



Cover Sheet

PLAINS MIDSTREAM EMPRESS MANAGEMENT INC.

Confirmation of Service

Form Filed: Continuation Application
Date and Time of Filing: August 9, 2016 10:21 AM Pacific Time
Recognition Date and Time: Continuation into British Columbia on August 9, 2016 10:21 AM Pacific Time
Name of Company: PLAINS MIDSTREAM EMPRESS MANAGEMENT INC.
Incorporation Number: C1085396

A federal Business Number has been assigned to this company as noted below. [IMPORTANT: KEEP THIS FOR YOUR COMPANY RECORDS]

Business Number: 843455676BC0001

For assistance or additional information regarding the Business Number, contact Canada Revenue Agency at 1-800-959-5525 from 8:15 a.m. to 8:00 p.m., Monday through Friday, excluding statutory holidays.

This package contains:

- Certified Copy of the Continuation Application
- Certified Copy of the Notice of Articles
- Certificate of Continuation

Check your documents carefully to ensure there are no errors or omissions. If errors or omissions are discovered, please contact the Corporate Registry for instructions on how to correct the errors or omissions.

The British Columbia Business Corporations Act requires all incorporated companies to file information such as annual reports, a change of address or a change of directors. For information regarding these filings, review the "Maintaining Your B.C. Company" document at www.bcregistryservices.gov.bc.ca/local/bcreg/documents/forms/reg36.pdf.

For information regarding completion of forms, contact the Corporate Registry at 1 877 526-1526.



Continuation Application

FORM 16 BUSINESS CORPORATIONS ACT Section 302

CERTIFIED COPY Of a Document filed with the Province of British Columbia Registrar of Companies

[Signature] CAROL PREST

FILING DETAILS: Continuation Application for: PLAINS MIDSTREAM EMPRESS MANAGEMENT INC. Incorporation Number: C1085396 Filed Date and Time: August 9, 2016 10:21 AM Pacific Time Recognition Date and Time: Continued into British Columbia August 9, 2016 10:21 AM Pacific Time

CONTINUATION APPLICATION

Name Reservation Number: NR1455513

Name Reserved: PLAINS MIDSTREAM EMPRESS MANAGEMENT INC.

PREVIOUS FOREIGN JURISDICTION INFORMATION

Identifying Number in Foreign Jurisdiction: 638020-4

Name in Foreign Jurisdiction: Plains Midstream Empress Management Inc.

Date of Incorporation, Continuation, or Amalgamation in Foreign Jurisdiction: April 19, 2005

Foreign Jurisdiction: FEDERAL

Authorization for Continuation

The authorization for the continuation into BC from the foreign corporations jurisdiction was filed.

NOTICE OF ARTICLES**Name of Company:**

PLAINS MIDSTREAM EMPRESS MANAGEMENT INC.

REGISTERED OFFICE INFORMATION**Mailing Address:**

SUITE 2300, BENTALL 5
550 BURRARD STREET
VANCOUVER BC V6C 2B5
CANADA

Delivery Address:

SUITE 2300, BENTALL 5
550 BURRARD STREET
VANCOUVER BC V6C 2B5
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RECORDS OFFICE INFORMATION**Mailing Address:**

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CANADA

DIRECTOR INFORMATION**Last Name, First Name, Middle Name:**

Pefanis, Harry N.

Mailing Address:

SUITE 1600, 333 CLAY STREET
HOUSTON TX 77002-4162
UNITED STATES

Delivery Address:

SUITE 1600, 333 CLAY STREET
HOUSTON TX 77002-4162
UNITED STATES

Last Name, First Name, Middle Name:

Armstrong, Greg L.

Mailing Address:

SUITE 1600, 333 CLAY STREET
HOUSTON TX 77002-4162
UNITED STATES

Delivery Address:

SUITE 1600, 333 CLAY STREET
HOUSTON TX 77002-4162
UNITED STATES

Last Name, First Name, Middle Name:

McGee, Richard

Mailing Address:

SUITE 1600, 333 CLAY STREET
HOUSTON TX 77002-4162
UNITED STATES

Delivery Address:

SUITE 1600, 333 CLAY STREET
HOUSTON TX 77002-4162
UNITED STATES

Last Name, First Name, Middle Name:

Duckett, W. David

Mailing Address:

1400, 607 - 8TH AVENUE, S.W.
CALGARY AB T2P 0A7
CANADA

Delivery Address:

1400, 607 - 8TH AVENUE, S.W.
CALGARY AB T2P 0A7
CANADA

AUTHORIZED SHARE STRUCTURE

1. No Maximum Common Shares Without Par Value

With Special Rights or
Restrictions attached

2. No Maximum Preferred Shares Without Par Value

With Special Rights or
Restrictions attached



CERTIFIED COPY

Of a Document filed with the Province of
British Columbia Registrar of Companies

Notice of Articles

BUSINESS CORPORATIONS ACT

CAROL PREST

This Notice of Articles was issued by the Registrar on: August 9, 2016 10:21 AM Pacific Time

Incorporation Number: C1085396

Recognition Date and Time: Continued into British Columbia on August 9, 2016 10:21 AM Pacific Time

NOTICE OF ARTICLES

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Last Name, First Name, Middle Name:

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Last Name, First Name, Middle Name:

Duckett, W. David

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			With Special Rights or Restrictions attached

2.	No Maximum	Preferred Shares	Without Par Value
			With Special Rights or Restrictions attached



Number: C1085396

CERTIFICATE OF CONTINUATION

BUSINESS CORPORATIONS ACT

I Hereby Certify that Plains Midstream Empress Management Inc., has continued into British Columbia from the Jurisdiction of CANADA, under the Business Corporations Act, with the name PLAINS MIDSTREAM EMPRESS MANAGEMENT INC. on August 9, 2016 at 10:21 AM Pacific Time.

Issued under my hand at Victoria, British Columbia

On August 9, 2016

CAROL PREST

Registrar of Companies
Province of British Columbia
Canada



ELECTRONIC CERTIFICATE