

DIVIDER

STATE OF NORTH DAKOTA
INFORMATION TECHNOLOGY DEPARTMENT
SFN 2053 (4-2002)

PU-2031-00-253

Bear Paw Energy, Inc.

Transfer of Cert 53 & 63, Permit 60 & 73

Application

Filed 5/26/2000

Closed 9/1/2000

00

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Bear Paw Energy, Inc.
Transfer of Cert Nos. 53 & 63, Permit Nos. 60 & 73
Application

Case No. PU-2031-00-253

AFFIDAVIT OF SERVICE BY CERTIFIED MAIL

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

Sharon Helbling deposes and says that:

she is over the age of 18 years and not a party to this action and, on the **31st day of August, 2000**, she deposited in the United States Mail, Bismarck, North Dakota, **one** envelope with certified postage, return receipt requested, fully prepaid, securely sealed and containing a photocopy of:

Order

The envelope was addressed as follows:

Brian R Bjella
P O Box 2798
Bismarck ND 58502-2798
Cert. No. 7099 3220 0002 8476 8401

Sharon Helbling further deposes and says that on the **31st day of August, 2000**, she deposited in the United States Mail, Bismarck, North Dakota, **one** envelope by regular mail, with postage fully prepaid, securely sealed, containing a photocopy of the same.

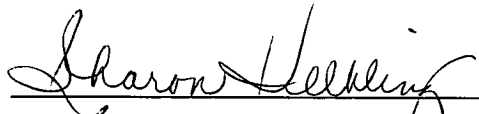
Mark Choury
Bear Paw Energy LLC
1370 17th St Ste 2775
Denver CO 80202-1370

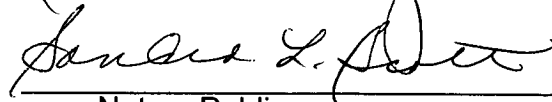
Each address shown is the respective addressee's last reasonably ascertainable post office address.

Subscribed and sworn to before me
this **31st day of August, 2000**.

SEAL







Notary Public

17 PU-2031-00-253

Pages: 1

Affidavit of Service by Certified Mail

by Public Service Commission

08/31/2000

CC: Comm Legal PUD (3)

PU-2031-00-253

Copies To:

State Library (8 copies)

Historical Society

Associated Press

APPROVED:

DATE:

8-30-00

KMF

MOTION

August 30, 2000

**Bear Paw Energy, Inc.
Transfer of Cert. Nos. 53, 63, Permit Nos. 60, 73
Application**

Case No. PU-2031-00-253

I move the Commission adopt the Order approving the application of Bear Paw Energy, LLC for transfer of pipeline facilities in McKenzie County and reissuance of associated Corridor Certificates No. 53 and No. 63, and Route Permits No. 60 and No. 73, Case No. PU-2031-00-253.

JRL/sdh

000253-5.doc

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Bear Paw Energy, Inc.
Transfer of Cert. Nos. 53, 63, Permit Nos. 60, 73
Application

Case No. PU-2031-00-253

ORDER

August 30, 2000

On May 26, 2000, Bear Paw Energy, LLC filed an application requesting transfer of Corridor Certificates No. 53 and No. 63, and Route Permits No. 60 and No. 73 from Bear Paw Energy, Inc. to Bear Paw Energy, LLC under Chapter 49-22 of the North Dakota Century Code.

The application further requested approval of the transfer and sale of certain public utility property located in McKenzie County of North Dakota from Bear Paw Energy, Inc. to Bear Paw Energy, LLC pursuant to Section 49-04-05 of the North Dakota Century Code.

Bear Paw states that under an agreement dated December 27, 1999, Transmontaine, Inc., the sole shareholder of Bear Paw Energy, Inc., sold Bear Paw Energy, Inc.'s North Dakota assets and Bear Paw Energy, Inc. was merged into BPE Acquisition, LLC, which then changed its name to Bear Paw Energy, LLC.

On June 20, 2000, the Commission issued a Notice of Opportunity for Hearing with written comments or hearing requests due July 21, 2000. No response to the notice has been received. The Notice identified the issues to be considered in this matter as whether Bear Paw Energy, LLC agrees and is able to comply with the terms and conditions of the siting certificates and permits currently issued to Bear Paw Energy, Inc., and whether the requested certificate/permit transfers and sale of utility property are compatible with the public interest.

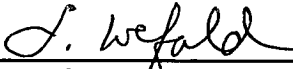
Having considered this matter the Commission finds Bear Paw Energy, LLC willing and able to comply with the terms and conditions of the siting certificates and permits issued to Bear Paw Energy, Inc. under N.D.C.C. Chapter 49-22. The Commission further finds the requested certificate/permit transfers and sale of utility property are compatible with the public interest and should be approved under N.D.C.C. Section 49-04-05.

Order

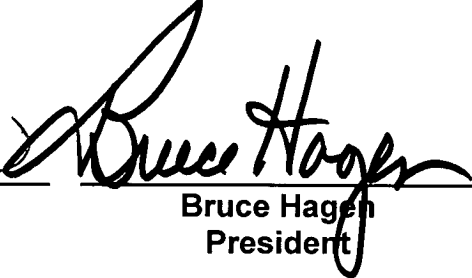
The Commission Orders:

1. The application of Bear Paw Energy, LLC to transfer Corridor Certificates No. 53 and No. 63, and Route Permits No. 60 and No. 73, and associated pipeline assets from Bear Paw Energy, Inc. to Bear Paw Energy, LLC is APPROVED.
2. Corridor Certificates No. 53 (originally issued in Case No. 10,719) and No. 63 (originally issued in Case No. PU-579-91-406), and Route Permits No. 60 (originally issued in Case No. 10,719) and No. 73 (originally issued in Case No. PU-579-92-420) are reissued to Bear Paw Energy, LLC subject to the terms and conditions contained in the Commission's Orders under which the original certificates/permits were issued.


PUBLIC SERVICE COMMISSION



Susan Wefald
Commissioner



Bruce Hagen
President



Leo M. Reinbold
Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Corridor Compatibility for Transmission Facility

Second Reissued Certificate Number 53

This is to certify that the Commission has designated a transmission facility corridor for Bear Paw Energy, LLC, which is described as follows:

The corridor is approximately two miles wide, the center of which extends from Section 36, Township 148N, Range 105W, in a northwesterly direction for approximately two miles to the Montana boundary line. The pipeline for transportation of propane and butane gas will follow a route through the middle of the corridor.

The facility may be routed in this designated corridor in compliance with the transmission facility routing criteria. This certificate is issued in accordance with the Orders of the Commission in Case No. 10,719 dated May 6, 1986; in Case No. PU-2031-99-44 dated June 23, 1999; and in Case No. PU-2031-00-253 dated August 30, 2000, and is subject to the conditions and limitations noted in those orders.

Bismarck, North Dakota, August 30, 2000.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Corridor Compatibility for Transmission Facility

Second Reissued Certificate Number 63

This is to certify that the Commission has designated a transmission facility corridor for Bear Paw Energy, LLC, which is described as follows:

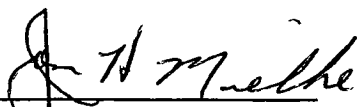
A three mile wide natural gas pipeline corridor originating at the McKenzie Gas Plant in Township 148N, Range 104-105W in McKenzie County and proceeding in a North-Northeasterly direction for approximately 29.9 miles to intersect Northern Border Pipeline Company's existing 42-inch pipeline in Township 151-152N, Range 103W, in McKenzie County, North Dakota.

The facility may be routed in this designated corridor in compliance with the transmission facility routing criteria. This certificate is issued in accordance with the Orders of the Commission in Case No. PU-579-91-406 dated April 21, 1992; in Case No. PU-2031-99-44 dated June 23, 1999; and in Case No. PU-2031-00-253 dated August 30, 2000, and is subject to the conditions and limitations noted in those orders.

Bismarck, North Dakota, August 30, 2000.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Route Permit for the Construction of a Transmission Facility

Second Reissued Permit Number 60

This is to certify that the Commission has designated a transmission facility route for Bear Paw Energy, LLC, which is described as follows:

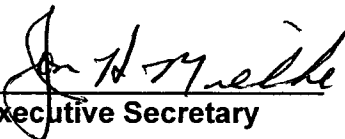
The 4 1/2 inch pipeline for transportation of propane and butane gas will extend from a point of origin located in the southeast quarter of Section 36, Township 148N, Range 105W, angling to the northwest for approximately two miles where it crosses the Montana border at a point located in the south half of Section 34, Township 148N, Range 105W.

This permit is issued in accordance with the Orders of the Commission in Case No. 10,719 dated May 6, 1986; in Case No. PU-2031-99-44 dated June 23, 1999; and in Case No. PU-2031-00-253 dated August 30, 2000, and is subject to the conditions and limitations noted in those orders.

Bismarck, North Dakota, August 30, 2000.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Route Permit for the Construction of a Transmission Facility

Second Reissued Permit Number 73

This is to certify that the Commission has designated a transmission facility route for Bear Paw Energy, LLC, which is described as follows:

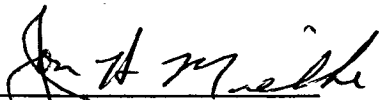
a natural gas pipeline route originating at the McKenzie Gas Plant in Township 148N, Range 105W, Section 36 in McKenzie County and proceeding in a North-Northeasterly direction for approximately 29.9 miles to intersect Northern Border Pipeline Company's existing 42-inch pipeline in Township 151N, Range 103W, Section 4 in McKenzie County, North Dakota.

This permit is issued in accordance with the Orders of the Commission in Case No. PU-579-92-420 dated August 4, 1992; in Case No. PU-2031-99-44 dated June 23, 1999; and in Case No. PU-2031-00-253 dated August 30, 2000, and is subject to the conditions and limitations noted in those orders.

Bismarck, North Dakota, August 30, 2000.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

INFORMAL AGENDA

August 16, 2000

- PU-2031-00-253 Bear Paw Energy, LLC
Transfer Cert. Nos. 53, 63, Permit Nos. 60, 73
Application
- PU-2304-00-269 Citizens Telecommunications Company of Minnesota, Inc.
Designated Eligible Carrier
Application
- PU-2304-00-270 Citizens Telecommunications Company of Minnesota, Inc.
Local Exchange/IntraLATA Toll
Public Convenience and Necessity

10 PU-2031-00-253

Pages: 1

Informal Hearing held

by Public Service Commission

08/16/2000

CC: Comm Legal PUD (3)

9 PU-2304-00-269

Pages: 1

Informal Hearing held

by Public Service Commission

08/16/2000

CC: Comm Legal PUD (3)

9 PU-2304-00-270

Pages: 1

Informal Hearing held

by Public Service Commission

08/16/2000

CC: Comm Legal PUD (3)



Public Service Commission
State of North Dakota

COMMISSIONERS

Bruce Hagen
President
Susan E. Wefald
Leo M. Reinbold

August 7, 2000

600 E Boulevard Ave. Dept. 408
Bismarck, North Dakota 58505-0480
e-mail: sab@oracle.psc.state.nd.us
TDD 800-366-6888
Fax 701-328-2410
Phone 701-328-2400

Executive Secretary
Jon H. Mielke

Brian R. Bjella
PO Box 2798
Bismarck, ND 58502-2798


RE: Case No. PU-2031-00-253
Bear Paw Energy, Inc.
Transfer of Cert Nos. 53 & 63, Permit Nos. 60 & 73
Application

Dear Mr. Bjella:

We have been furnished with the Notice of Opportunity for Hearing in the above docket. The legal notice was published by the North Dakota Advertising Service, Inc.

Enclosed is a copy of the affidavit for your file and the statement from the North Dakota Advertising Service, Inc., in the amount of \$29.68 for the cost of the publication. **Please make your payment directly to the North Dakota Advertising Service, Inc.** This is billed under 49-11-13, N.D.C.C.

Sincerely,


Gloria Geiger
Administrative Assistant
701-328-2401

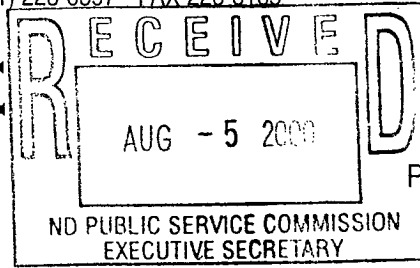
Enclosure
cc: North Dakota Advertising Service, Inc.

9 **PU-2031-00-253** Pages: 2
08/07/2000
Public Service Commission
Affidavit of publication sent to Bear Paw
requesting payment
CC: Comm Legal PUD (3)

NORTH DAKOTA ADVERTISING SERVICE, INC.

1435 Interstate Loop • Bismarck, ND 58501-4058 • PHONE (701) 223-6397 • FAX 223-8185

INVOICE



Date: 07/25/2000

Page: 1

To:

JON H. MIELKE
PUBLIC SERVICE COMMISSION
STATE CAPITOL
BISMARCK ND 58505

P. O. #: PU-2031-00-253

Client: Public Service Commission

Order: 00064PP0

Newspaper	Date	Inches	Rate	Amount
Watford City McKenzie County Bear Paw E	06/28/2000	56.00 SPR2	0.53	29.68
*** ADVERTISING TOTAL				29.68
*** TOTAL DUE				29.68

8 PU-2031-00-253

Pages: 2

08/04/2000

North Dakota Advertising Service, Inc.

Affidavit of Publication

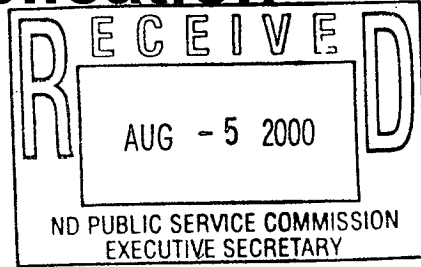
CC: Comm Legal PUD (3)

This invoice is due and payable upon receipt. Unpaid items over 30 days from invoice date are subject to a finance charge. The finance charge is computed by a periodic rate of 1 3/4 percent per month (or a minimum charge of 50 cents for balances of under \$50), which is an annual percentage rate of 21 percent.

Total unpaid balance may be paid at any time.

Please pay from this invoice – No statement will be sent. Return duplicate with remittance to North Dakota Advertising Service, Inc.

Affidavit of Publication



State of North Dakota)
County of Burleigh)

Laurie Thiel

, being duly sworn, state as follows:

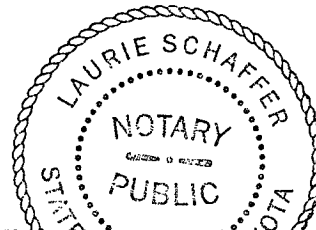
1. I am the designated agent, under the provisions and for the purposes of, Section 31-04-06, NDCC, for the newspapers listed on the attached exhibits.
2. The newspapers listed on the exhibits published the advertisement of:
Beau Paw Energy, 1 time(s)
as required by law or ordinance.
3. All of the listed newspapers are legal newspapers in the State of North Dakota and, under the provisions of Section 46-05-01, NDCC, are qualified to publish any public notice or any matter required by law or ordinance to be printed or published in a newspaper in North Dakota.

Signed: Laurie Thiel

Subscribed and sworn to before me this 18th day of July A.D. 2000.

Laurie Schaffer

LAURIE SCHAFFER
Notary Public, STATE OF NORTH DAKOTA
My Commission Expires DEC. 1, 2005



Notice of Opportunity For
Hearing

June 20, 2000

Case # PU-2031-00-253

Watford City

6-28

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Bear Paw Energy, Inc.
Transfer of Cert Nos. 53 & 63, Permit Nos. 60 & 73
Application

Case No. PU-2031-00-253

AFFIDAVIT OF SERVICE BY CERTIFIED MAIL

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

Sharon Helbling deposes and says that:

she is over the age of 18 years and not a party to this action and, on the **21st day of June, 2000**, she deposited in the United States Mail, Bismarck, North Dakota, **one** envelope with certified postage, return receipt requested, fully prepaid, securely sealed and containing a photocopy of:

Notice of Opportunity for Hearing

The envelope was addressed as follows:

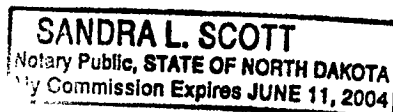
Brian R Bjella
P O Box 2798
Bismarck ND 58502-2798
Cert. No. 7099 3220 0002 8476 7824

Sharon Helbling further deposes and says that on the **21st day of June, 2000**, she deposited in the United States Mail, Bismarck, North Dakota, **one** envelopes by regular mail, with postage fully prepaid, securely sealed, containing a photocopy of the same.

Mark Choury
Bear Paw Energy LLC
1370 17th St Ste 2775
Denver CO 80202-1370

Each address shown is the respective addressee's last reasonably ascertainable post office address.

Subscribed and sworn to before me
this **21st day of June, 2000**.



SEAL

Sharon Helbling

Sandra L. Scott

Notary Public

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Bear Paw Energy, Inc.
Transfer of Cert Nos. 53 & 63, Permit Nos. 60 & 73
Application

Case No. PU-2031-00-253

AFFIDAVIT OF SERVICE BY ORDINARY MAIL OR E-MAIL

STATE OF NORTH DAKOTA
COUNTY OF BURLEIGH

Sharon Helbling deposes and says that:

she is over the age of 18 years and not a party to this action and, on the **21st day of June, 2000**, she deposited in the United States Mail, Bismarck, North Dakota, envelopes by first class mail, fully prepaid, securely sealed, each containing a photocopy of:

Notice of Opportunity for Hearing

The envelopes were addressed as follows:

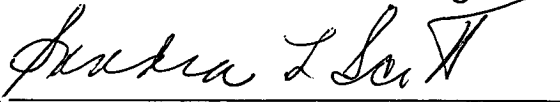
See Attached List

Each address shown is the respective addressee's last reasonably ascertainable post office address.

Subscribed and sworn to before me
this **21st day of June, 2000**.

SEAL





Notary Public
SANDRA L. SCOTT
Notary Public, STATE OF NORTH DAKOTA
My Commission Expires **JUNE 11, 2004**

PU-2031-00-253

Copies To:

State Library (8 copies)

Historical Society

Associated Press

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E Grand Forks ND 56721-1016

jfell@hess.com
Joe T. Fell
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PO Box 1486
Williston ND 58801-1486

mikeh@bpec.com
Mike Hinman
Basin Electric Power Coop
1717 E Interstate Ave
Bismarck ND 58501-0564

bluestem@tic.bisman.com
Pam Dryer
Blue Stem Inc
PO Box 49
Bismarck ND 58502-2432

quanbeck@co.cass.nd.us
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Eden Prairie MN 55330-0800

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Cenex Pipeline Company

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ndpc@btigate.com
Lowell Ridgeway
N D Petroleum Council
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Bismarck ND 58502-1395

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cback@water.swc.state.nd.us
Cary Backstrand
N D Water Commission
900 E Boulevard
Bismarck ND 58505

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David Nelson
ND Agriculture Dept

jim.melchior@coteau.com
Jim Melchior
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bjensen@enron.com
Beth Jensen
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michael.l.swenson@nspco.com
Mike Swenson
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Jamestown ND 58402-2220

noel_poe@nps.gov
Hala Bates
Theodore Roosevelt National Park

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Stuart Asselin
Trigon Engineering, Inc.
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Lenora Hall
U S Geological Survey

kjvannin@usgs.gov
K Vannin
U S Geological Survey

tiggka@bismarck.wbi.mdures.com
Keith Tiggelaar
Williston Basin Interstate Pipeline Co
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Bismarck ND 58506-5601

Myer Shark
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Palm Springs CA 92264

Stanley Wright
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Stanley ND 58784-0097

C Reichert
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Bob Fogarty
Cenex Minot Terminal
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Minot ND 58701-0429

Will Kaul
Cooperative Power Association
P O Box 800
Elk River MN 55330-0800

Laurie Baranko
Dakota Resource Council
PO Box 1095
Dickinson ND 58602-1095

Darell Farland
Department of Human Services
State Capitol
Bismarck ND 58505

Economic Development & Finance
1833 E Bismarck Expressway
Bismarck ND 58504

Cathy Callahan
Geo Resources Inc
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Williston ND 58801-1505

Historical Society
North Dakota Heritage Center
Bismarck ND 58505

Myer Shark
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St Louis Park MN 55426

Phyllis Mensing
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Fargo ND 58107-2020

Arvid Barstad
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710 W 15th St
Williston ND 58801

Jay Jones
Continental Pipeline Company
PO Box 2040
Dickinson ND 58602-2040

Roger Branning
Corp of Engineers
District-Omaha Lake Sakakawea
Riverdale ND 58565

Roger Johnson
Department of Agriculture
State Capitol
Bismarck ND 58505

J Williams
Dome Pipeline Corporation
Plaza Center 1 #380
Iowa City IA 52240

Jim Luptak
Energy Development Impact Office
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Bismarck ND 58501

Ed Schafer
Governor's Office
State Capitol
Bismarck ND 58505

Jay Casler
INDEPTH DATA INC
211 N Robinson Ave Ste S-1500
Oklahoma City OK 73102-7101

Indian Affairs Commission
State Capitol
Bismarck ND 58505

Craig Hagen
Labor Department
State Capitol
Bismarck ND 58505

Galen Anderson
Nakota Company
PO Box 1633
Bismarck ND 58502-1633

Harlan Fuglesten
ND Association of RECs
PO Box 727
Mandan ND 58554-0727

Dean Hildebrand
ND Game & Fish Department
100 N Bismarck Expswy
Bismarck ND 58505

James Marsden
North Dakota Farm Bureau
Box 2793
Bismarck ND 58502-2793

Orville Fossland
North Dakota Power Use Council
Box 6009
Bismarck ND 58502-6009

Heidi Heitkamp
Office of Attorney General
State Capitol
Bismarck ND 58505

State & Regulatory Associates
Regulatory Services Division
1101 King St Ste #600
Alexandria VA 22314

David Sprynczynatyk
State Engineer
ND Water Commission
900 East Boulevard
Bismarck ND 58505

Terry Hildreth
Knife River Coal Mining Company
1915 N Kaveney Dr
Bismarck ND 58501

Bruce Imsdahl
Montana-Dakota Utilities Co.
400 N 4th St
Bismarck ND 58501

Gary Puppe
ND Assoc of Soil Conservation Dist
PO Box 1601
Bismarck ND 58502-1601

Marshall Moore
ND Department of Transportation
State Highway Building
Bismarck ND 58505

John Bluemle
ND Geological Survey
600 E. Boulevard
Bismarck ND 58505

Doug Prchal
North Dakota Parks & Rec
1835 Bismarck Expressway
Bismarck ND 58504

Wes Wiedenmeyer
NRCS
Box 1458
Bismarck ND 58502-1458

K Hudson
Royal Oak Enterprise
644 8th Ave W
Dickinson ND 58601-4741

Mel Olson
State Bd of Voc Education
State Capitol
Bismarck ND 58505

State Health Department
State Capitol
Bismarck ND 58505

The Bismarck Tribune
Box 1498
Bismarck ND 58502-1498

M Zschomler
U S Fish & Wildlife
3425 Miriam Ave
Bismarck ND 58501-7926

District Chief
U S Geological Survey
821 E Interstate Ave
Bismarck ND 58501

District Engineer
US Army Engineer District Omaha
6014 US Post Office Courthouse
Omaha NE 68102

Raymond Kub
Western Area Power Administration
PO Box 1173
Bismarck ND 58502-1173

Janel Col
The Forum Capitol Reporter
State Capitol Press Room
Bismarck ND 58505

Steve Williams
U S Forest Service
240 W Century Ave
Bismarck ND 58501-1494

John Lancaster
U S Park Service
Medora ND 58645

WDAZ-TV
PO Box 12639
Grand Forks ND 58208-2639

John Castleberry
Williston Basin Interstate Pipeline Co
P O Box 5601
Bismarck ND 58506-5601

Helbling, Sharon D.

From: Helbling, Sharon D.
Sent: Wednesday, June 21, 2000 10:34 AM
To: 'ndna'
Subject: Attached Notice

Please have the attached Notice published as a legal publication in the next issue of the official McKenzie County newspaper. Please run it as a "News Item Only" article as well.

Send the bill to the Public Service Commission along with a tear sheet for billing purposes.

If you have any questions, please call me at 701-328-4076.

Thank you.

**Sharon Helbling
Public Utilities Division**

1.doc

5 **PU-2031-00-253** Pages: 1

06/21/2000

Public Service Commission

Notice E-Mailed to NDNA requesting
publication

1

CC: Comm Legal PUD (3)

MOTION

June 20, 2000

**Bear Paw Energy, LLC
Transfer of Cert. Nos. 53, 63, Permit Nos. 60, 73
Application**

Case No. PU-2031-00-253

I move the Commission issue a Notice of Opportunity for Hearing in Bear Paw Energy, LLC's application for transfer of Corridor Certificate Nos. 53 and 63, and Route Permit Nos. 60 and 73 from Bear Paw Energy, Inc. to Bear Paw Energy, LLC, and for approval of the sale and transfer of associated natural gas pipeline facilities in McKenzie County, North Dakota. Case No. PU-2031-99-44.

JRL/sdh

000253-2.doc

APPROVED:
DATE: 6-20-00
Cam

4 PU-2031-00-253
06/20/2000
Public Service Commission
Motion

Pages: 1

CC: Comm Legal PUD (3)

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Bear Paw Energy LLC
Transfer of Cert. Nos. 53, 63, Permit Nos. 60, 73
Application

Case No. PU-2031-00-253

NOTICE OF OPPORTUNITY FOR HEARING

June 20, 2000

On May 26, 2000, Bear Paw Energy, LLC (Bear Paw) filed an application requesting approval of the transfer and sale of certain natural gas pipeline facilities located in McKenzie County of North Dakota from Bear Paw Energy, Inc. to Bear Paw Energy, LLC. Bear Paw further requests transfer of the associated corridor certificates and route permits for these facilities.

Bear Paw states that under an agreement dated December 27, 1999, Transmontaine, Inc., the sole shareholder of Bear Paw Energy, Inc., sold Bear Paw Energy, Inc.'s North Dakota assets and Bear Paw Energy, Inc. was merged into BPE Acquisition, LLC, which then changed its name to Bear Paw Energy, LLC.

The issues to be considered in this matter are whether Bear Paw agrees and is able to comply with the terms and conditions of the siting certificates and permits currently issued to Bear Paw Energy, Inc., and whether the requested certificate/permit transfers and sale of utility property are compatible with the public interest.

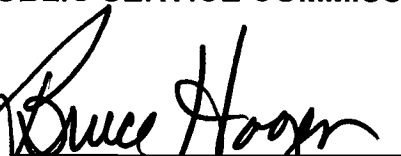
Those interested are invited to comment on this application in writing. Persons desiring a hearing must file a written request identifying their interest in the proceeding and the reasons for requesting a hearing. Comments and requests for hearing must be received by **July 21, 2000**. If deemed appropriate, the Commission can determine the matter without a hearing.

For more information contact the Public Service Commission, State Capitol, Bismarck, North Dakota 58505, 701-224-2400, or Relay North Dakota 1-800-366-6888 TTY. If you require any auxiliary aids or services, such as readers, signers, or braille materials please notify Jon Mielke, Executive Secretary.

PUBLIC SERVICE COMMISSION



Susan Wefald
Commissioner



Bruce Hagen
President



Leo M. Reinbold
Commissioner

LAW OFFICES OF
FLECK, MATHER & STRUTZ, LTD.

400 East Broadway, Suite 600, Norwest Bank Building
P. O. Box 2798, Bismarck, North Dakota 58502

Telephone: 701-223-6585 Facsimile: 701-222-4853 E-Mail: fms@flecklaw.com Website: www.flecklaw.com

WILLIAM A. STRUTZ
GARY R. WOLBERG+
PAUL W. SUMMERS
BRIAN R. BJELLA°

JOHN W. MORRISON
ROBERT J. UDLAND*°
CURTIS L. WIKE*°
CHARLES S. MILLER, JR.*

CRAIG C. SMITH°
SHANE A. HANSON
JULIE M. BUECHLER

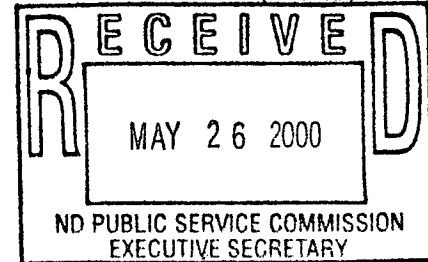
ALSO LICENSED IN:

* Minnesota
° Montana
+ Iowa

May 25, 2000

ERNEST R. FLECK
(1921-1995)
RUSSELL R. MATHER
(RETIRED)

Mr. John Mielke
Executive Secretary
NORTH DAKOTA PUBLIC
SERVICE COMMISSION
600 East Boulevard
Bismarck, ND 58505-0480



Dear Mr. Mielke:

In re: Transfer of Certificates and Permits from Bear Paw Energy, Inc.
to Bear Paw Energy, LLC
Our File No. 669-25161

We are writing on behalf of our client, Bear Paw Energy, LLC. Bear Paw is engaged in the purchase and sale of natural gas produced from oil and gas wells in the Williston Basin of North Dakota and Montana. In 1999 the Commission approved the transfer of two jurisdictional pipeline transmission facilities and associated facilities from Koch Industries, Inc. and Koch Gathering Systems, Inc. to Bear Paw Energy, Inc. The two jurisdictional pipeline transmission facilities are known as the Fort Buford Pipeline and the Riverview Pipeline.

In December of 1999, Bear Paw Energy, Inc. sold the pipelines and related facilities in North Dakota and other states to BPE Acquisition, LLC. BPE Acquisition, LLC then changed its name to Bear Paw Energy, LLC.

Enclosed please find the original and ten copies of the Application of Bear Paw Energy, LLC requesting the Commission to approve the transfer of these pipeline facilities to it.

Please do not hesitate to call should you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read "B. Bjella".

BRIAN R. BJELLA

Enc.
cc:
Mark Choury

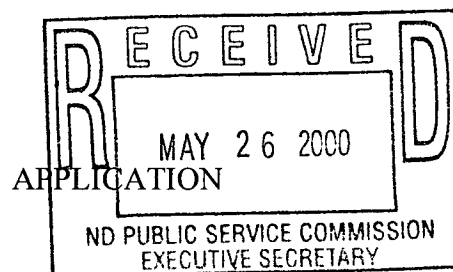
2 PU-2031-00-253
05/26/2000
Bear Paw Energy, Inc.
Cover letter re application

Pages: 1

CC: Comm Legal PUD (3)

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

IN THE MATTER OF THE APPLICATION
OF BEAR PAW ENERGY, LLC, FOR AN
ORDER TRANSFERRING FIRST
REISSUED CORRIDOR CERTIFICATE
NUMBERS 53 AND 63 AND FIRST
REISSUED ROUTE PERMIT NUMBERS
60 AND 73 FROM BEAR PAW ENERGY,
INC. TO BEAR PAW ENERGY, LLC



Bear Paw Energy, LLC hereby files this application for an order transferring First Reissued Corridor Certificate Numbers 53 and 63 and First Reissued Route Permit Nos. 60 and 73 from Bear Paw Energy, Inc. ("BPEI") to Bear Paw Energy, LLC ("Bear Paw") pursuant to Chapter 49-22 of the North Dakota Century Code. In support of this application, Bear Paw states as follows:

1. On April 21, 1992, in Case No. PU-579-92-420, the Commission issued Certificate of Site Compatibility for a Transmission Facility Corridor No. 63 to Koch Industries, Inc. for proposed 10.75 inch natural gas pipeline in McKenzie County, North Dakota.
2. On August 4, 1992, in Case No. PU-579-92-420, the Commission issued Permit No. 73 for the Construction of a Transmission Facility to Koch Industries, Inc. for the construction of a 10.75 inch OD natural gas pipeline in McKenzie County, North Dakota, of approximately 30 miles in length, originating at the McKenzie Gas Plant in Section 36 - Township 148 North - Range 105 West, and proceeding north, northeast to a point of intersection with the gas pipeline facilities of Northern Border Pipeline Company in Section 4 - Township 151 North - Range 103 West, McKenzie County, North Dakota.

3. Koch Industries, Inc. proceeded to construct, install and operate the natural gas pipeline facility, which is known as the Fort Buford Pipeline. See map attached hereto as Exhibit A of the approved corridor and route.
4. On May 6, 1986, in Case No. 10,719, the Commission issued its decision granting Koch Gathering Systems, Inc., a wholly owned subsidiary of Koch Industries, Inc., a waiver of the requirements for the filing of applications for a corridor certificate and a route permit and of all notices, publications and hearings otherwise required under Chapter 49-22, NDCC, relating to the construction of a transmission facility comprised of 4.50 inch OD steel pipeline approximately 12.5 miles in length, of which only two miles are located in North Dakota, for the transportation of propane and butane from a point of beginning in the SE¼ of Section 36, Township 148 North, Range 105 West, McKenzie County, North Dakota, and terminating at the Riverview Terminal near Sidney, Montana. In connection therewith, the Commission issued Permit No. 60, dated May 6, 1986 (Permit for the Construction of a Transmission Facility), and Certificate No. 53 dated May 6, 1986 (Certificate of Site Compatibility for a Transmission Facility Corridor).
5. Koch Gathering Systems, Inc. then proceeded to construct, install and operate the propane and butane gas transmission facility in McKenzie County, North Dakota, which is known as the Riverview Pipeline. See map attached hereto as Exhibit B of the approved corridor and route.
6. Pursuant to that certain Agreement, dated October 31, 1996, effective October 1, 1996, Koch Industries, Inc. and Koch Gathering Systems, Inc. sold to BPEI certain natural gas gathering and processing assets located in the States of Montana and North Dakota. That portion of

the assets located in the State of North Dakota included the referenced Fort Buford and Riverview Pipelines, as well as gas gathering pipelines, together with related compression facilities and meters located in Divide, Williams, McKenzie, Mountrail, Dunn, Golden Valley, Billings, Ward and Stark Counties, North Dakota (the "North Dakota Assets"). The sales price attributable to the North Dakota Assets was in excess of \$500,000.00.

7. BPEI was a Colorado corporation, incorporated in 1991 and authorized to do business in the State of North Dakota.
8. BPEI was a wholly owned subsidiary of Transmontaine, Inc., a Delaware corporation, whose shares of common stock are listed on the American Stock Exchange under the symbol "TMG."
9. By Application, dated January 28, 1999, BPEI petitioned the Commission to approve the transfer of the North Dakota Assets from Koch Industries, Inc. and Koch Gathering Systems, Inc. to BPEI.
10. By Order dated June 23, 1999, the Commission approved the application of BPEI to transfer Corridor Certificate Nos. 53 and 63 and Route Permit Nos. 60 and 73, and associated pipeline assets from Koch Industries, Inc. and Koch Gathering Systems, Inc. to BPEI. At the same time, the Commission executed First Reissued Corridor Certificate Nos. 53 and 63 and First Reissued Route Permit Nos. 60 and 73 to BPEI, subject to the terms and conditions contained in the Commission's Orders under which the original Certificate/Permits were issued.
11. By Agreement, dated December 27, 1999, Transmontaine, Inc., as the sole shareholder of BPEI, sold the North Dakota Assets and BPEI was merged into BPE Acquisition, LLC, a

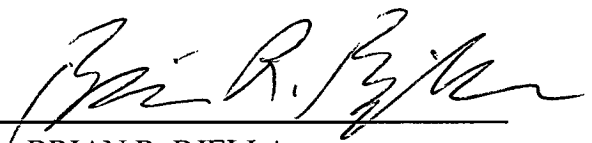
Delaware limited liability company (“BPE”). BPE then changed its name to Bear Paw Energy, LLC., a Delaware limited liability company. The sales price attributable to the North Dakota Assets was in excess of one-half million dollars.

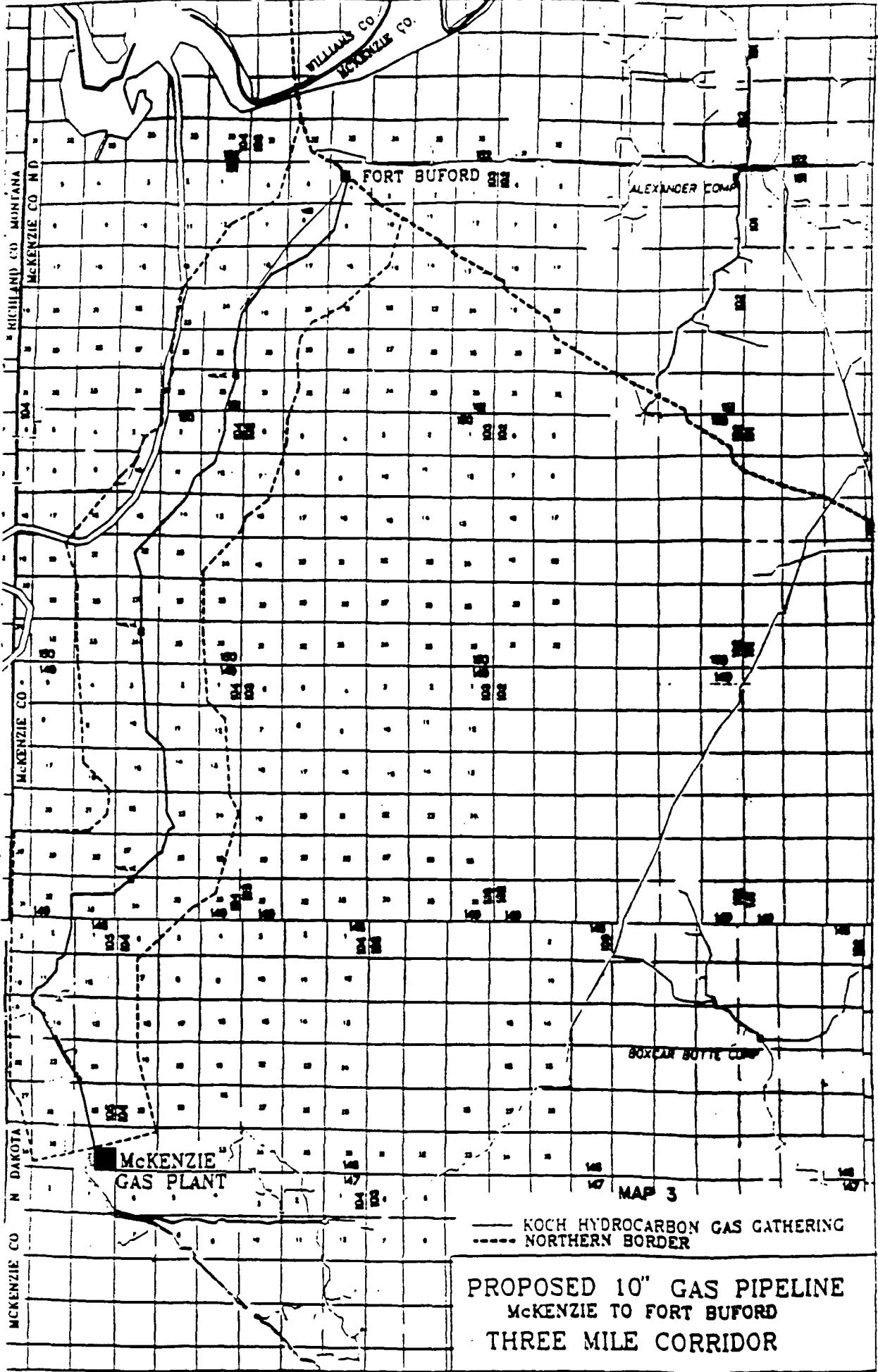
12. Bear Paw is authorized to do business in the State of North Dakota. A copy of the Certificate of Authority issued to Bear Paw by the Secretary of State of the State of North Dakota is attached hereto as Exhibit C.
13. Bear Paw provides natural gas gathering, treating, processing and fractionation services. Its ownership and operation of natural gas gathering systems and processing plants includes the Grasslands, Lignite, Marmarth, Little Beaver and Baker Facilities located in the Williston Basin of North Dakota, Montana and Saskatchewan, and the Wiggins Facility in Colorado. Bear Paw also operates an extensive natural gas gathering system in the coalbed methane play in the Powder River Basin of Wyoming. The total value of the property, plants and equipment of Bear Paw exceeds \$150,000,000.00. Senior management and operational supervisors remain unchanged in the transfer of BPEI to Bear Paw. The same people are involved in running Bear Paw on a day-to-day basis, including operations in North Dakota. This assures a continuity in operations not normally found in such a transfer. As a result, Bear Paw has the expertise and financial asset base to fulfill all the terms, conditions and modifications mandated by said certificates and permits.
14. Bear Paw requests that the Commission approve the transfer and sale of the North Dakota Assets, including the Fort Buford and Riverview Pipelines, as required by § 49-22-07 and by § 49-04-05 of the North Dakota Century Code; and together therewith, approve the transfer of First Reissued Corridor Certificate Nos. 53 and 63 and First Reissued Route Permit Nos. 60 and 73 to Bear Paw.

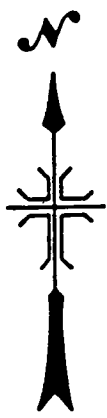
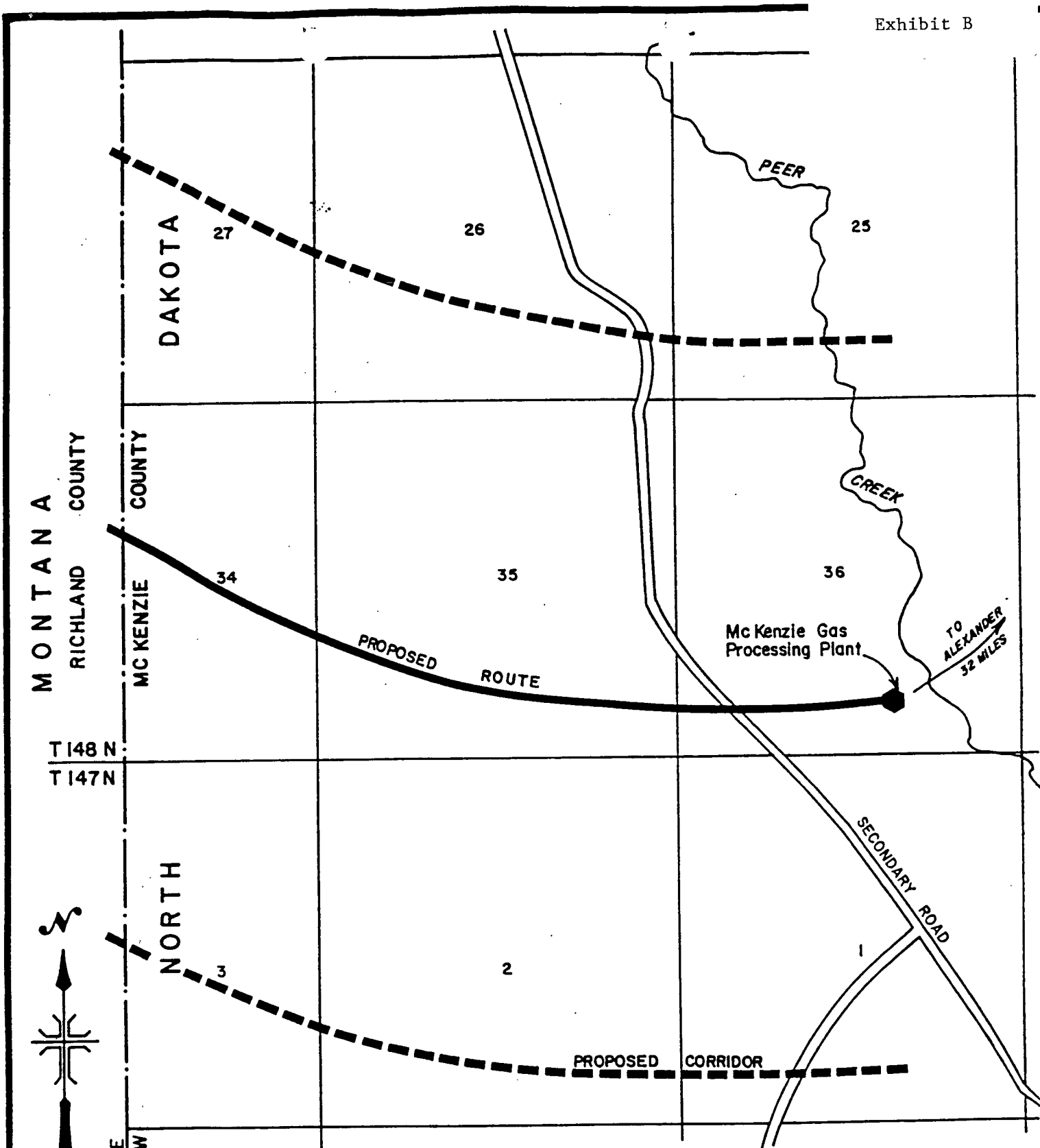
15. Pursuant to the Affidavit dated May 15, 2000, from a corporate officer, the original of which is attached hereto as Exhibit D, Bear Paw agrees to comply with the terms, conditions and modifications contained in said Certificates and Permits.
16. Bear Paw requests that the Commission not schedule a hearing in this matter, but rather waive any requirement of a hearing; and publish a notice of opportunity for hearing in the official newspaper of McKenzie County, where the facilities are located.

Dated this 25 day of May, 2000.



FLECK, MATHER & STRUTZ, Ltd.
Attorneys for Applicant
400 E. Broadway, Suite 600
P.O. Box 2798
Bismarck, North Dakota 58502

By 
BRIAN R. BJELLA
(#03549)





R 59 E
R 105 W

LEGEND
 PROPOSED ROUTE 
 PROPOSED CORRIDOR 

KOCH GATHERING SYSTEMS, INC. PROPOSED PROPANE AND BUTANE PIPELINE FACILITY CORRIDOR AND ROUTE	MC KENZIE COUNTY NORTH DAKOTA	DATE 2-28-86
	DOCKET NO. 10719	
	PREPARED BY NORTH DAKOTA PUBLIC SERVICE COMMISSION	DRAWN BY F.E.C.



**CERTIFICATE OF AUTHORITY
FOR FOREIGN LIMITED LIABILITY COMPANY
APPLICATION**
SECRETARY OF STATE
SFN 19381 (4-98)

RECEIVED

JAN 14 2000

FOR OFFICE USE ONLY
ID # 14,771,000
WO# 750474
Filed 1-14-2000 By NE

TYPE OR PRINT LEGIBLY SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

1. The application is accompanied by
- *Certificate of authority fee of \$125
 - *Signed consent of registered agent and fee of \$10
 - *Current, ORIGINAL CERTIFICATE OF GOOD STANDING duly authenticated by the organizing officer of the state or country of organization.
 - Certification of professional license
 - Signed consent to use of name and fee of \$10
 - Trade name registration and fee of \$25

For reference, see North Dakota Century Code, Sections 10-31-01, 10-31-13.1, and 10-32-13B

2. Identify type of limited liability company applying for certificate of authority

- Foreign Business Foreign Professional

3. Name of limited liability company exactly as it appears on Certificate of Good Standing from state or country of origin

BPE Acquisition, LLC

4. Federal ID #

84-1526530

5. Name is the same as, or deceptively similar to a name registered with the North Dakota Secretary of State and the application for certificate of authority is being submitted with:

- Consent to use of name
- Certified copy of a final decree of a court of competent jurisdiction establishing prior right of this limited liability company to use of name in North Dakota
- Trade Name Registration to use a trade name when transacting business in North Dakota

6. Name to be used in North Dakota if different from that in number 3. (SEE INSTRUCTION)

7. Complete address of executive office (Street/RR, PO Box, City, State, Zip +4) which may not only be a post office box number

370 Seventeenth Street, Suite 2750, Denver, CO 80202

8. State or country where organized
Delaware

9. Date when limited liability company will expire in state or country of origin (month, day, year)
perpetual

10. Telephone #
(303) 626-8288

11. Toll-free telephone #
800 362 1228

12. Name of registered agent in North Dakota
CT Corporation System

13. Federal ID/Social Security # of registered agent
51-0006522

14. Address of registered agent in North Dakota (Street/RR, PO Box, City, State, Zip +4) which may not only be a post office box number

314 East Thayer Ave Bismarck ND 58501-4018

15. Nature of business or activities the limited liability company intends to conduct in the State of North Dakota

natural gas pipeline and processing

16. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY

MANAGERS	Check box if manager also serves as governor	COMPLETE MAILING ADDRESS			
		Street/RR	PO Box	City	State
Robert J. Clark	<input type="checkbox"/>	370 Seventeenth Street, Suite 2750, Denver,			
	<input type="checkbox"/>			CO	80202
	<input type="checkbox"/>				
	<input type="checkbox"/>				
	<input type="checkbox"/>				
	<input type="checkbox"/>				
Member	<input type="checkbox"/>				
Member	<input type="checkbox"/>				

If needed, attach sheet to add names of additional managers or governors.

17. "The undersigned has read the foregoing application, knows the contents thereof, and believes the statements are true."

Original signature Robert J. Clark Date 1/14/2000
Robert J. Clark, manager

18. Name of person to contact about this application

Daytime telephone #



**REGISTERED AGENT
CONSENT TO SERVE**
SECRETARY OF STATE
SFN 7936A (7936 + 7974) (7-99)

RECEIVED

JAN 14 2000

SEC. OF STATE

FOR OFFICE USE ONLY

ID #	14,771,000
File #	-
WO #	750474
Filed	By
1-14-2000	LB

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

1. FILING FEE: \$10.00

TYPE OR PRINT LEGIBLY

2. Name of the organization for which the registered agent is to serve (corporation, limited liability company, limited liability partnership, limited partnership, limited liability limited partnership or real estate investment trust)

BPE Acquisition, LLC

3. Name of the registered agent

C T Corporation System

4. Registered agent is (Check one)

- An individual North Dakota resident
- A corporation
- A limited liability company
- A limited liability partnership

5. Federal ID # or social security # of registered agent

6. An individual appointed as registered agent must sign a consent to serve in that capacity. When a corporation, a limited liability company, or limited liability partnership is named as registered agent, an officer or someone authorized by the organization may sign on behalf of the corporation, limited liability company, or limited liability partnership.

"The undersigned, as the newly appointed registered agent, agrees to act as the registered agent for this organization until a change, or resignation, is submitted to the Secretary of State under the provisions of North Dakota law."

C T Corporation System

Maria J. Furber

1-13-00

Original signature of registered agent

Date



**AMENDED CERTIFICATE OF AUTHORITY
FOREIGN LIMITED LIABILITY COMPANY
APPLICATION**
SECRETARY OF STATE
SFN 51734 (6-99)

RECEIVED
JAN 21 2000
SEC. OF STATE

FOR OFFICE USE ONLY
ID # 14771000 F
WO # 753004
Filed 2-07-00 By [Signature]

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

1. The application **MUST** be accompanied by **ALL** of the following:
- Filing fee of \$50
 - If amending the name, a **current ORIGINAL Certificate of Fact** verifying the name change certified by the government official of the state or country where Articles of Organization are filed.
- PE OR PRINT LEGIBLY
- The following **MAY** be required:
- Signed Consent of Registered Agent and fee of \$10
 - Signed consent to use of name and fee of \$10
 - Trade Name Registration and fee of \$25
- For reference, see North Dakota Century Code, Section 10-32-140.

Type of limited liability company applying for amended certificate of authority: (check one) <input checked="" type="checkbox"/> Foreign Business <input type="checkbox"/> Foreign Professional	3. Reason for Amended Certificate of Authority <input checked="" type="checkbox"/> Name changed <input type="checkbox"/> Correction
--	--

Name of limited liability company EXACTLY as currently authorized by the North Dakota Secretary of State BPE Acquisition, LLC	5. Federal ID # 84-1526530
---	-------------------------------

Name of limited liability company **as amended, EXACTLY** as it appears on Certificate of Fact from state or country of origin
Bear Paw Energy, LLC

If the limited liability company chooses to use a name other than its limited liability company name, that name is a trade name and **must** be registered with the North Dakota Secretary of State. (SEE INSTRUCTION 7) If applicable, provide the trade name below and complete the Trade Name Registration form if the selected trade name is not already registered in North Dakota.

- If the limited liability company has been notified by the North Dakota Secretary of State that its amended limited liability company name is the same as, or deceptively similar to a name already registered, this application for Amended Certificate of Authority must be accompanied by one of the following: (check one)
- Consent to use of name from the conflicting name holder(s)
 - An application for registration of a trade name for use in transacting business in North Dakota. The trade name adopted is:
 - Certified copy of a final decree of a court of competent jurisdiction establishing prior right of this limited liability company to use of the name in North Dakota

Physical and mailing address of principal executive office which **may not only be a post office box** (Street/RR, and PO Box if applicable, City, State, Zip +4)
370 Seventeenth Street, Suite 2750, Denver, CO 80202

State or country where organized Delaware	11. Date when limited liability company will expire in state or country of origin (month, day, year) perpetual	12. Telephone # (303) 626-8200	13. Toll-free telephone #
--	---	-----------------------------------	---------------------------

Name of required registered agent in North Dakota (See instruction 14) C T CORPORATION SYSTEM	15. Federal ID/Social Security # of registered agent 51-0006522
---	--

Physical and mailing address of registered agent in North Dakota which **may not only be a post office box number** (Street/RR, PO Box, City, State, Zip +4)
314 EAST THAYER AVENUE, P.O. BOX 400, BISMARCK, ND 58501

Nature of business or activities the limited liability company conducts or intends to conduct in the State of North Dakota
natural gas pipeline

MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY

MANAGERS	Check box if manager also governor	COMPLETE MAILING ADDRESS			
		Street/RR	PO Box	City	State Zip +4
Robert J. Clark	<input type="checkbox"/>	370 Seventeenth Street, Suite 2750		Denver, CO	80202
	<input type="checkbox"/>				
	<input type="checkbox"/>				
	<input type="checkbox"/>				
	<input type="checkbox"/>				
Member	<input type="checkbox"/>				
Member	<input type="checkbox"/>				

If needed, attach sheet to add names of additional managers or governors.

3. "The undersigned, a person authorized by the limited liability company to sign this application, knows the contents thereof, and believes the statements are true."

Original signature [Signature] Robert J. Clark Date 1/20/00

Name of person to contact about this application: Joseph M. Brooker, Esq. Daytime telephone #: (720) 359-9500

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

IN THE MATTER OF THE APPLICATION
OF BEAR PAW ENERGY, LLC, FOR AN
ORDER TRANSFERRING FIRST
REISSUED CORRIDOR CERTIFICATE
NUMBERS 53 AND 63 AND FIRST
REISSUED ROUTE PERMIT NUMBERS
60 AND 73 FROM BEAR PAW ENERGY,
INC. TO BEAR PAW ENERGY, LLC

AFFIDAVIT OF
ROBERT J. CLARK

STATE OF COLORADO)
)SS
COUNTY OF DENVER)

The undersigned, being first duly sworn under oath, declares and states as follows:

1. That my name is Robert J. Clark and my business address is Bear Paw Energy, LLC, 1370 17th Street, Suite 2775, Denver, CO 80202-1370.
2. That I hold the title of President of Bear Paw Energy, LLC (hereinafter "Bear Paw").
3. That Bear Paw is requesting the North Dakota Public Service Commission (hereinafter "Commission") to approve the transfer of First Reissued Corridor Certificate Nos. 53 and 63 and First Reissued Route Permit Nos. 60 and 73 from Bear Paw Energy, Inc. (hereinafter "BPEI") to Bear Paw.
4. That the facilities operated by BPEI pursuant to said certificates and permits are commonly known as the Fort Buford Pipeline and the Riverview Pipeline, and associated facilities.

5. That on December 27, 1999, BPEI sold said facilities to Bear Paw.
6. That it is anticipated that the Commission will issue an order in the captioned proceeding.
7. That if the Commission issues an order approving Bear Paw's application, Bear Paw understands and agrees:
 - (a) That the authorizations granted by said Corridor Certificates and Route Permits are subject to modification by order of the Commission if deemed necessary to further protect the public or the environment; and
 - (b) To comply with the terms, conditions, and modifications contained in said certificates and permits.
8. That to the best of the undersigned's knowledge and belief, the information contained in Bear Paw's application is true and correct.

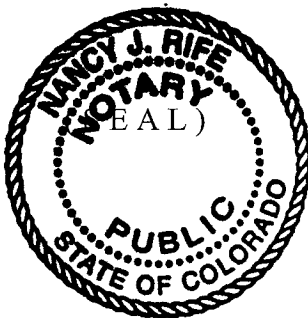
Dated this 15th day of May, 2000.

BEAR PAW ENERGY, LLC

By *R. Clark*
 Robert J. Clark, President *mg*

STATE OF COLORADO)
)SS
 COUNTY OF DENVER)

Subscribed and sworn to before me this 15 day of MAY, 2000.



Nancy Rife
 Notary Public
 Denver County, Colorado
 My Commission Expires:

PU-2031-00-253

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Brian Bjella
PO Box 2798
Bismarck ND 58502-2798

2. Article Number (Copy from service label)

7099 3220 0002 8476 7824

PS Form 3811, July 1999

Domestic Return Receipt

102595-99-M-1789

COMPLETE THIS SECTION ON DELIVERY

A. Received by (Please Print Clearly) B. Date of Delivery

C. Signature

X *[Signature]* Agent Addressee

D. Is delivery address different from item 1? Yes No
If YES, enter delivery address below:

3. Service Type

- Certified Mail Express Mail
- Registered Return Receipt for Merchandise
- Insured Mail C.O.D.

4. Restricted Delivery? (Extra Fee) Yes

PU-2031-00-253

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Brian R Bjella
PO Box 2798
Bismarck ND 58502-2798

2. Article Number (Copy from service label)

7099 3220 0002 8476 8401

PS Form 3811, July 1999

Domestic Return Receipt

102595-99-M-1789

COMPLETE THIS SECTION ON DELIVERY

A. Received by (Please Print Clearly) B. Date of Delivery

C. Signature

X *[Signature]* Agent Addressee

D. Is delivery address different from item 1? Yes No
If YES, enter delivery address below:

3. Service Type

- Certified Mail Express Mail
- Registered Return Receipt for Merchandise
- Insured Mail C.O.D.

4. Restricted Delivery? (Extra Fee) Yes