UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	
	:	**Chapter 11**
BREITBURN ENERGY PARTNERS LP, *et al.*,	:	**Case No. 16-11390 (SMB)**
Debtors.[1]	:	**(Jointly Administered)**

[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.

Notice of Chapter 11 Bankruptcy Cases

For each debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about these cases for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read this notice carefully.

The filing of these cases imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtors or the debtors' property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtors. Creditors cannot demand repayment from the debtors by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in these cases may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at www.pacer.gov).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in these cases.

1. Debtor's full name

Breitburn Energy Partners LP	Breitburn Florida LLC	QR Energy, LP
Breitburn GP LLC	Breitburn Oklahoma LLC	QRE GP, LLC
Breitburn Operating LP	Breitburn Sawtelle LLC	QRE Operating, LLC
Breitburn Operating GP LLC	Breitburn Transpetco GP LLC	Terra Energy Company LLC
Breitburn Management Company LLC	Breitburn Transpetco LP LLC	Terra Pipeline Company LLC
Breitburn Finance Corporation	GTG Pipeline LLC	Transpetco Pipeline Company, L.P.
Alamitos Company	Mercury Michigan Company, LLC	
Beaver Creek Pipeline, L.L.C.	Phoenix Production Company	

For more information, see page 2 ▶

2. All other names used by any Debtor in the last 8 years

BreitBurn Collingwood Utica LLC	BreitBurn Transpetco LP LLC

Breitburn Operating L.P.	BreitBurn Management Company, LLC
BreitBurn Energy Partners L.P.	Whiting Transpetco LP, LLC
BreitBurn Fulton LLC	BreitBurn Oklahoma LLC
BreitBurn Finance Corporation	Terra Energy Ltd.
BreitBurn Transpetco GP LLC	BreitBurn Operating GP, LLC
BreitBurn Florida LLC	Breitburn Transpetco Pipeline Company LC
Whiting Transpetco GP, LLC	BreitBurn Operating L.P.
BreitBurn GP, LLC	Transpetco Pipeline Company of Texas, L.P.

3. Address: 707 Wilshire Boulevard, Suite 4600, Los Angeles, California 90017

4. Debtors' attorney

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153-0019
Ray C. Schrock, P.C.
Stephen Karotkin

Contact phone: (212) 310-8000

Email: **ray.schrock@weil.com**
stephen.karotkin@weil.com

5. Bankruptcy clerk's office: Clerk of the United States Bankruptcy Court, One Bowling Green, New York, NY 10004-1408

Documents in these cases may be filed at this address.
You may inspect all records filed in these cases at this office or online at www.pacer.gov.

Hours open **8:30 a.m. – 5:00 p.m.**

Contact phone **(212) 668-2870**

6. Meeting of creditors

The debtors' representative must attend the meeting to be questioned under oath. Creditors may attend, but are not required to do so.

July 14, 2016 at 2:30 p.m.
Date Time

Location: United States Bankruptcy Court
One Bowling Green
Room 511
New York, New York 10004

The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.

7. Proof of claim deadline

Deadline for filing proof of claim: Not yet set. If a deadline is set, the court will send you another notice.

A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov or any bankruptcy clerk's office.

Your claim will be allowed in the amount scheduled unless:

- your claim is designated as *disputed*, *contingent*, or *unliquidated*;
- you file a proof of claim in a different amount; or
- you receive another notice.

If your claim is not scheduled or if your claim is designated as *disputed*, *contingent*, or *unliquidated*, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.

You may review the schedules at the bankruptcy clerk's office or online at www.pacer.gov.

Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.

8. Exception to discharge deadline

The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline

You must start a judicial proceeding by filing a complaint if you want to have a debt excepted from discharge under 11 U.S.C. §1141(d)(6)(A)

Deadline for filing the complaint: Notice of deadline will be sent at a later time.

9. Creditors with a foreign address

If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in these cases.

10. Filing a Chapter 11 bankruptcy case	Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtors will remain in possession of their property and may continue to operate their business.
11. Discharge of debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. *See* 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtors except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge under 11 U.S.C. § 1141(d)(6)(A), you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.