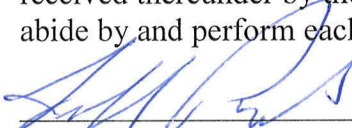


ACCEPTANCE

December 17, 2012

Auditor of the City of Portland
City Hall Room 140
1221 SW 4th Avenue
Portland, Oregon 97204

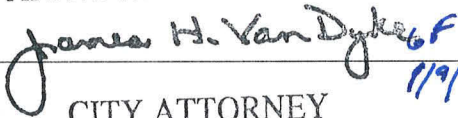
This is to advise the City of Portland, Oregon that Kinder Morgan Cochin LLC hereby accepts the terms and provisions of Ordinance No. 185766, passed by the Portland City Council on December 5 2012, **Extend term of Kinder Morgan Cochin LLC franchise to transport petroleum products by pipeline**, and in consideration of the benefits received thereunder by the corporation, Kinder Morgan Cochin LLC hereby agrees to abide by and perform each and all of the applicable terms and provisions thereof.



Jeff Reynolds, Manager Right of Way*

Jeff Reynolds
Kinder Morgan Energy Partners
1100 Town & Country Road
Orange County, CA 92868

Approved as to form: APPROVED AS TO FORM



City Attorney CITY ATTORNEY 11/9/13

*When an acceptance is signed by an officer of a firm or corporation, his or her official title must be stated.