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**NASDAQ**<sup>®</sup>  
THE NASDAQ OMX GROUP

William Slattery, CFA  
Vice President  
Listing Qualifications

Received SEC

MAY 21 2014

By Electronic Mail

May 21, 2014

Washington, DC 20549

CERT NAS

File No. 001-33035

Mr. Jeffrey Thomas  
Chief, IT Services  
Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Dear Mr. Thomas:

This is to certify that on May 21, 2014 The Nasdaq Stock Market (the "Exchange") received from BreitBurn Energy Partners, L.P. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

8.25% Series A Cumulative Redeemable Perpetual Preferred Units  
representing limited partner interests

We further certify that the security described above has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely, .

*William Slattery*