

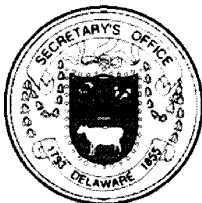
Delaware

The First State

Page 1

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 RESTATED CERTIFICATE OF "QEP FIELD SERVICES, LLC", CHANGING ITS NAME FROM "QEP FIELD SERVICES, LLC" TO "ANDEAVOR FIELD SERVICES LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 2017, AT 1:21 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2017 AT 12:01 O'CLOCK A.M.



5591476 8100
SR# 20175932056

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



Jeffrey W. Bullock, Secretary of State

Authentication: 203137580
Date: 08-29-17

EXHIBIT A

**AMENDED AND RESTATED
CERTIFICATE OF FORMATION
OF
QEP FIELD SERVICES, LLC**

This Amended and Restated Certificate of Formation of QEP Field Services, LLC, a Delaware limited liability company (the "Company"), dated as of August 29, 2017, has been duly executed and is being filed by the undersigned in accordance with the provisions of Section 18-208 of the Delaware Limited Liability Company Act, to amend and restate the original Certificate of Formation of the Company which was filed on the 21st day of August, 2014 with the Secretary of the State of Delaware (the "Certificate"), to form a limited liability company.

The Certificate is hereby amended and restated in its entirety effective as of 12:01 a.m. E.T. on August 31, 2017 to read as follows:

1. Name. The name of the limited liability company formed hereby is Andeavor Field Services LLC.
2. Registered Office. The address of the registered office of the Company in the State of Delaware is 251 Little Falls Drive, Wilmington, DE 19808.
3. Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808.

[Signature Page Follows]

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

By: Elisa D. Watts
Elisa D. Watts, Assistant Secretary

EXHIBIT A

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ANDEAVOR FIELD SERVICES LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ANDEAVOR FIELD SERVICES LLC, a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 26, 2017, 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

ANDEAVOR FIELD SERVICES LLC

Issued: February 01, 2018

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

Alvin A. Jaeger
Secretary of State

EXHIBIT B