

March 28, 2025

*Via Electronic Mail & U.S. Mail*

Mr. Steve Kahl  
North Dakota Public Service Commission  
600 E. Boulevard, Dept. 408  
Bismarck, ND 58505-0480  
[ndpsc@nd.gov](mailto:ndpsc@nd.gov)

In re: Grayson Mill Operating, LLC  
Siting Application  
Missouri River Crossing Pipeline Project  
Williams & McKenzie Counties  
Case No. PU-24-311  
Our File No. 411104-000031

Dear Mr. Kahl:

Enclosed for filing in the above-referenced matter, please find the Notice of Merger and Name Change and Request for Reissuance of Certificate and Permit.

Please feel free to contact me if you have any questions. Thank you.

Sincerely,



Wade C. Mann

WCM/lh  
Enc.

cc: Adam Osbeck (via email)

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF NORTH DAKOTA**

**Devon Energy Williston, L.L.C., f/k/a Grayson Mill  
Operating, LLC  
Notice of Merger and Name Change & Request for  
Reissuance of Certificate of Corridor Compatibility  
No. 236 & Route Permit No. 247  
Siting – Williams & McKenzie Counties**

**Case No. PU-24-311  
Case No. PU-25-\_\_\_**

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**NOTICE OF MERGER AND NAME CHANGE AND  
REQUEST FOR REISSUANCE OF CERTIFICATE AND PERMIT**

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On January 22, 2025, in Case No. PU-24-311, the North Dakota Public Service Commission (“Commission”) approved Findings of Fact, Conclusions of Law, and Order issuing Certificate of Corridor Compatibility No. 236 (“Certificate”) and Route Permit No. 247 (“Permit”) for an approximate 14.72-mile, 8-inch diameter crude oil pipeline and associated facilities in Williams and McKenzie Counties, North Dakota (“Pipeline”) to Grayson Mill Operating, LLC. Case No. PU-24-311, Docket No. 49. The Pipeline originates at the Aune Oil Terminal in Williams County and terminates at the Alexander Oil Terminal in McKenzie County. Through the undersigned counsel of record, notice is hereby provided that Grayson Mill Operating, LLC underwent a merger with WPX Energy Williston, LLC and is now known as Devon Energy Williston, L.L.C. (“Devon”).

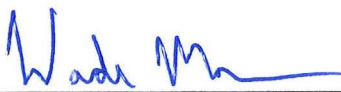
The Certificate and Permit are currently held by the original permittee (Grayson Mill Operating, LLC) which is now known as Devon Energy Williston, L.L.C. Devon respectfully requests the Certificate and Permit be reissued in the name of Devon Energy Williston, L.L.C. consistent with the merger. In support of this request, attached hereto are copies of certificates of good standing from the North Dakota and Delaware Secretaries of State as well as documents

acknowledging the merger of Grayson Mill Operating, LLC into WPX Energy Williston, LLC and name change to Devon Energy Williston, L.L.C. marked as:

- A. Attachment A – North Dakota Certificate of Good Standing (Devon Energy Williston, L.L.C.);
- B. Attachment B – Delaware Certificate of Good Standing (Devon Energy Williston, L.L.C.); and,
- C. Attachment C – Delaware Certificate of Merger.

Grayson Mill Operating, LLC and Devon submit it is appropriate for the Certificate and Permit to be updated and reissued consistent with the merger, and that a transfer application, public notice, and public hearing are not applicable to this request. The provisions of N.D.C.C. Ch. 49-22.1 pertaining to certificate and permit transfers govern the transfer of siting certificates and permits between separate and distinct entities, and do not apply or govern the merger and subsequent name change of an existing permittee. For these reasons, Grayson Mill Operating, LLC and Devon respectfully request the Commission reissue Certificate of Corridor Compatibility No. 236 and Route Permit No. 247 in the name of Devon Energy Williston, L.L.C. without publication of notice or public hearing.

Dated this 28<sup>th</sup> day of March, 2025.

By:   
\_\_\_\_\_  
WADE C. MANN (Bar ID #05871)  
wmann@crowleyfleck.com  
CROWLEY FLECK PLLP  
*Attorneys for Devon Energy Williston, L.L.C.,  
formerly known as Grayson Mill Operating, LLC*  
100 West Broadway, Suite 250  
P.O. Box 2798  
Bismarck, ND 58502-2798  
(701) 223-6585

# **ATTACHMENT A**

# *State of North Dakota*

## SECRETARY OF STATE



### **Certificate of Good Standing of DEVON ENERGY WILLISTON, L.L.C.**

**SOS Control ID#: 0000089534**

**Certificate #: 026893436-1**

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

**DEVON ENERGY WILLISTON, L.L.C.**

a Limited Liability Company - Business - Foreign was formed under the laws of DELAWARE and filed with this office effective October 24, 2007. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

**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.

**DATE:** March 28, 2025

A handwritten signature in black ink that reads "Michael Howe".

Michael Howe  
Secretary of State

# **ATTACHMENT B**

# Delaware

The First State

*I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DEVON ENERGY WILLISTON, L.L.C." 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 FOURTEENTH DAY OF MARCH, A.D. 2025.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DEVON ENERGY WILLISTON, L.L.C." WAS FORMED ON THE NINETEENTH DAY OF SEPTEMBER, A.D. 2007.*

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



4423998 8300

SR# 20251067876

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

A handwritten signature in black ink that reads "C. P. Sanchez".

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 203172572

Date: 03-14-25

# **ATTACHMENT C**

RECEIVED

NOV 25 2024

Sec. of State

# Delaware

The First State

For Office Use Only

**-FILED-**

SOS Control ID#: 0000089534

Date Filed: 1/7/2025

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 MERGER, WHICH MERGES:

"REDAN RESOURCES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL WILLISTON, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL ROYALTY BLOCKER III, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL ROYALTY BLOCKER II, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL OPERATING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL INTERMEDIATE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL INTERMEDIATE HOLDCO III, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL INTERMEDIATE HOLDCO II, LLC", A DELAWARE LIMITED LIABILITY COMPANY,



  
Jeffrey W. Bullock, Secretary of State

4423998 8100M,  
SR# 20244234818

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

Authentication: 204899983

Date: 11-18-24

B0725-6522 01/03/2025 Received by ND Secretary of State

# Delaware

The First State

Page 2

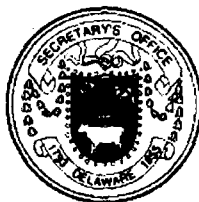
"GRAYSON MILL ENERGY III, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL ENERGY II, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL BAKKEN, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"GRAYSON MILL BAKKEN NOMINEE CORP.", A DELAWARE CORPORATION,  
"ASHFORD ENERGY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,  
WITH AND INTO "WPX ENERGY WILLISTON, LLC" UNDER THE NAME OF  
"DEVON ENERGY WILLISTON, L.L.C.", A LIMITED LIABILITY COMPANY  
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,  
AS RECEIVED AND FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF  
NOVEMBER, A.D. 2024, AT 9:36 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE EIGHTEENTH DAY OF  
NOVEMBER, A.D. 2024 AT 11:59 O'CLOCK P.M.



4423998 8100M  
SR# 20244234818

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: 204899983  
Date: 11-18-24

B0725-6523 01/03/2025 Received by ND Secretary of State

State of Delaware  
 Secretary of State  
 Division of Corporations  
 Delivered 09:36 AM 11/18/2024  
 FILED 09:36 AM 11/18/2024  
 SR 20244234818 - File Number 4423998

**CERTIFICATE OF MERGER  
 MERGING**

**GRAYSON MILL INTERMEDIATE HOLDCO II, LLC,  
 GRAYSON MILL INTERMEDIATE HOLDCO III, LLC,  
 GRAYSON MILL ENERGY II, LLC,  
 GRAYSON MILL WILLISTON, LLC,  
 GRAYSON MILL INTERMEDIATE, LLC,  
 GRAYSON MILL OPERATING, LLC,  
 GRAYSON MILL ROYALTY BLOCKER II, LLC,  
 REDAN RESOURCES, LLC,  
 GRAYSON MILL ENERGY III, LLC,  
 GRAYSON MILL BAKKEN NOMINEE CORP.,  
 GRAYSON MILL BAKKEN, LLC,  
 GRAYSON MILL ROYALTY BLOCKER III, LLC  
 AND  
 ASHFORD ENERGY, LLC  
 WITH AND INTO  
 WPX ENERGY WILLISTON, LLC**

November 18, 2024

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act and Title 8, Section 264 of the Delaware General Corporation Law, WPX Energy Williston, LLC, a Delaware limited liability company (the "Company") hereby certifies as follows:

- The name, jurisdiction of formation or organization and type of entity of each of the domestic limited liability companies and other business entities which is to merge are as follows:

Name of Entity	Type of Entity	Jurisdiction of Formation
WPX Energy Williston, LLC	Limited liability company	Delaware
Grayson Mill Intermediate HoldCo II, LLC	Limited liability company	Delaware
Grayson Mill Intermediate HoldCo III, LLC	Limited liability company	Delaware
Grayson Mill Energy II, LLC	Limited liability company	Delaware
Grayson Mill Williston, LLC	Limited liability company	Delaware
Grayson Mill Intermediate, LLC	Limited liability company	Delaware
Grayson Mill Operating, LLC	Limited liability company	Delaware
Grayson Mill Royalty Blocker II, LLC	Limited liability company	Delaware
Redan Resources, LLC	Limited liability company	Delaware
Grayson Mill Energy III, LLC	Limited liability company	Delaware
Grayson Mill Bakken Nominee Corp.	Corporation	Delaware
Grayson Mill Bakken, LLC	Limited liability company	Delaware
Grayson Mill Royalty Blocker III, LLC	Limited liability company	Delaware
Ashford Energy, LLC	Limited liability company	Delaware

2. An agreement and plan of merger has been approved, adopted, executed, certified and acknowledged by each of the domestic limited liability companies and other business entities which is to merge.
3. The Company shall be the surviving limited liability company (the "Surviving Company"). At the effective time of the merger, the name of the Surviving Company will be changed to "Devon Energy Williston, L.L.C."
4. The certificate of formation of the Surviving Company is hereby amended and restated to read in its entirety as set forth on Exhibit A attached hereto, and, as so amended and restated, shall be the certificate of formation of the Surviving Company until thereafter duly amended as provided therein or by applicable law.
5. The merger shall be effective at 11:59 p.m., Oklahoma City, Oklahoma time, on November 18, 2024.
6. The agreement and plan of merger is on file at the principal place of business of the Surviving Company at the following address: 333 West Sheridan Ave., Oklahoma City, Oklahoma 73102-5015.
7. A copy of the agreement and plan of merger shall be furnished by the Surviving Company, upon request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

*[Signature Page Follows]*

IN WITNESS WHEREOF, said surviving limited liability company in the merger has caused this Certificate of Merger to be signed by an authorized person as of the date first written above.

**WPX ENERGY WILLISTON, LLC**

By: /s/ David G. Harris  
Name: David G. Harris  
Title: Executive Vice President

B0725-6526 01/03/2025 Received by ND Secretary of State

*[Signature Page to Certificate of Merger (GME Upstream Entities)]*

B0725-6527 01/03/2025 Received by ND Secretary of State

Exhibit A

Amended and Restated Certificate of Formation

**AMENDED AND RESTATED  
CERTIFICATE OF FORMATION  
OF  
DEVON ENERGY WILLISTON, L.L.C.**

**November 18, 2024**

**FIRST**

The name of the limited liability company is Devon Energy Williston, L.L.C.

**SECOND**

The address of the registered office in the State of Delaware is Cogency Global Inc., 850 New Burton Road, Suite 201, Dover, Delaware, 19904. The name and address of the registered agent for service of process in the State of Delaware are Cogency Global Inc., 850 New Burton Road, Suite 201, Dover, Delaware, 19904.

By: /s/ David G. Harris  
Name: David G. Harris  
Title: Executive Vice President

B0725-6528 01/03/2025 Received by ND Secretary of State