

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

CALIBER BEAR DEN INTERCONNECT LLC
Secretary of State ID#: 41,461,300

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

CALIBER BEAR DEN INTERCONNECT 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

CALIBER BEAR DEN INTERCONNECT LLC

to transact business in this State under the name of

CALIBER BEAR DEN INTERCONNECT LLC

Issued: July 6, 2016

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

Alvin A. Jaeger
Secretary of State



CERTIFICATE OF AUTHORITY FOREIGN LIMITED LIABILITY COMPANY APPLICATION
 SECRETARY OF STATE
 SFN 19381 (10-2012)

FOR OFFICE USE ONLY

System ID Number	41,461,300 FLLC	
WO Number	1421189	
Filed	7/6/2016	By B8P

RECEIVED
 JUN 17 2016

1. The application is accompanied by the following:
- *Filing fee of \$135
 - *Current CERTIFICATE OF GOOD STANDING or CERTIFICATE OF EXISTENCE duly authenticated by the organizing officer of the state or country of organization

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

SEE INSTRUCTIONS FOR FEES, FILING AND MAILING INFORMATION

TYPE OR PRINT LEGIBLY

For reference, see North Dakota Century Code Sections 10-31-01, 10-31-13.1 and 10-32-138.

2. Type of Limited Liability Company Applying for Certificate of Authority (check one)		3. Federal ID Number	
<input checked="" type="checkbox"/> Foreign Business <input type="checkbox"/> Foreign Professional			
4. Name of Limited Liability Company EXACTLY as it appears on Certificate of Good Standing from State or Country of Origin Caliber Bear Den Interconnect LLC			
5. 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 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 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 name in North Dakota and chooses to use a name other than its limited liability company name.			
6. Complete Address of Principal Executive Office (Street/RR, PO Box, City, State, ZIP+4) which may not be only a post office box 1200 17th Street, Suite 2100, Denver, CO 80202			
7. State or Country Where Organized Delaware	8. 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):		
9. Telephone Number 303-628-1410	10. Toll-free Telephone Number		
11A. Name of <u>Commercial</u> Registered Agent in North Dakota C T Corporation System	11B. Name of <u>Noncommercial</u> Registered Agent in North Dakota OR		
11C. Address of <u>Noncommercial</u> Registered Agent in North Dakota (Street/RR, PO Box, City, State, ZIP+4) May not be only a post office box.			
12. Nature of Business or Activities the Limited Liability Company Intends to Conduct in North Dakota Midstream Oil and Gas			
13. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY			
MANAGERS	Check box if Manager also serves as Governor	Street/RR	COMPLETE MAILING ADDRESS PO Box City State ZIP+4
	<input type="checkbox"/>		
	<input type="checkbox"/>		
	<input type="checkbox"/>		
	<input type="checkbox"/>		
MANAGING MEMBER Caliber Midstream Partners, L.P.		1200 17th Street, Ste. 2100	Denver CO 80202
MANAGING MEMBER			
If needed, attach sheet to add names of additional managers or governors.			

14. "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, 7, 11A, 11B, and 11C if not correctly reflected. I understand that if I make a false statement in this document, I may be subject to criminal penalties."

Signature 	Scott Gruber	Date 6-15-16
15. Name of Person to Contact about this Document Susan McCrancy	Email Address Susan.McCrancy@wolterskluwer.com	Daytime Telephone Number and Extension, if any

Delaware

The First State

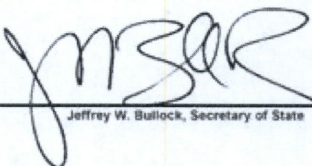
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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "CALIBER BEAR DEN INTERCONNECT LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JUNE, A.D. 2016, AT 7:38 O`CLOCK P.M.



6067854 8100
SR# 20164438581

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



Jeffrey W. Bullock, Secretary of State

Authentication: 202483930
Date: 06-13-16

**STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION**

First: The name of the limited liability company is _____
Caliber Bear Den Interconnect LLC

Second: The address of its registered office in the State of Delaware is The
Corporation Trust Company in the City of Wilmington.
Zip code 19801. The name of its Registered agent at such address is
Corporation Trust Center, 1209 Orange Street

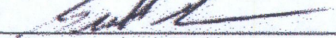
Third: (Use this paragraph only if the company is to have a specific effective date of
dissolution: "The latest date on which the limited liability company is to dissolve is
_____".)

Fourth: (Insert any other matters the members determine to include herein.)

The name of the sole organizer is Scott Gruber and the
address of the organizer is Caliber Midstream Partners,
L.P., 1200 17th Street, Suite 2100, Denver, CO 80202

In Witness Whereof, the undersigned have executed this Certificate of Formation this

13 day of June, 2016.

By: 
Authorized Person (s)

Name: Scott Gruber