

**AMENDMENT
TO
ASSIGNMENT AGREEMENT**

This Amendment (this "Amendment") is made and entered into this 29th day of April, 2009, by and between Rhone Midstream Holdings, L.L.C. ("Rhone") and SemGroup, L.P. ("SemGroup"). Rhone and SemGroup are sometimes herein referred to collectively as "Parties" and individually as a "Party."

WHEREAS, Rhone and SemGroup are parties to that certain Assignment Agreement, dated as of April 17, 2009 (the "Assignment Agreement"); and

WHEREAS, Rhone and SemGroup have determined that it is desirable to amend the Assignment Agreement as set forth in this Amendment.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, the parties hereto hereby agree as follows:

1. Amendments to the Assignment Agreement.
 - (a) All references in the Assignment Agreement to "Rhone Midstream Holdings, LLC" are hereby changed to "Rhone Midsream Holdings, L.L.C."
 - (b) Section 2 of the Assignment Agreement is hereby deleted in its entirety.
2. No Other Modification. Except as set forth in this Amendment, the terms and conditions of the Assignment Agreement shall remain in full force and effect.
3. Counterparts. This Amendment may be executed in multiple counterparts, each of which will be deemed to be an original copy of this Amendment and all of which, when taken together, will be deemed to constitute one and the same agreement.

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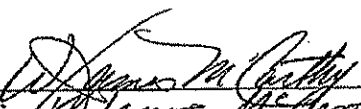
[Signature Page Follows.]

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first above written.

ASSIGNOR:

SEMGROUP, L.P.

By: SEMGROUP G.P., L.L.C.,
its General Partner

By: 
Name: David James McCreary
Title: EVF

ASSIGNEE:

RHONE MIDSTREAM HOLDINGS, LLC.

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first above written.

ASSIGNOR:

SEMGROUP, L.P.

By: SEMGROUP G.P., L.L.C.,
its General Partner

By: _____
Name: _____
Title: _____

ASSIGNEE:

**RHONE MIDSTREAM HOLDINGS,
L.L.C.**

By: Patrick Conway
Name: Patrick Conway
Title: Treasurer