

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
 : Chapter 11
BREITBURN ENERGY :
PARTNERS LP, *et al.*, : Case No. 16-11390 (SMB)
 :
Debtors.¹ : (Jointly Administered)
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**ORDER TO SHOW CAUSE WHY AN OFFICIAL COMMITTEE OF EQUITY
SECURITY HOLDERS SHOULD NOT BE APPOINTED**

WHEREAS, the Debtors in the above-captioned jointly-administered case filed voluntary chapter 11 petitions in this Court on May 15, 2016;

WHEREAS, the Court has received numerous letters and e-mails which state that they were written by holders of Debtor Breitburn Energy Partners LP's equity securities (the "Shareholder Requests");

WHEREAS, the Shareholder Requests seek appointment of an official committee of equity security holders in these Chapter 11 cases pursuant to 11 U.S.C. § 1102(a);

WHEREAS, the Court has been informed that the United States Trustee has declined to appoint an official committee of equity security holders;

ORDERED, that interested parties shall appear at a hearing and show cause as to why an official committee of equity security holders should not be appointed; and it is hereby

ORDERED, that the hearing shall be held on August 18, 2016 at 10:00 a.m., in

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Breitburn Energy Partners LP (9953); Breitburn GP LLC (9948); Breitburn Operating LP (5529); Breitburn Operating GP LLC (5525); Breitburn Management Company LLC (2858); Breitburn Finance Corporation (2548); Alamitos Company (9156); Beaver Creek Pipeline, L.L.C. (7887); Breitburn Florida LLC (7424); Breitburn Oklahoma LLC (4714); Breitburn Sawtelle LLC (7661); Breitburn Transpetco GP LLC (7222); Breitburn Transpetco LP LLC (7188); GTG Pipeline LLC (3760); Mercury Michigan Company, LLC (3380); Phoenix Production Company (1427); QR Energy, LP (3069); QRE GP, LLC (2855); QRE Operating, LLC (9097); Terra Energy Company LLC (9616); Terra Pipeline Company LLC (3146); and Transpetco Pipeline Company, L.P. (2620). The Debtors' mailing address is 707 Wilshire Boulevard, Suite 4600, Los Angeles, California 90017.

Room 723 of the United States Bankruptcy Court, located at the Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004.

Dated: New York, New York
July 20, 2016

/s/ Stuart M. Bernstein
STUART M. BERNSTEIN
United States Bankruptcy Judge

TO:

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