the statements to be true. I further authorize the Secretary of State to correct numbers 4, 6, 9, 13A, 13B, and 13C if not correctly reflected. I understand that if I make a false statement in this document, I may be subject to criminal penalties."

Signature 	Date March 26, 2013
17. Name of Person to Contact about this Document Diana Kennedy	Email Address dkennedy@summitmidstream.com
Daytime Telephone Number and Extension, if any (214) 865-6232	

# Delaware

PAGE 1

*The First State*

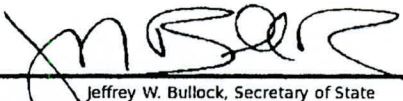
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BEAR TRACKER ENERGY, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MEADOWLARK MIDSTREAM COMPANY, LLC", THE FIFTEENTH DAY OF FEBRUARY, A.D. 2013, AT 1:24 O'CLOCK P.M.



4843535 8320

130362193

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: 0314816

DATE: 03-26-13



**COMMERCIAL OR NONCOMMERCIAL REGISTERED  
AGENT/OFFICE STATEMENT OF CHANGE**  
SECRETARY OF STATE  
SFN 13019 (03-2012)



FOR OFFICE USE ONLY

ID number	28,606,600
WO	1020968
Filed	5-22-13
By	JLD

RECEIVED

MAY 07 2013

SEC. OF STATE

ONLY complete this form and send payment if a change is being made to the name of the registered agent or to the address of a non-commercial registered agent.

1. FILING FEE: \$10.00

NO FEE: To change the address resulting from a postal reassignment, rezoning, or 911 address implementation

TYPE OR PRINT LEGIBLY

SEE INSTRUCTIONS ON PAGE 2 AND 3

For reference, see North Dakota Century Code, Chapter 10-01.1.

2. Name of the organization changing registered agent/office: (cooperative association, corporation, limited liability company, limited liability partnership, limited partnership, limited liability limited partnership, or real estate investment trust)		3. Federal ID number
Meadowlark Midstream Company, LLC		
4.A. Name of <u>commercial</u> registered agent in <u>North Dakota</u>	OR	4.B. Name of <u>noncommercial</u> registered agent in <u>North Dakota</u> (or new name of current noncommercial registered agent)
Capitol Corporate Services, Inc.		
5A. New address of the <u>noncommercial</u> registered agent named in number 4B (It cannot only be a post office box; it must include the noncommercial registered agent's physical address <u>in North Dakota</u> .) If applicable for mailing purposes, a post office box can be added to the physical address.		
Physical Address		PO Box
City	State	Zip
B. Change of address is result of: (check one)		
<input type="checkbox"/> Appointment of a new commercial or noncommercial registered agent.		
<input type="checkbox"/> New location for current noncommercial registered agent		
<input type="checkbox"/> Postal reassignment, rezoning, or implementation of 911 address.		
C. Is the address in number 5A the same address as the principal place of business for the organization named in number 2?		
<input type="checkbox"/> Yes <input type="checkbox"/> No		
6. If a new <u>commercial</u> registered agent or a new <u>noncommercial</u> registered agent has been named in number 4A or 4B, an officer, manager, or other individual authorized by the organization named in number 2 may sign this statement. If only the address of the current noncommercial registered agent is changing or the noncommercial registered agent has changed their name, then the noncommercial registered agent may sign the statement.		
"As required by state law, I certify that:		
• The new commercial registered agent or new noncommercial registered agent named in number 4A or 4B, if applicable, was appointed by a resolution as required by state law, and was adopted by the governing structure of the organization named in number 2;		
• The new address in number 5A, if applicable, for the current or newly appointed noncommercial registered agent is the same address where the noncommercial registered agent can be located during normal business hours;		
• The undersigned has read the foregoing statements, knows the contents thereof and believes same to be true;		
• The undersigned is authorized to sign the statement;		
• The Secretary of State is authorized to correct numbers 2, 4A, and 4B if not correctly reflected, and		
• I understand that if I make a false statement in the document, I may be subject to criminal penalties."		
Signature		Date
		5/2/2013
7. Name of person to contact about this document:	E-mail address:	Daytime telephone number (with extension if applicable):
Myra Simmons	mslmmmons@capitol-services.com	800-345-4647