

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

July 31, 2012

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PUBLIC SERVICE COMMISSION

Hand Delivered

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

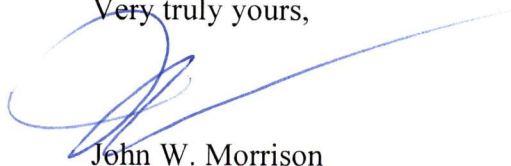
In re: ONEOK Rockies Midstream, L.L.C.
Letter of Intent/Application for Waiver of Procedures and Time Frames
Garden Creek II Gas Processing Plant

Dear Mr. Nitschke:

Enclosed for filing is the original and seven copies of ONEOK Rockies Midstream, L.L.C.'s Letter of Intent/Application for Waiver of Procedures and Time Frames.

If you have any questions, please feel free to contact me. Thank you.

Very truly yours,



John W. Morrison

cc: Michael Dailey

July 31, 2012

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Executive Secretary
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In re: ONEOK Rockies Midstream, L.L.C.
Letter of Intent/Application for Waiver of Procedures and Time Frames
Garden Creek II Gas Processing Plant

Dear Mr. Nitschke:

Pursuant to Section 49-22-07.1 of the North Dakota Century Code and Section 69-06-03-01 of the North Dakota Administrative Code, ONEOK Rockies Midstream, L.L.C. (“ONEOK”), hereby files its letter of intent to construct a natural gas processing plant known as the Garden Creek II Plant in McKenzie County, North Dakota. ONEOK is also requesting that the Commission waive certain of its procedures and time frames. As more specifically discussed herein, ONEOK requests at this time that the Commission waive or modify the requirement that a letter of intent be filed one year before filing an application.

1. Description of size and type of facility and area to be served.

ONEOK currently operates the Grasslands Plant in McKenzie County, North Dakota, at a location approximately four miles from the Montana/North Dakota border and the Garden Creek Plant in McKenzie County, North Dakota, approximately 5.8 miles northeast of Watford City, North Dakota. ONEOK also has an extensive gas gathering system in Western North Dakota and Eastern Montana. ONEOK is currently constructing the Stateline I and Stateline II Plants in Hebron Township in Williams County, North Dakota. The Garden Creek II Plant will have a name-plate capacity of one hundred million cubic feet of natural gas per day and will be able to receive and process natural gas from the extensive area covered by ONEOK’s existing, currently being expanded, gathering system in Divide, Williams, McKenzie, Golden Valley, Billings, Dunn and Mountrail Counties, North Dakota and Sheridan, Roosevelt and Richland Counties,

Montana. The Garden Creek II Plant will be located on an 80 acre parcel adjoining the Garden Creek Plant property to the north.

2. Request for waiver of procedures and time frames.

To minimize delay, ONEOK requests that the Commission waive the requirement of filing a letter of intent at least one year prior to filing the application for a certificate, or alternatively reduce such period to thirty days so as to allow this project to be timely constructed and placed in service.

3. Map of study area.

See map enclosed herewith.

4. Anticipated construction and operation schedule.

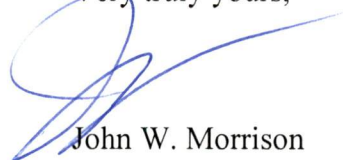
ONEOK anticipates commencing construction of the Garden Creek II Plant on March 1, 2013, with a completion date in the third quarter of 2014.

5. Estimated cost of construction.

ONEOK estimates that total cost of constructing the Garden Creek II Plant will be \$160,000,000.

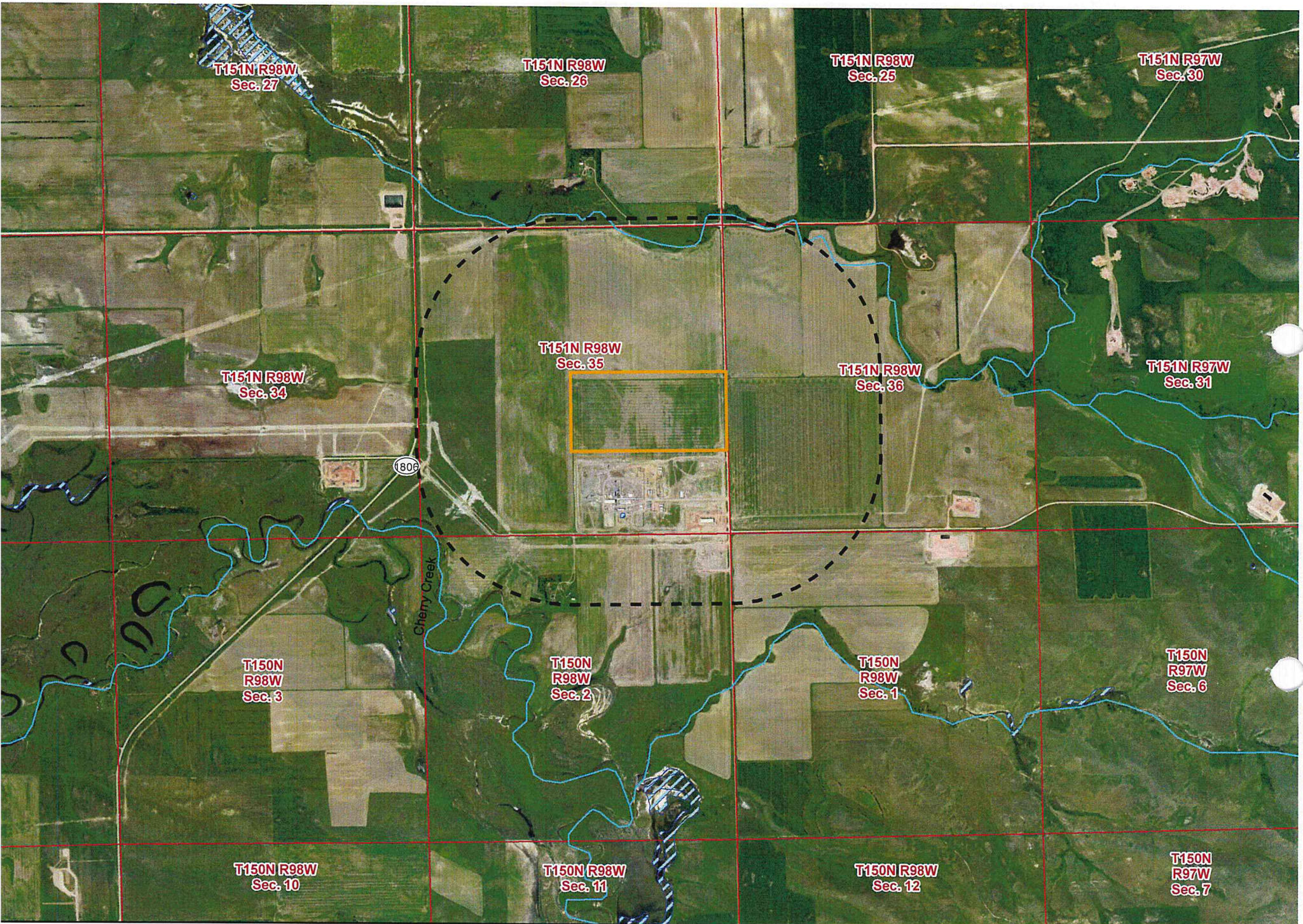
If you have any questions or need any additional information, please contact the undersigned at your earliest convenience.

Very truly yours,

A handwritten signature in blue ink, appearing to read "John W. Morrison", is written over the typed name.

John W. Morrison

cc: Michael Dailey



Garden Creek Gas Plant