

C R O W L E Y | F L E C K

John W. Morrison
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RECEIVED

OCT 13 2011

October 12, 2011

PUBLIC SERVICE COMMISSION

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

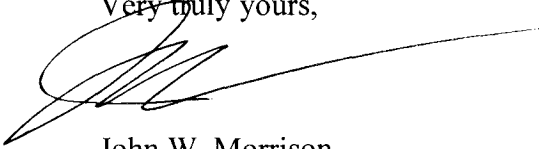
Dear Mr. Nitschke:

In re: Bear Paw Energy, LLC
ONEOK Rockies Midstream, L.L.C.
Name Change Request

Enclosed for filing are the original and seven copies of the Request for Reissuance of Corridor Certificates, Route Permits, and Site Compatibility Certificates.

Please call should you have any questions. Thank you.

Very truly yours,



John W. Morrison

lh
enc.

cc: Michael Dailey

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA

Bear Paw Energy, LLC
-ONEOK Rockies Midstream, L.L.C.
Name Change Request

CASE NO. PU-__-__

**REQUEST FOR REISSUANCE OF CORRIDOR CERTIFICATES, ROUTE PERMITS,
AND SITE COMPATIBILITY CERTIFICATES**

Bear Paw Energy, LLC ("Bear Paw"), whose address for purposes of this Request is ONEOK Plaza, 100 West 5th Street, Tulsa, Oklahoma 74103, has changed its name to ONEOK Rockies Midstream, L.L.C. ("ONEOK"), as evidenced by the Certificate of Amendment to Certificate of Formation attached hereto as Exhibit "A." ONEOK hereby requests that the Commission reissue all corridor certificates, route permits, and certificates of site compatibility currently held by Bear Paw to ONEOK, including but not limited to Corridor Certificates 53, 63 and 122, Route Permits 60, 73 and 131, and Certificates of Site Compatibility 19 and 22

Dated this 12th day of October, 2011.

Respectfully submitted,

ONEOK ROCKIES MIDSTREAM, L.L.C.,
formerly known as BEAR PAW ENERGY, LLC

CROWLEY FLECK PLLP
Attorneys for Applicant
400 North Broadway, Suite 600
P.O. Box 2798
Bismarck, North Dakota 58502

By 
JOHN W. MORRISON (#03502)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BEAR PAW ENERGY, LLC", CHANGING ITS NAME FROM "BEAR PAW ENERGY, LLC" TO "ONEOK ROCKIES MIDSTREAM, L.L.C.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2011, AT 12:20 O'CLOCK P.M.

3139589 8100

111026421

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9044266

DATE: 09-21-11

Exhibit A

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:20 PM 09/21/2011
FILED 12:20 PM 09/21/2011
SRV 111026421 - 3139589 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF FORMATION
OF
BEAR PAW ENERGY, LLC

1. The name of the limited liability company (hereinafter called the "Limited Liability Company") is Bear Paw Energy, LLC.

2. The certificate of formation of the Limited Liability Company is hereby amended by striking out the FIRST article thereof in its entirety and by substituting in lieu of said article the following new article:

"FIRST: The name of the company is ONEOK Rockies Midstream, L.L.C."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Formation of Bear Paw Energy, LLC as of the 21st day of September, 2011.

By: John W. Gibson
John W. Gibson, Chairman, President, Chief
Executive Officer and Authorized Person



BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA

Bear Paw Energy, LLC
-ONEOK Rockies Midstream, L.L.C.
Name Change Request

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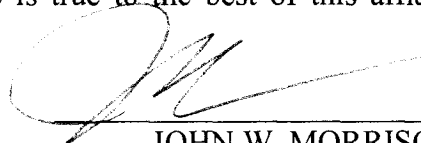
ONEOK ROCKIES MIDSTREAM, L.L.C.,
formerly known as BEAR PAW ENERGY, LLC

CROWLEY FLECK PLLP
Attorneys for Applicant
400 North Broadway, Suite 600
P.O. Box 2798
Bismarck, North Dakota 58502

By 
JOHN W. MORRISON (#03502)

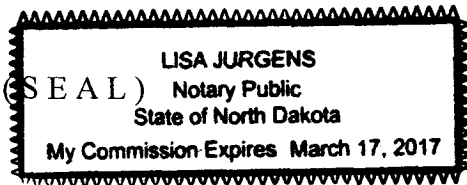
STATE OF NORTH DAKOTA)
)
COUNTY OF BURLEIGH)

John W. Morrison, being first duly sworn on oath, deposes and says that he is the attorney for the applicant herein named, that he has read the above and foregoing application, knows the contents thereof, and that the same is true to the best of this affiant's knowledge, information, and belief.



JOHN W. MORRISON

Subscribed and sworn to before me this 12th day of October, 2011.



Lisa Herberholz aka Lisa Jurgens
Lisa Jurgens, Notary Public
Burleigh County, North Dakota
My Commission Expires:

Delaware

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By: John W. Gibson
John W. Gibson, Chairman, President, Chief
Executive Officer and Authorized Person





Dear Customer:

We have changed the name of Bear Paw Energy, L.L.C., a subsidiary of ONEOK Partners, L.P., to **ONEOK Rockies Midstream, L.L.C.** to tie more closely our natural gas gathering and processing operations in the Rockies to the ONEOK Partners name. Bear Paw Energy has been a part of ONEOK since 2004 when ONEOK became majority interest owner of Northern Border Partners. Northern Border Partners was renamed ONEOK Partners in May of 2006.

Going forward, you will see the Bear Paw Energy assets referred to as ONEOK Partners to increase recognition of the ONEOK Partners name in the Williston Basin and Powder River Basin areas. Company name recognition is important in attracting employees for our expanding operations.

The ONEOK Rockies Midstream name will be used on contracts, pipeline markers and on facility signage.

Additionally, the name change supports our internal Becoming ONE initiative. This initiative seeks to promote a mindset where we strive to become ONE in Responsibility ("I am always proud of my actions"); ONE in Value ("Everything we do should add value to ONEOK and its stakeholders"); and ONE in Industry ("We are the best energy company that we possibly can be").

The purpose of Becoming ONE is to facilitate all employees working together – sharing processes, best practices and talents – to create a company where we act as a single, cohesive business unit. Employees have embraced Becoming ONE, and they share this message in our television commercials, in which they are featured.

This is a name change only; nothing will change in our business practices and our relationship with you and our other stakeholders. Your current Bear Paw Energy contacts, including their locations and contact information, will remain the same. All other corporate information, such as state of incorporation, company number, tax id, etc., remains unchanged.

Sincerely,

A handwritten signature in black ink that reads "David R. Scharf". The signature is written in a cursive, flowing style.

David R. Scharf
President – Natural Gas Gathering & Processing