



Office of the Secretary of State

CERTIFICATE OF FILING OF

ETC North Permian Midstream LLC
803364124

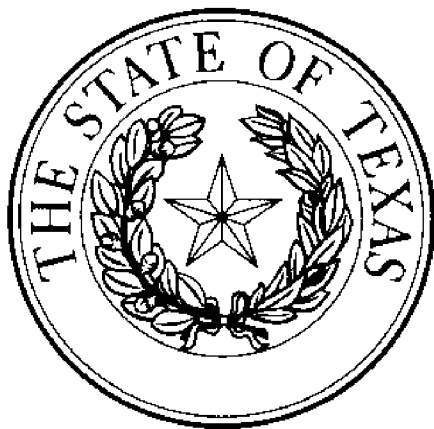
[formerly: WTG North Permian Midstream LLC]

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Amendment for the above named entity has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 07/24/2024

Effective: 07/24/2024



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson
Secretary of State

FILED
In the Office of the
Secretary of State of Texas
JUL 09 2019
Corporations Section

CERTIFICATE OF FORMATION
OF
WTG NORTH PERMIAN MIDSTREAM LLC
A Limited Liability Company

Article 1
Entity Name and Type

The filing entity being formed is a limited liability company. The name of the Company is:

WTG North Permian Midstream LLC

Article 2
Registered Agent and Registered Office

The initial registered agent is a company whose name is:

Capitol Corporate Services, Inc.

The business address of the registered agent and the registered office address is:

Capitol Corporate Services, Inc.
206 E 9th St., Suite 1300
Austin, TX 78701 USA

Article 3
Governing Authority

The Company will have managers. The name and address of each initial manager is set forth below:

J. L. Davis
211 North Colorado
Midland, TX 79701

David L. Davis
211 North Colorado
Midland, TX 79701

Michael K. Davis
211 North Colorado
Midland, TX 79701

Article 4
Purpose

The purpose for which the Company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.



**Article 5
Supplemental Provisions**

The attached Addendum A is incorporated herein by reference.

**Article 6
Effectiveness of Filing**

This document becomes effective once the document is filed by the Secretary of State.

**Article 7
Duration**

The period of duration of the Company is perpetual.

**Article 8
Winding up and Termination**

The death, expulsion, withdrawal, bankruptcy, or termination of a Member will not cause the winding up and/or termination of the Company.

**Article 9
Organizer**

The name and address of the Organizer:

Justin W. Clark, Esq.
Davis, Gerald & Cremer, P.C.
400 W. Illinois, Suite 1400
Midland, Texas 79701

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. This Certificate is executed on behalf of the Company on the 9th day of July, 2018.

By: _____


Justin W. Clark, Esq.

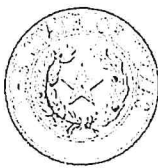
**ADDENDUM "A" TO CERTIFICATE OF FORMATION OF
WTG NORTH PERMIAN MIDSTREAM LLC**

Pledge of Membership Interests

Notwithstanding anything to the contrary contained in this Certificate of Formation, (a) the members of WTG North Permian Midstream LLC (the "Company") may grant a security interest and pledge their membership interests to the "Administrative Agent" under that certain Second Amended and Restated Credit Agreement dated as of August 28, 2018, as amended from time to time, among WTG Gas Processing, L.P., a Texas limited partnership ("WTGGP"), West Texas Gas, Inc., a Texas corporation ("WTGI"), JLD Holding Company, LLC, a Texas limited liability company ("JLDHC") and each of the subsidiaries and/or affiliates of WTGGP, WTGI and/or JLDHC which is a signatory thereto and Wells Fargo Bank, National Association, a national banking association, in its capacities as administrative agent for the lenders (in such capacity, together with its successors in such capacity, the "Administrative Agent"), as fronting bank and as lead arranger (as amended, supplemented, renewed, extended, restated or otherwise modified from time to time, the "Credit Agreement") as security for the payment and performance of the "Obligations" as such term is defined in the Credit Agreement (or the indebtedness, liabilities and obligations under any replacement credit agreement), (b) the Administrative Agent may exercise all of its rights, remedies, powers and privileges (collectively, "Rights") against such membership interests under or pursuant to any security agreement executed in connection with the Credit Agreement, (c) any person or entity (and its successors and assigns) that acquires (directly or indirectly) any membership interests by reason of the exercise of such Rights (together with the Administrative Agent, the "Permitted Persons") may be, at the election of such person or entity (or its successors or assigns), automatically admitted as a member of the Company with all of the Rights that such status has under this Certificate of Formation and under the Company's limited liability company agreement, (d) no right of first refusal, option to purchase or other restriction on transferability or assignability of any membership interests of the Company shall apply to any of the matters referred to in this paragraph above, (e) no consent or approval of the Company, any member of the Company, or any other person or entity shall be required, and no condition of any kind or character shall be imposed, in connection with any of the foregoing, (f) no restriction on resignation as a member of the Company or otherwise shall apply to any Permitted Person, and (g) no Permitted Person shall be subject to any obligation of withdrawal or resignation as a manager, officer, or other member of management of the Company.

**Form 424
(Revised 05/11)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



This space reserved for office use.

Certificate of Amendment

Entity Information

The name of the filing entity is:

WTG North Permian Midstream, LLC

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---|---|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 0803364124

The date of formation of the entity is: 07/09/2019

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent
(Complete either A or B, but not both. Also complete C.)

☐ A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

☐ B. The registered agent is an individual resident of the state whose name is:

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>
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The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

<i>Street Address (No P.O. Box)</i>	<i>City</i>	<i>TX</i>	<i>State Zip Code</i>
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3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

☒ **Add** each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

Please see the requested changes to the Officer/Director Information.

☐ **Alter** each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

☐ **Delete** each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

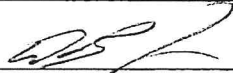
- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 07/17/2020

By: WTA North River Midstream LLC


Signature of authorized person

David B. Freeman
Printed or typed name of authorized person (see instructions)

WTG North Permian Midstream, LLC
211 N Colorado St
Midland, TX 79701
File #0803364124

Please ADD the following Officers/Directors to your records for this entity, EFFECTIVE IMMEDIATELY:

Richard D. Hatchett	Director	211 N Colorado St	Midland, TX 79701
Richard D. Hatchett	President	211 N Colorado St	Midland, TX 79701
David L. Davis	Director	211 N Colorado St	Midland, TX 79701
David L. Davis	Vice-President	211 N Colorado St	Midland, TX 79701
Andrew D. Reed	Vice-President	211 N Colorado St	Midland, TX 79701
Jeff Sheppard	Vice-President	211 N Colorado St	Midland, TX 79701
David B. Freeman	Vice-President	211 N Colorado St	Midland, TX 79701
Amanda Edgmon	Secretary	211 N Colorado St	Midland, TX 79701
Amanda Edgmon	Treasurer	211 N Colorado St	Midland, TX 79701