

**PANHANDLE EASTERN PIPE LINE COMPANY, LP**

**OFFICER'S CERTIFICATE**

The undersigned, Robert M. Kerrigan, III, hereby certifies as follows:

- (i) I am the duly appointed and acting Vice President and Secretary of Panhandle Eastern Pipe Line Company, LP ("Panhandle"), successor in interest to Southern Union Company (the "Company") by merger effectuated on January 10, 2014;
- (ii) There were no formal meetings of the Company's Board of Directors during the period June 30, 2012 through August 31, 2013. In addition, after March 26, 2012, the Company no longer had an Audit Committee; and
- (iii) I further certify that I am familiar with the work of Company's external auditors for 2013 for the Company and am aware that the audit work papers associated therewith do not contain any additional non-privileged information besides the information that is contained in the external auditor audit work papers prepared for the Company's former Missouri Gas Energy division ("MGE") with respect to:

MGE's corporate allocations;  
MGE's property taxes;  
Bad debts/uncollectibles (related to MGE's customers);  
JJ's Restaurant explosion; and/or  
Impaired assets related to MGE.

Executed this 30th day of January 2014.



Robert M. Kerrigan, III  
Vice President and Secretary