

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re	: Chapter 11
	:
SEMCRUDE, L.P., et al.,	: Case No. 08-11525 (BLS)
	:
Debtors.	: Jointly Administered
	: Objection Deadline: November 4, 2008 at 5:00 p.m.
-----	x Hearing Date: December 9, 2008 at 10:00 a.m.

**DEBTORS' MOTION FOR AN ORDER PURSUANT TO RULE 2004 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE AND LOCAL RULE 2004-1
DIRECTING THE PRODUCTION OF DOCUMENTS AND EXAMINATION OF WITNESSES**

SemCrude, L.P., its parent, SemGroup, L.P. ("SemGroup"), and certain direct and indirect subsidiaries of SemGroup, as debtors and debtors in possession (collectively, the "SemGroup Companies" or the "Debtors"),¹ by and through their undersigned counsel, hereby move for an order pursuant to section 105(a) of the Bankruptcy Code, Rule 2004 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules" or "BR") and Local Rule 2004-1 for the United States Bankruptcy Court for the District of Delaware (the "Local Rules") requiring certain individuals and entities identified on Exhibit A attached hereto (the "Respondents") to produce documents and appear for examination and respectfully state as follows:

¹ The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, are: SemCrude, L.P. (7524), Chemical Petroleum Exchange, Incorporated (8866), Eaglwing, L.P. (7243), Grayson Pipeline, L.L.C. (0013), Greyhawk Gas Storage Company, L.L.C. (4412), K.C. Asphalt L.L.C. (6235), SemCanada II, L.P. (3006), SemCanada L.P. (1091), SemCrude Pipeline, L.L.C. (9811), SemFuel Transport LLC (6777), SemFuel, L.P. (1015), SemGas Gathering LLC (4203), SemGas Storage, L.L.C. (0621), SemGas, L.P. (1095), SemGroup Asia, L.L.C. (5852), SemGroup Finance Corp. (3152), SemGroup, L.P. (2297), SemKan, L.L.C. (8083), SemManagement, L.L.C. (0772), SemMaterials Vietnam, L.L.C. (5931), SemMaterials, L.P. (5443), SemOperating G.P., L.L.C. (5442), SemStream, L.P. (0859), SemTrucking, L.P. (5355), Steuben Development Company, L.L.C. (9042), SemGroup Holdings, L.P. (6746) and SemCap, L.L.C. (5317).

Background

1. On July 22, 2008, each of the Debtors commenced a voluntary case under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in this Court. The Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On August 1, 2008, the Office of the United States Trustee appointed a statutory committee of unsecured creditors (the "Creditors' Committee").

3. On October 14, 2008, the Court entered an order appointing Louis J. Freeh as examiner (the "Examiner").

Jurisdiction and Venue

4. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

The SemGroup Companies' Business

5. The SemGroup Companies and their affiliates provide gathering, transportation, storage, distribution, marketing, and other midstream services primarily to independent producers and refiners of petroleum products located along the North American energy corridor from the Gulf Coast region to central Canada and along the West Coast of the United Kingdom. Their assets primarily consist of pipelines, gathering systems, processing plants, storage facilities, terminals, and other distribution facilities located between North American production and supply areas, including the Gulf Coast, Mid-Continent and Alberta,

Canada, and areas of high demand such as the Midwest region of the United States. The SemGroup Companies and their affiliates also have storage, terminal, and marine facilities in Milford Haven in the United Kingdom with pipeline connectivity to nearby refiners that enable the SemGroup Companies to supply product to the East Coast market of the United States.

Relief Requested and Timing of Examinations

6. The SemGroup Companies request entry of the proposed order attached hereto as Exhibit B directing the Respondents to produce the documents requested as set forth on Exhibit C (the “Document Requests”) and appear for examination. Pursuant to Bankruptcy Rule 2004, Respondents should be directed to produce, at the office of the Debtors’ attorneys, Weil, Gotshal & Manges LLP, 200 Crescent Court, Suite 300, Dallas, Texas 75201, all documents described in the Document Requests for examination and copying. Production of the documents requested should be required within ten (10) business days from the entry of the proposed order.

7. Oral examination of each of the Respondents under BR 2004 is requested to occur within thirty (30) days from production of all documents responsive to the Document Requests by that Respondent. Such examination is to be continued day to day until completed.

8. The SemGroup Companies reserve their right to seek additional documents and depositions based on any information that may be revealed as a result of the Document Requests and examinations.

Basis for the Debtors’ Rule 2004 Requests

9. “Rule 2004 is the basic discovery device in bankruptcy cases.” Lawrence P. King, et al., 9 Collier on Bankruptcy, ¶ 2004.01[1], at 2004-3 (15th ed. 2003). Bankruptcy Rule 2004 provides in pertinent part:

- (a) Examination on Motion. On motion of any party in interest, the court may order the examination of any entity.

- (b) Scope of Examination. The examination of an entity under this rule or of the debtor under § 343 of the Code may relate only to the acts, conduct, or property or to the liabilities and financial condition of the debtor, or to any matter which may affect the administration of the debtor's estate, or to the debtor's right to a discharge.
- (c) Compelling Attendance and Production of Documentary Evidence. The attendance of an entity for examination and the production of documentary evidence may be compelled in the manner provided in Rule 9016 for the attendance of witnesses at a hearing or trial.

Fed. R. Bankr. P. 2004(b).

10. The purpose of a Bankruptcy Rule 2004 examination is to assist a party in interest in determining the nature and extent of the bankruptcy estate, revealing assets and examining transactions. See In re Bennett Funding Group, Inc., 203 B.R. 24, 28 (Bankr. N.D.N.Y. 1996). Its objective is “to show the condition of the estate and to enable the court to discover its extent and whereabouts and to come into possession of it that the rights of creditors may be preserved.” In re Coffee Cupboard, Inc., 128 B.R. 509, 514 (Bankr. E.D.N.Y. 1991) (citing Cameron v. United States, 231 U.S. 710, 717 (1914)). Bankruptcy Rule 2004 is frequently employed by debtors who seek to compel discovery of information maintained by creditors or third parties where such information is critical to the effective administration of the estate and its assets. See, e.g., In re Teleglobe Commc'ns Corp., 493 F.3d 345, 354 n.6 (3d Cir. 2007) (discussing debtors' use of Bankruptcy Rule 2004 to conduct discovery concerning possibility of bringing claims against debtors' former parent company); In re Analytical Sys., Inc., 71 B.R. 408, 413 (Bankr. N.D. Ga. 1987) (granting debtor's motion to compel discovery of information maintained by creditor and examination of creditor's officers, directors or managing agents pursuant to Rule 2004).

11. In accordance with this aforementioned purpose, courts have consistently emphasized that the scope of BR 2004 is extremely broad—broader than discovery permitted

under the Federal Rules of Civil Procedure—and that it may properly be in the nature of a “fishing expedition.” See, e.g., In re Szadkowski, 198 B.R. 140, 141 (Bankr. D. M.D. 1996) (“Discovery under Rule 2004 serves a far different purpose than discovery propounded under the Federal Rules of Civil Procedure. A Rule 2004 examination allows a broad ‘fishing expedition’ into an entity’s affairs for the purpose of obtaining information relevant to the administration of the bankruptcy estate”) (citing Matter of Enters, Inc., 190 B.R. 471, 474 (Bankr. N.D. Ga. 1995)); In re Ionosphere Clubs, Inc., 156 B.R. 414, 432 (S.D.N.Y. 1993) (“Bankruptcy Rule 2004 ... is supposed to be a ‘fishing expedition,’ as exploratory and groping as appears proper”), aff’d, 17 F.3d 600 (2d Cir. 1994); In re Ecam Publ’ns, Inc., 131 B.R. 556, 559 (Bankr. S.D.N.Y. 1991) (“Discovery under Rule 2004 is broader than that available under the Federal Rules of Civil Procedure. In fact, the scope of a Rule 2004 examination is so broad that it can be in the nature of a ‘fishing expedition’”) (citing In re Drexel Burnham Lambert Group, 123 B.R. 702, 711 (Bankr. S.D.N.Y. 1991)); see also 9 Lawrence P. King, et al., 9 Collier on Bankruptcy, ¶ 2004.02[1], at 2004-06 (15th ed. 2003) (“The scope of Rule 2004(b) is very broad”). Additionally, “[b]ecause the purpose of Rule 2004 investigation is to aid in the discovery of assets, any third party who can be shown to have a relationship with the debtor can be made subject to a Rule 2004 investigation.” In re Ionosphere Clubs, 156 B.R. at 432.

12. It is well-established that a party seeking authority to use Bankruptcy Rule 2004 must establish “good cause” for the relief requested. See, e.g., In re Eagle-Picher Indus., Inc., 169 B.R. 130, 134 (Bankr. S.D. Ohio 1994) (“[t]he one seeking to conduct a 2004 examination has the burden of showing good cause for the examination which it seeks.”).

13. Good cause exists to conduct the proposed discovery. The Debtors’ request for documents and proposed examinations fall squarely within the scope of Bankruptcy

Rule 2004 because they relate to issues affecting the properties and the liabilities of the Debtors. Specifically, the Respondents are all former insiders and/or professionals of the SemGroup Companies, each of whom held various director and officer positions and/or other positions in which they would possess knowledge of the SemGroup Companies' prepetition activities. In particular, during the relevant time period:

- Respondent Thomas Kivisto was the President and Chief Executive Officer of SemGroup.
- Respondent Brent C. Cooper was the Treasurer of SemGroup.

Accordingly, each of the Respondents can be expected to possess unique knowledge concerning issues affecting the properties and the liabilities of the Debtors.

14. Despite numerous requests, the Respondents have not voluntarily agreed to meet with the Debtors to provide information about the estate. Accordingly, SemGroup respectfully requests entry of an order approving the discovery requested herein.

No Previous Request

15. No previous request for the relief sought herein has been made to this Court or any other court.

Certification of Counsel

16. In accordance with Local Rule 2004-1(b), the undersigned counsel for the Debtors certify that, as required by Local Rule 2004-1(a), they have communicated with counsel for Respondents to arrange for a mutually agreeable date, time, place and scope of the production of the Requested Documents and proposed examinations of witnesses and, as of the date hereof, the parties have been unable to reach an agreement with respect to such production and examination. Despite the Debtors' good-faith efforts to work cooperatively, the Respondents

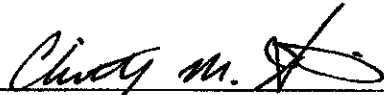
have refused, causing the Debtors to seek relief from this court pursuant to Bankruptcy Rule 2004.

Notice

17. No trustee has been appointed in these chapter 11 cases. The Debtors have served notice of this Motion on: (a) the U.S. Trustee for the District of Delaware, (b) counsel to the Official Committee of Unsecured Creditors; (c) counsel to the Agent for the Debtors' prepetition and postpetition lenders; (d) counsel to the Examiner; and (e) parties entitled to receive notice in these chapter 11 cases pursuant to Bankruptcy Rule 2002. The Debtors submit that no other or further notice need be provided.

WHEREFORE the Debtors respectfully request entry of an order, substantially similar to the proposed form of order attached hereto, granting the relief requested herein and such other and further relief as the Court may deem just.

Dated: October 27, 2008
Wilmington, Delaware

By: 
Mark D. Collins (No. 2981)
John H. Knight (No. 3848)
Christopher M. Samis (No. 4909)
Richards, Layton & Finger, P.A.
One Rodney Square
920 North King Street
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Direct Dial: (302) 651-7700
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- and -

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
(212) 310-8000
Michael P. Kessler

-and-

WEIL, GOTSHAL & MANGES LLP
200 Crescent Court, Suite 300
Dallas, Texas 75201
(214) 746-7700
Martin A. Sosland

ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION

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In re	: Chapter 11
	:
SEMCRUDE, L.P., <i>et al.</i> , ²	: Case No. 08-11525 (BLS)
	:
Debtors.	: Jointly Administered
	: Objection Deadline: November 4, 2008 at 5:00 p.m.
-----	x
	: Hearing Deadline: December 9, 2008 at 10:00 a.m.

NOTICE OF DEBTORS' MOTION FOR AN ORDER PURSUANT TO RULE 2004 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AND LOCAL RULE 2004-1 DIRECTING THE PRODUCTION OF DOCUMENTS AND EXAMINATION OF WITNESSES

TO ALL PARTIES ON THE ATTACHED SERVICE LIST:

SemCrude, L.P., its parent, SemGroup, L.P. ("SemGroup"), and certain direct and indirect subsidiaries of SemGroup, as debtors and debtors in possession (collectively, the "SemGroup Companies" or the "Debtors") in the above-captioned cases have today filed and served the attached **Debtors' Motion Pursuant to Federal Rule of Bankruptcy Procedure 2004 and Local Rule 2004-1 Directing the Production of Documents and Examination of Witnesses** (the "Motion").

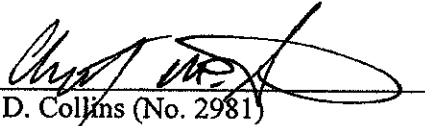
A HEARING ON THE MOTION HAS BEEN SCHEDULED FOR 10:00 A.M., DECEMBER 9, 2008 (EASTERN TIME) BEFORE THE HONORABLE BRENDAN L. SHANNON, UNITED STATES BANKRUPTCY JUDGE, AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, 6TH FLOOR, COURTROOM #1, WILMINGTON, DELAWARE, 19801.

ANY PARTY WISHING TO OPPOSE THE ENTRY OF AN ORDER APPROVING THE MOTION MUST FILE AN OBJECTION ("OBJECTION") WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, 3RD FLOOR, WILMINGTON DELAWARE, 19801 ON OR BEFORE 5:00 P.M., NOVEMBER 4, 2008 (EASTERN TIME) (THE "OBJECTION DEADLINE"). AT THE SAME TIME YOU MUST SERVE SUCH OBJECTION ON THE UNDERSIGNED COUNSEL SO AS TO BE RECEIVED BY THE OBJECTION DEADLINE.

² The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, are: SemCrude, L.P. (7524), Chemical Petroleum Exchange, Incorporated (8866), Eaglwing, L.P. (7243), Grayson Pipeline, L.L.C. (0013), Greyhawk Gas Storage Company, L.L.C. (4412), K.C. Asphalt L.L.C. (6235), SemCanada II, L.P. (3006), SemCanada L.P. (1091), SemCrude Pipeline, L.L.C. (9811), SemFuel Transport LLC (6777), SemFuel, L.P. (1015), SemGas Gathering LLC (4203), SemGas Storage, L.L.C. (0621), SemGas, L.P. (1095), SemGroup Asia, L.L.C. (5852), SemGroup Finance Corp. (3152), SemGroup, L.P. (2297), SemKan, L.L.C. (8083), SemManagement, L.L.C. (0772), SemMaterials Vietnam, L.L.C. (5931), SemMaterials, L.P. (5443), SemOperating G.P., L.L.C. (5442), SemStream, L.P. (0859), SemTrucking, L.P. (5355), Steuben Development Company, L.L.C. (9042), SemGroup Holdings, L.P. (6746) and SemCap, L.L.C. (5317).

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT
MAY GRANT THE RELIEF REQUESTED BY THE MOTION WITHOUT FURTHER
NOTICE OR HEARING.

Dated: October 27, 2008
Wilmington, Delaware

By: 
Mark D. Collins (No. 2981)
John H. Knight (No. 3848)
Christopher M. Samis (No. 4909)
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- and -

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Michael P. Kessler

-and-

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200 Crescent Court, Suite 300
Dallas, Texas 75201
(214) 746-7700
Martin A. Sosland

ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

Exhibit A

The Respondents

Brent C. Cooper, former Treasurer of SemGroup, LP
Thomas L. Kivisto, former President and Chief Executive Officer of SemGroup, LP

Exhibit B

Proposed Order

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In re	: Chapter 11
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SEMCRUDE, L.P., <i>et al.</i> ,	: Case No. 08-11525 (BLS)
	:
Debtors.	: Jointly Administered
	: Re: Docket No. _____
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**ORDER GRANTING DEBTORS' MOTION PURSUANT TO FEDERAL RULE OF
BANKRUPTCY PROCEDURE 2004 AND LOCAL RULE 2004-1 DIRECTING
PRODUCTION OF DOCUMENTS AND EXAMINATION OF WITNESSES**

Upon the motion (the "Motion")³ of SemCrude, L.P., its parent, SemGroup, L.P. ("SemGroup"), and certain direct and indirect subsidiaries of SemGroup, as debtors and debtors in possession (collectively, the "SemGroup Companies" or the "Debtors"),⁴ for an order pursuant to Bankruptcy Rule 2004 and Local Rule 2004-1 directing certain individuals and entities (the "Respondents") listed in Exhibit A to the Motion to produce the documents requested identified on Exhibit C to the Motion (the "Document Requests"); and it appearing that good cause exists for the relief requested and such relief is in the best interests of the SemGroup Companies' estate; and it appearing that this court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and adequate notice of the Motion having been given, and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefore,

³ Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

⁴ The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, are: SemCrude, L.P. (7524), Chemical Petroleum Exchange, Incorporated (8866), Eaglwing, L.P. (7243), Grayson Pipeline, L.L.C. (0013), Greyhawk Gas Storage Company, L.L.C. (4412), K.C. Asphalt L.L.C. (6235), SemCanada II, L.P. (3006), SemCanada L.P. (1091), SemCrude Pipeline, L.L.C. (9811), SemFuel Transport LLC (6777), SemFuel, L.P. (1015), SemGas Gathering LLC (4203), SemGas Storage, L.L.C. (0621), SemGas, L.P. (1095), SemGroup Asia, L.L.C. (5852), SemGroup Finance Corp. (3152), SemGroup, L.P. (2297), SemKan, L.L.C. (8083), SemManagement, L.L.C. (0772), SemMaterials Vietnam, L.L.C. (5931), SemMaterials, L.P. (5443), SemOperating G.P., L.L.C. (5442), SemStream, L.P. (0859), SemTrucking, L.P. (5355), Steuben Development Company, L.L.C. (9042), SemGroup Holdings, L.P. (6746) and SemCap, L.L.C. (5317).

IT IS SO ORDERED:

1. the Motion is GRANTED; and
2. the Respondents are hereby directed to produce for inspection and copying all responsive documents, whether now in their possession, custody and control, or subsequently obtained, as described in the Document Requests, and that such documents must be produced within (10) business days of the date hereof at the offices of the Debtors' attorneys, Weil, Gotshal & Manges LLP, 200 Crescent Court, Suite 300, Dallas, Texas 75201 (Attention: Yvette Ostolaza);
3. unless otherwise agreed upon by the Respondents and the SemGroup Companies, the Respondents shall appear for examination by oral deposition by the Debtors at the offices of the Debtors' attorneys or some other mutually agreeable location on or before a date that is within thirty (30) business days from production of all documents responsive to the Document Requests by such Respondent, such examination to be continued day to day until completed;
4. the SemGroup Companies may request additional documents and/or oral examinations in connection with this matter, including, without limitation, requests based on any information that may be revealed as a result of the document production or the examinations authorized pursuant to this Order;

5. the SemGroup Companies are authorized to compel attendance or production in accordance with Rule 9016 of the Federal Rules of Bankruptcy Procedure.

Dated: November ____, 2008
Wilmington, Delaware

HONORABLE BRENDAN LINEHAN SHANNON
UNITED STATES BANKRUPTCY JUDGE

Exhibit C

Document and Examination Requests

SCHEDULE A

Definitions

The terms used herein shall have the meanings ascribed to them in the definitions set forth below:

1. "Documents" or "documents" shall mean all written, graphic, or printed matter of any kind, however produced or reproduced, including, but not limited to, all originals, drafts, working papers and non-identical copies, whether different from the originals by reason of any notation made on such copies or otherwise, and all electronic, mechanical, or optical records or representations of any kind or other data compilations from which information can be obtained, or translated, if necessary, by the responding party or others through detection devices into reasonable usable form. The term "documents" includes, but is not limited to:

- (a) correspondence, memoranda, notes, calendar or diary entries, statistics, letters, electronic mail, instant messages, notebooks, telegrams, journals, minutes, agendas, notices, announcements, instructions, charts, schedules, requests, contracts, prospective contracts, agreements, prospective agreements, licenses, prospective licenses, order forms, books, accounts, records, reports, studies, surveys, experiments, analyses, checks, cancelled checks, wire confirmations, statements, receipts, returns, vouchers, statements credit memoranda, sales slips, promissory notes, summaries, appointment books, desk calendars, diaries, appraisals, pamphlets, prospectuses, manuals, brochures, announcements, certificates, drawings, plans, intra-office and inter-office communications, or offers;
- (b) notations in any form made of conversations, telephone calls, meetings, negotiations or other communications;
- (c) bulletins, circulars, schedules, lists, guides, printed matter (including but not limited to newspapers, magazines and other publications, articles and clippings), press releases, computer printouts, teletypes, telecopies, telexes, invoices, ledgers, balance sheets, financial statements or worksheets;
- (d) graphic or aural records or representations of any kind (including but not limited to photographs, charts, graphs, microfiche, microfilm, videotape, or film recordings);

- (e) electronic, mechanical or optical records or representations of any kind (including but not limited to tapes, cassettes, discs, recordings, voice mail, computer-stored data or material), or transcriptions thereof; and
- (f) all drafts, alterations, modifications, changes and amendments of any of the foregoing and any material underlying, supporting or used in the preparation of any document.

2. "Concerning" or "concerning" means and includes: with respect to, referring to, relating to, regarding, substantiating, purporting, embodying, establishing, identifying, listing, evidencing, comprising, connected with, memorializing, recording, commenting upon, responding to, showing, describing, analyzing, reflecting, representing, constituting, discussing, mentioning, pertaining to, relying upon, reporting, supporting, contradicting, evaluating or in any way relevant to the indicated item, person or event, whether in whole or in part.

3. The words "and" and "or" shall be construed conjunctively or disjunctively as necessary to make the request, definition or instruction inclusive rather than exclusive.

4. The term "all" and "each" shall be construed as all, each, any and every.

5. The term "person" means any natural person, corporation, partnership, association, joint venture, firm, or other business enterprise or legal entity.

6. The term "including" means including, but not limited to.

7. The term "Debtor" or "Debtors" refers to SemCrude, L.P., its parent, SemGroup, L.P. ("SemGroup"), and certain direct and indirect subsidiaries of SemGroup, as debtors and debtors in possession (collectively, the "SemGroup Companies" or the "Debtors"), such entities having commenced chapter 11 cases in the United States Bankruptcy Court for the District of Delaware, which are under the caption styled *In re SemCrude, L.P., et al.* No. 08-

11525 (BLS) and each of their predecessors, successors, affiliates, subsidiaries, or divisions, and their officers, directors, employees, agents, and attorneys.

8. "Debtors' Motion" shall mean Debtors' Motion for an Order Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure and Local Rule 2004-1 Directing the Production of Documents and Examination of Witnesses.

9. "You," "you," "your," or "Your" means each individual Respondent listed on Exhibit A to the Debtors' Motion and their respective spouses, if any.

10. "Eaglwing LP" means Eaglwing, L.P., Eaglwing Trading, L.P., and Eaglwing Trading Inc. and each and every of its predecessors, successors, affiliates, subsidiaries, or divisions, and their officers, directors, employees, agents, and attorneys.

11. "Respondents" or "respondents" shall mean those persons listed on Exhibit A to the Debtors' Motion, collectively.

12. "Including" or "including" means including, but not limited to.

13. The singular includes the plural and the plural includes the singular.

14. Terms referring to or using one gender include both genders.

15. Terms in the present tense include terms in the past tense, and terms in the past tense include terms in the present tense.

Instructions

1. This request is directed to all documents in your possession, or subject to your custody and control, wherever located, including, but not limited to, those in the custody or control of your agents or attorneys, or anyone acting on your behalf or their behalf. This request is directed to all documents now or at any time in the possession, custody, or control of the entity to whom this document request is directed (together with any predecessors, successors, affiliates, subsidiaries, or divisions thereof, and their officers, directors, employees, agents and attorneys).

2. This request is to be regarded as continuing in nature.

3. This request includes all documents kept in electronic form, including, but not limited to, electronic mail files, instant messages, files stored on a computer hard drive or server and documents kept on a computer disk or CD-ROM. All such documents should be produced in native format.

4. In the event you claim that any document called for in these document requests is immune from discovery on the grounds of privilege, set forth for each such document its date, title, current custodian, addressee(s), author(s) or sender(s), each person to whom the document was furnished, directed, delivered, sent or otherwise conveyed or to whom the contents thereof were communicated, its length in pages or other physical descriptions sufficient to permit accurate identification, a general description of its subject matter, and the precise grounds on which the claim of privilege or assertion that it is otherwise immune from discovery is based. In the case of a document concerning, in any way, a meeting or any other conversation, all those present (whether or not they were participants) in the meeting or conversation are to be identified.

5. If any document requested herein has been destroyed, identify each such document, state its author and addressee, each person to whom the document was furnished, directed, delivered, sent or otherwise conveyed or to whom the contents thereof were communicated, the date upon which it was destroyed and the reason it was destroyed and provide a summary of the substance of the document.

6. Each document produced pursuant to this notice shall be identified and produced according to the number or numbers of the request to which they relate or, alternatively, shall be produced as they are kept in the regular course of business.