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September 1, 2011

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PUBLIC SERVICE COMMISSION

Mr. Darrell Nitschke
Executive Director
North Dakota Public
Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

Dear Mr. Nitschke:

RE: Enbridge Pipelines (North Dakota) LLC
Beaver Lodge Loop Project
Docket No. PU-10-613
Our File No. 31-411-003

Enbridge Pipelines (North Dakota) LLC is enclosing herewith for filing eleven copies of proposed First Amended Findings of Fact, Conclusions of Law and Order.

Please feel free to call should you have any questions.

Very truly yours,



Brian R. Bjella

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Enc.

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BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA

PUBLIC SERVICE COMMISSION

Enbridge Pipelines (North Dakota) LLC
Beaver Lodge Loop Project
Ward, Williams and Mountrail Counties
Siting Application

CASE NO. PU-10-613

**FIRST AMENDED FINDINGS OF FACT,
CONCLUSIONS OF LAW AND ORDER
DATED AUGUST ____, 2011**

Preliminary Statement

On November 17, 2010, Enbridge Pipelines (North Dakota) LLC (“Enbridge”) filed an Application for Certificate of Corridor Compatibility and Route Permit for the construction of its Beaver Lodge Loop Project (“Project”). The Project includes construction of approximately 56 miles of 16-inch diameter pipeline in Ward, Williams and Mountrail Counties, North Dakota, and also the construction of additional pump station facilities and tankage at Enbridge’s existing Beaver Lodge and Stanley Stations, as well as additional tankage at its Berthold Station.

On May 18, 2011, the Commission issued its Findings of Fact, Conclusions of Law and Order approving the Project, and issued Certificate of Corridor Compatibility Certificate No. 119 and Route Permit No. 129 to Enbridge.

On July 28, 2011, Enbridge filed its Application for a Waiver or Reduction of Procedures and Time Schedules and for Amended Corridor Certificate and Route Permit (“Application”) for deviations of the approved route for two reasons. First, Enbridge requires additional temporary work space to safely complete pipe installation at a newly required increased depth under the

Burlington Northern Santa Fe Railroad (“BNSF”) right-of-way which places the boring equipment and boring pit outside of the approved corridor. Second, at the request of landowners, Enbridge needs to slightly alter the approved route to the south and west to abut BNSF Railroad right-of-way. This route adjustment has the added benefit of preventing the pipeline route from entering a restricted area, or buffer zone, surrounding an adjacent United States Air Force Missile Site. Both route deviations are located near Enbridge’s Berthold Station in Ward County, North Dakota.

On August 3, 2011, the Commission issued its Notice of Filings, Notice of Informal Hearing and Notice of Opportunity for Hearing (“Notice”), scheduling an informal hearing for August 24, 2011, at 3:00 p.m. CDT in the Commission Hearing Room on the 12th Floor of the State Capitol. The Notice further provided that comments and requests for a hearing must be received by September 6, 2011.

On August 24, 2011, the Commission held the informal hearing at which time testimony was received of Barry Simonson (Enbridge), Douglas B. Aller (Enbridge) and Angela Ronayne (Merjent, Inc.).

Findings of Fact

1. The materials filed by Enbridge in conjunction with its Application dated July 28, 2011, state, and as was further discussed at the informal hearing, demonstrate that no exclusion or avoidance areas will be impacted by the requested deviations.
2. The materials filed by Enbridge in conjunction with its Application dated July 28, 2011, state, and as was further discussed at the informal hearing, that the State Historical Society of North Dakota has concurred that no historic properties are affected.

3. That the route deviations are compatible with the environmental preservation and the efficient use of resources, and will produce minimal adverse impacts on the environment, natural resources, and upon the welfare of the citizens of North Dakota, while ensuring continuing system reliability, integrity and ensuring that energy needs are met and fulfilled in an orderly fashion.
4. The Notice provides that comments and requests for hearing must be received by September 6, 2011. That no such comments or requests were received by the Commission by 5:00 p.m. on September 6, 2011.

From the foregoing Findings of Fact, and Conclusions of Law, the Commission now issues its:

Conclusions of Law

1. That the Commission has jurisdiction over Enbridge and over the subject matter of the Application under North Dakota Century Code Chapter 49-22.
2. That the requested deviations will produce minimal adverse effects as defined under NDCC § 49-22-07.2.
3. It is appropriate for the Commission to waive those certain procedures and time schedules as requested in the Application and provided under North Dakota Century Code § 49-22-07.2.

ORDER

The Commission orders:

1. Enbridge's Application for a waiver of procedure and time schedules is granted.

2. Enbridge's requests for deviations from the permitted corridor and pipeline route are granted, and Enbridge is issued an Amended Corridor Certificate and Amended Route Permit.
3. The authorizations granted by the Amended Corridor Certificate and Amended Route Permit are subject to modification by order of the Commission if deemed necessary to further protect the public or the environment.
4. The amended corridor and amended route are subject to the conditions and limitations stated in the Findings of Fact, Conclusions of Law and Order dated May 18, 2011, and are subject to the conditions and limitations stated in this Order.

PUBLIC SERVICE COMMISSION

Tony Clark
Chairman

Kevin Cramer
Commissioner

Brian P. Kalk
Commissioner