



State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

File Number:

LF1155637

Date Filed: 07/13/2011

Robin Carnahan

Secretary of State

**Application for Registration
Of a Foreign Limited Partnership in Missouri**
(Submit with filing fee of \$105.00)

1. The name of the foreign limited partnership is Energy Transfer Equity, L.P.
2. If different from the name listed above, the name under which the foreign limited partnership will transact business in Missouri is (must include "L.P.", "LP", or "limited partnership" in name):

3. The limited partnership was formed in the state or jurisdiction of Delaware on the date of 08/23/2005 and is to dissolve on perpetual
(month/day/year, never, or perpetual)
4. The name and address of the limited partnership's registered agent in Missouri is (this line *must* be completed):
CT Corporation System 120 South Central Avenue Clayton, MO 63105
Name Street Address: May not use PO Box unless street address also provided City/State/Zip
The Secretary of State is appointed agent for service of process if the foreign limited partnership fails to maintain a registered agent.
5. The address of the office required to be maintained in the state of its organization by the laws of that state or, if none required, the address of the principal office of the foreign limited partnership:
3738 Oak Lawn Ave. Dallas, Texas 75219
Name Street Address: May not use PO Box unless street address also provided City/State/Zip
6. List all general partners (with business addresses):
LE GP, LLC 3738 Oak Lawn Ave. Dallas, Texas 75219

Name Street Address: May not use PO Box unless street address also provided City/State/Zip
7. The address of the office at which a list of the names and addresses and capital contributions of limited partners is kept:
3738 Oak Lawn Ave. Dallas, Texas 75219
Name Street Address: May not use PO Box unless street address also provided City/State/Zip

(Please see next page)

Name and address to return filed document:

Name: Peggy Harrison

Address: 8801 S. Yale Ave., Suite 310

City, State, and Zip Code: Tulsa, OK 74137

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1/1-42 (11/2008)

8. The application shall include a certificate of existence or document of similar import duty authenticated by the official having custody of the records in the state or country where it is registered. Such document should be dated within 60 calendar days of filing this application.

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that these statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

	LE GP; LLC By: Sonia Aubé	7/13/11
General Partner Signature	Printed Name	Date

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENERGY TRANSFER EQUITY, L.P." 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 THIRTEENTH DAY OF JULY, A.D. 2011.

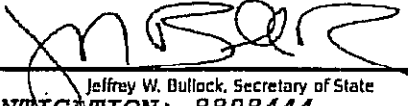
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4019371 8300

110816710

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8898444

DATE: 07-13-11

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF REGISTRATION FOREIGN LIMITED PARTNERSHIP

WHEREAS,

Energy Transfer Equity, L.P.
LF1155637

Using in Missouri the name

Energy Transfer Equity, L.P.

and existing under the laws of the State of Delaware has filed with this office its Application for Registration and whereas this Application for Registration conforms to the Missouri Revised Uniform Limited Partnership Act.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, by virtue of authority vested in me by law, do certify and declare that on the 13th day of July, 2011, the above Foreign Limited Partnership is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Partnerships under the Missouri Revised Uniform Limited Partnership Act.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
13th day of July, 2011.

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State

