

CROWLEY | FLECK PLLP
ATTORNEYS

John W. Morrison
400 East Broadway, Suite 600
P.O. Box 2798
Bismarck, ND 58502-2798
Office: 701.223.6585
Direct: 701.224.7534
jmorrison@crowleyfleck.com

RECEIVED

NOV 02 2011

PUBLIC SERVICE COMMISSION

November 2, 2011

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

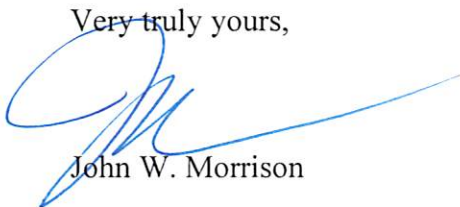
Dear Mr. Nitschke:

In re: Bear Paw Energy, LLC
ONEOK Rockies Midstream, L.L.C.
Name Change Request
PU-11-658

Enclosed for filing are the original and seven copies of a Certificate of Good Standing from the North Dakota Secretary of State.

If you have any questions, please let me know. Thank you.

Very truly yours,



John W. Morrison

enc.

cc: Michael Dailey

1 **PU-11-684** Filed: 11/2/2011 Pages: 9
Corporate papers

BILLINGS BISMARCK BOZEMAN HELENA KALISPELL

CROWLEY FLECK . COM

ONEOK Rockies Midstream, L.L.C.

John Morrison, Crowley Fleck

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ONEOK ROCKIES MIDSTREAM, L.L.C.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ONEOK ROCKIES MIDSTREAM, L.L.C., a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 14, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

ONEOK ROCKIES MIDSTREAM, L.L.C.

Issued: November 02, 2011

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State