

STATE OF IOWA

COUNTY OF MADISON

**NOTIFICATION OF
NAME CHANGE**

THIS NOTIFICATION OF
NAME CHANGE ("Notification") is
made as of this 05 day of
April, 2002 by **BP
PIPELINES (NORTH AMERICA)
INC.**, a Maine Corporation.

WITNESSETH:

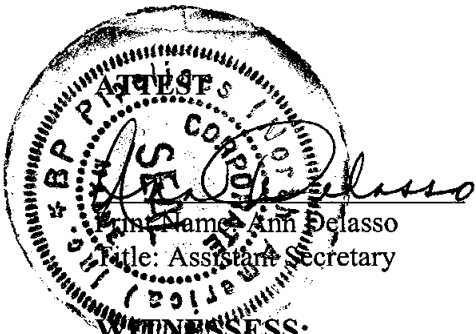
WHEREAS, **Amoco Pipeline Company**, a Maine corporation (f/k/a Service Pipe Line Company, f/k/a Stanolind Pipe Line Company, f/k/a Sinclair Pipe Line Company, f/k/a Sinclair-Cudahy Pipe Line Company) was duly licensed and qualified to do business under the name of **Amoco Pipeline Company** in the State of Iowa; and,

WHEREAS, **Amoco Pipeline Company** filed an application for amendment to change its corporate name from **Amoco Pipeline Company** to **BP Pipelines (North America) Inc.** on April 2, 2001 with the Secretary of State's Office in **Amoco Pipeline Company's** State of Incorporation and such change was duly recorded in said Office; and,

WHEREAS, **Amoco Pipeline Company** filed an application for and was granted an **AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN IOWA** from the Office of the Secretary of State for the State of Iowa.

NOW THEREFORE, let all know by these presents:

That corporation f/k/a **Amoco Pipeline Company** has changed its name to **BP Pipelines (North America) Inc.**, and has filed and been granted an Amended Certificate of Authority to Transact Business in the State of Iowa under that name.



WITNESSESS:

Manda Fendel
Joy Edman

BP PIPELINES (NORTH AMERICA) INC.

L.B. Peck

Print Name: L.B. Peck
Title: Vice President

WITNESSESS:

Manda Fendel
Joy Edman

REC \$ 35⁰⁰
AUD \$ _____
R.M.F. \$ I⁰⁰

FILED NO. 004543
BOOK 2002 PAGE 4543
2002 SEP 16 PM 12:43

COMPUTER
RECORDED
COMPARED

MICKI UTSLER
RECORDER
MADISON COUNTY, IOWA

STATE OF ILLINOIS)
)ss.
COUNTY OF DUPAGE)

Before me, a Notary Public, in and for said county, personally appeared L.B. PECK and ANN DELASSO, who, as the VICE PRESIDENT and ASSISTANT SECRETARY, respectively, of **BP Pipelines (North America) Inc.**, a corporation, did swear and subscribe that they did so sign said instrument in the name and behalf of the said corporation as such officers, respectively, that the same is their free act and deed as such officers, and the free and corporate act and deed of the said corporation; and that they were duly authorized by its Board of Directors; and that the seal affixed to the foregoing instrument is the Corporate Seal of **BP Pipelines (North America) Inc.**

In testimony whereof, I have hereunto subscribed my name and affixed my official seal at USA, Illinois this 5th day of April, 2002.

Stephanie Schofield
Notary Public



IOWA

No. W00278066
Date: 06/04/2001

SECRETARY OF STATE

490 FP-000045202
BP PIPELINES (NORTH AMERICA) INC.

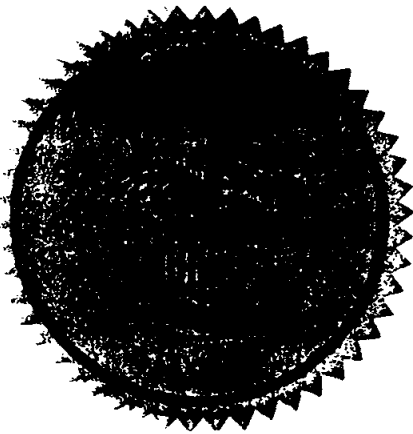
ACKNOWLEDGMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document:

Application for Amended Certificate of Authority

The document was filed on May 31, 2001, at 01:49 PM, to be effective as of May 31, 2001, at 01:49 PM.

The amount of \$100.00 was received in full payment of the filing fee.



Chester J. Culver
CHESTER J. CULVER SECRETARY OF STATE



CHESTER J. CULVER
Secretary of State
State of Iowa

45202

**APPLICATION FOR
AMENDED CERTIFICATE
OF AUTHORITY**

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to section 1504 of the Iowa Business Corporation Act, the undersigned corporation applies for an amended certificate of authority to transact business in Iowa, and states:

Amoco Pipeline Company

1. The name of the corporation is _____
and the name the corporation uses in Iowa if different than its real name is _____

The corporate name has been changed to BP Pipelines (North America) Inc.

2. The state (or foreign country) of incorporation on the records of the Secretary of State of Iowa is Maine

The state (or foreign country) of incorporation has been changed to _____

3. The duration of the corporation on the records of the Secretary of State of Iowa is perpetual

The duration has been changed to _____

4. The date of incorporation of the corporation was April 25, 1916

5. The street address of its principal office is
address 200 East Randolph Drive

city, state, zip Chicago, IL 60601

6. The street address of its registered office in Iowa and the name of its registered agent at that office:
name The Prentice-Hall Corporation System, Inc.

address 729 Insurance Exchange Building

city, state, zip Des Moines, IA 50309

7. The names and business addresses of its current directors and officers:
name See ATTACHMENT A

address _____

city, state, zip _____

A

name _____

address _____

city, state, zip _____

name _____

address _____

city, state, zip _____

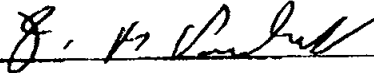
name _____

address _____

city, state, zip _____

Please attach additional pages if needed.

8. A certificate of existence, or a document of similar import, duly authenticated by the official having custody of corporate records in the state or country of incorporation, accompanies this application.

9. Signature 

Type or print name and title D. B. Pinkert, Vice President

NOTES:

1. The filing fee is \$100.00. Make checks payable to SECRETARY OF STATE.
2. The document is to be signed by the chairperson of the board, the president, or other officer of the corporation. If directors have not been selected, the document is to be signed by an incorporator. If the corporation is in the hands of a court appointed fiduciary, the document is to be signed by the fiduciary. A copy of a signature is acceptable for filing. Verification is not required.
3. One copy of the document is to be delivered to the Secretary of State for filing.
4. The effective time and date of the document is the later of the following:
 - a. the time of filing on the date it is filed;
 - b. the time specified in the document on the date it is filed;
 - c. the time and date specified in the document, not later than 90 days after the date it is filed.

SECRETARY OF STATE
Corporations Division
Hoover Building
Des Moines, Iowa 50319

Phone: 515/281-5204
FAX 515/242-5953

Attachment A

Amoco Pipeline Company

7. The names and business addresses of its current Directors and Officers:

Name	Office	Mailing Address
G. Lee Edwards	President	801 Warrenville Road Lisle, IL 60532
I. Springett	Vice President and Chief Financial Officer	200 East Randolph Drive Chicago, IL 60601
J. G. Nemeth	Vice President and General Tax Officer	200 E. Randolph Drive Chicago, IL 60601
D. W. Johnson	Vice President and Assistant Secretary	801 Warrenville Road Lisle, IL 60532
L. B. Peck	Vice President	801 Warrenville Road Lisle, IL 60532
D. B. Pinkert	Vice President and Director	200 East Randolph Drive Chicago, IL 60601
J. L. Wales	Vice President	801 Warrenville Road Lisle, IL 60532
D. A. Plumb	Secretary and Director	200 East Randolph Drive Chicago, IL 60601
A. Delasso	Assistant Secretary	801 Warrenville Road Lisle, IL 60532
D. A. Dowling	Assistant Secretary and Director	200 East Randolph Drive Chicago, IL 60601
W. T. Mangan	Assistant Secretary	200 East Randolph Drive Chicago, IL 60601
J. L. Siddall	Assistant Secretary	200 East Randolph Drive Chicago, IL 60601
R. J. Novaria	Treasurer	200 East Randolph Drive Chicago, IL 60601
P. I. Kent	Assistant Treasurer and Controller	801 Warrenville Road Lisle, IL 60532
M. A. Lukas	Assistant Treasurer	200 East Randolph Drive Chicago, IL 60601
L. P. Peterson	Assistant Treasurer	200 East Randolph Drive Chicago, IL 60601
L. V. Storino	Controller	801 Warrenville Road Lisle, IL 60532
D. L. Novak	Assistant Controller	801 Warrenville Road Lisle, IL 60532
J. A. Dietz	Tax Officer	28101 Ferry Road Warrenville, IL 60555

State of Maine

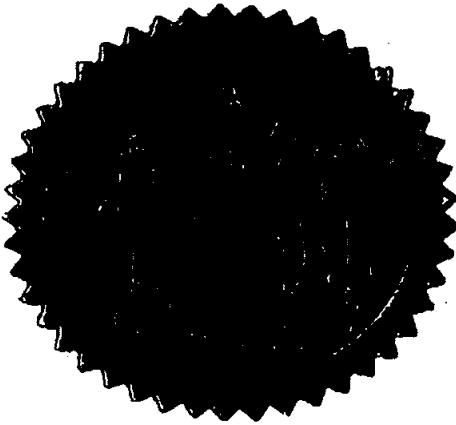


Department of the Secretary of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the records of organization, amendment, and dissolution of corporations and annual reports filed by the same.

I further certify that BP PIPELINES (NORTH AMERICA) INC., formerly AMOCO PIPELINE COMPANY, formerly SERVICE PIPE LINE COMPANY, formerly STANOLIND PIPE LINE COMPANY, formerly SINCLAIR PIPE LINE COMPANY, formerly SINCLAIR-CUDAHY PIPE LINE COMPANY is a duly organized business corporation under the laws of the State of Maine and that the date of incorporation is April 25, 1916.

I further certify that said business corporation has filed annual reports due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the charter and that according to the records in the Department of the Secretary of State, said corporation is a legally existing business corporation in good standing under the laws of the State of Maine at the present time.



In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed, given under my hand at Augusta, Maine, this thirtieth day of May 2001.

Dan Gwadnosky

DAN GWADOSKY
Secretary of State

FILED
IOWA
SECRETARY OF STATE

5-31-2001
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