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March 6, 2013

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.
Application for Amendment of Certificate of Site Compatibility
Garden Creek II Gas Plant – PU-12-656

Dear Mr. Nitschke:

Please find enclosed the original and ten copies of the Application for Amendment of Certificate of Site Compatibility for the Garden Creek II Gas Plant.

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

Sincerely,

John W. Morrison

bw
enc.

cc: Michael J. Dailey

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA**

ONEOK Rockies Midstream, L.L.C.
Garden Creek II Plant – McKenzie County
Siting Application

Case No. PU-12-656

**APPLICATION FOR AMENDMENT OF
CERTIFICATE OF SITE COMPATIBILITY**

Pursuant to North Dakota Century Code § 49-22-08(4) ONEOK Rockies Midstream, L.L.C. (“ONEOK”) hereby files this application for an amendment to Certificate of Site Compatibility for Energy Conversion Facility, Certificate No. 31 issued December 21, 2012, (“Certificate”) to ONEOK by the Public Service Commission (“Commission”).

In an Order, also dated December 21, 2012, in Case No. PU-12-656, the Commission approved the issuance of Certificate of Site Compatibility No. 31, designating an energy conversion facility site for the construction of ONEOK’s 100 million cubic feet per day gas processing plant (the Garden Creek II Gas Plant). In the application filed by ONEOK in Case No. PU-12-656, the N½SE¼ of Section 35, Township 151 North, Range 98 West, McKenzie County, North Dakota, was identified as the 80-acre Project Site.

ONEOK now intends to construct a second 100 million cubic feet per day gas processing plant to be known as the Garden Creek III Gas Plant (“Garden Creek III”). As indicated on the plat attached hereto as Exhibit “A,” Garden Creek III will be constructed entirely within the boundaries of the Project Site studied and approved in Case No. PU-12-656 and evidenced in Certificate of Site Compatibility No. 31.

As evidenced in the application in Case No. PU-12-656, there are no exclusion or avoidance areas within the Project Site. As a result, the construction of Garden Creek III will not affect any known exclusion or avoidance areas.

Paragraph No. 31 of the Certification Relating to Order Provisions – Energy Conversion Facility Siting, dated December 5, 2012, provides:

Company understands and agrees that it shall inform the Commission in writing of any plans to modify the energy conversion facility, or of any plans to modify the site plan for the energy conversion facility. Company understands and agrees to obtain written approval from the Commission prior to any modifications to the site plan or the energy conversion facility, associated facilities, and roadway locations. Approval may be granted after notice and opportunity for hearing.

Paragraph No. 34 of the Certification Relating to Order Provisions – Energy Conversion Facility Siting, dated December 5, 2012, provides:

Company understands and agrees that in the event Company desires to construct, within any site granted by a Certificate of Site Compatibility in this proceeding, an energy conversion facility that was not requested in Company's application in this proceeding, Company shall apply for a Certificate of Site Compatibility for the facility.

ONEOK will comply with all applicable conditions and protections in siting laws and rules and the Commission Order in Case No. PU-12-656.

Pursuant to North Dakota Century Code § 49-22-08(4) and paragraph Nos. 31 and 34 of the Certification, ONEOK hereby requests an amendment to the Certificate designating an energy conversion facility site for the construction of another 100 million cubic feet per day gas processing plant (the Garden Creek III Gas Plant). Pursuant to paragraph No. 31 of the Certification, ONEOK understands that approval may be granted after notice and opportunity for hearing.

Dated this 6 day of March, 2013.

Respectfully submitted,

ONEOK Rockies Midstream, L.L.C.

CROWLEY FLECK PLLP

Attorneys for Applicant

400 East Broadway, Suite 600

Post Office Box 2798

Bismarck, North Dakota 58502-2798

Phone: 701-223-6585

By: 

CHRISTOPHER D. FRIEZ, ND Bar ID 05978

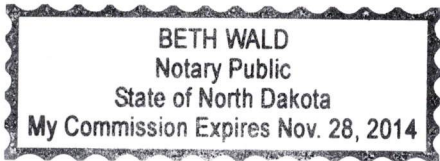
STATE OF NORTH DAKOTA)
)SS.
COUNTY OF BURLEIGH)

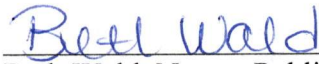
Christopher D. Friez, being separately sworn, deposes and states that he has read the above and foregoing Application, that he knows the contents thereof, and that the same is true of his own personal knowledge.



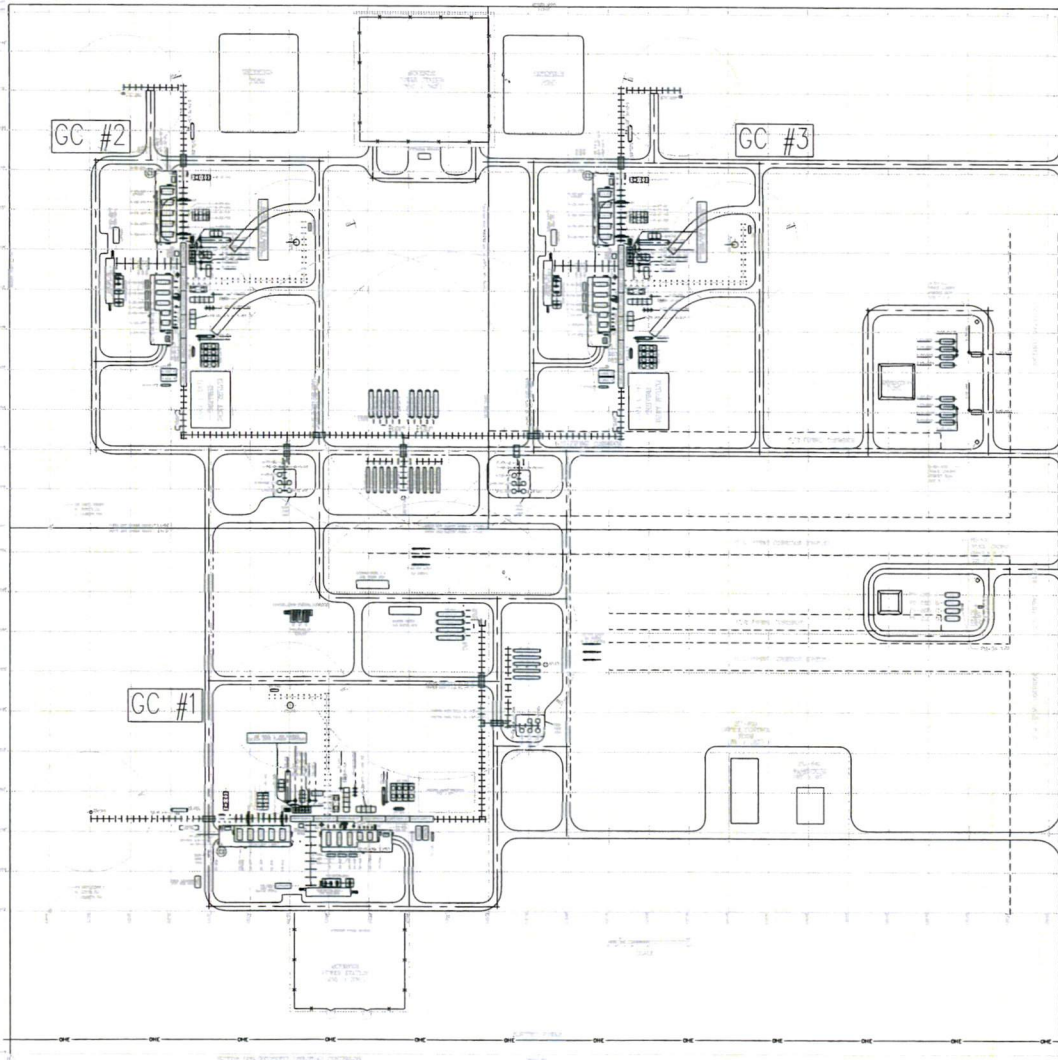
CHRISTOPHER D. FRIEZ

Subscribed and sworn to this 6 day of March, 2013.





Beth Wald, Notary Public
Burleigh County, North Dakota
My Commission Expires 11/28/14



MODULE EQUIPMENT LEGEND

- MODULE 01 - PROCESS MODULE**
 CM-625 A/B REGENERATION GAS COMPRESSORS (B-SHARE)
 FI-810 A/B INLET DUST FILTERS
 PV-130 REGENERATION GAS SCRUBBER
- MODULE 02 - PLANT MODULE**
 PM-10 A/B LFC BOTTOMS PUMPS
 PM-45 METHANOL INJECTION PUMP
 PV-360 METHANOL VESSEL
- MODULE 03 - STABILIZER MODULE NO. 1**
 EX-307 SLAG CATCHER LIQUID HEATER
 EX-515 FEED/STRIPPING EXCHANGER
 FI-865 A/B STABILIZER CHARGE FILTERS
 FI-875 A/B STABILIZER CLAY FILTERS
 FI-890 A/B STABILIZER FINE FILTERS
- MODULE 04 - STABILIZER MODULE NO. 2**
 EX-338 A/B STABILIZER REBOLLERS
- MODULE 05 - HOT OIL MODULE**
 EX-508 A/B FEED GAS HEATER
 EX-555 FUEL GAS HEATER
 HE-555 START-UP FUEL GAS HEATER
 FI-815 A/B INLET GAS FILTERS
 PM-90 A/B HOT OIL PUMPS
 PV-160 FUEL GAS SCRUBBER
 PV-360 HOT OIL EXPANSION TANK (S.L.)
- MODULE 06 - REGENERATION MODULE**
 PV-128 REGENERATOR DESORBING VESSEL
 PV-225 REGENERATOR DESORBING VESSEL
- MODULE 07 - REGENERATION MODULE**
 PV-128 REGENERATOR DESORBING VESSEL
 PV-225 REGENERATOR DESORBING VESSEL
- MODULE 08 - REGENERATION MODULE**
 PV-128 REGENERATOR DESORBING VESSEL
 PV-225 REGENERATOR DESORBING VESSEL
- MODULE 09 - HFC PUMP MODULE**
 PM-75 A/B HFC BOTTOM PUMPS
- MODULE 20 TRIM 25 - PPE/RAZ MODULES (NO EQUIPMENT)**

OFF-MODULE EQUIPMENT LEGEND

- AC-625 REGENERATION COMPRESSOR COOLER
 AC-630 REGENERATION COMPRESSOR COOLER
 AC-635 REGENERATION COMPRESSOR COOLER
 AC-710 REGENERATION GAS COOLER
 AC-715 EXPANDER/COMPRESSOR DISCHARGE COOLER
 AC-720 PRODUCT COOLER
 AC-730 REFRIGERANT CONDENSER
 AC-735 REFRIGERANT GAS CONDENSER 1st STAGE DISCH COOLER
 AC-740 REFRIGERANT GAS CONDENSER 2nd STAGE DISCH COOLER
 AC-745 REFRIGERANT GAS CONDENSER 3rd STAGE DISCH COOLER
- CM-625 REGENERATION COMPRESSORS
 CM-630 REGENERATION COMPRESSORS
 CM-635 REGENERATION COMPRESSORS
 CM-650 REFRIGERANT COMPRESSOR
 CM-660 REFRIGERANT COMPRESSOR
 CM-670 REFRIGERANT COMPRESSOR
 CM-680 REFRIGERANT GAS COMPRESSOR (SPARE)
 CM-690 STABILIZER OVERHEAD COMPRESSOR
 CM-695 STABILIZER OVERHEAD COMPRESSOR
- EX-436 PLATEFIN HFC SIDE HEATER
 EX-440 HFC REBOLLER
 EX-450 PRODUCT EXCHANGER
 EX-465 FEED GAS CHILLER
- EX-470 PLATEFIN GAS/GAS EXCHANGER
 EX-475 REGENERATOR GAS EXCHANGER
 EX-485 FEED GAS CHILLER
- EX-410 PLATEFIN COLD GAS/GAS EXCHANGER
 EX-420 SUB-COOLER
 EX-430 REFRIGERANT COOLER
 EX-460 TRIM REBOLLER
- FI-800 INLET GAS FILTER SEPARATOR
 FI-2200 FLARE
 CM-2500 GENERATOR
 HI-750 REGENERATION GAS HEATER
 HI-760 HOT OIL HEATER
- UR-100 A/C PIG RECEIVERS (B & C FUTURE) (BY OTHER)
- PM-42 METHANOL PUMP
 PM-43 METHANOL TRANSFER PUMP
 PM-72 LUBE OIL PUMP
 PM-75 A/B FLARE LIQUIDS PUMPS
 PM-80 A/C PRODUCT BOOSTER PUMPS
 PM-85 A/C PRODUCT PIPELINE PUMPS
 PM-90 SLOP WATER PUMP
 PM-94 A/B CONDENSATE PUMP
 PM-98 PROPANE WAVE/SP PUMP
- PV-100 A/E FEED GAS SLAG CATCHERS
 PV-110 SCHEMATOR
 PV-115 SCHEMATOR
 PV-120 SCHEMATOR
 PV-150 INLET GAS RECEIVER
 PV-160 COLD SEPARATOR
 PV-175 STABILIZER FEED SEPARATOR
 PV-180 PRODUCT STORAGE TANK
 PV-200 A/D PRODUCT STORAGE VESSEL
 PV-205 A/D CONDENSATE STORAGE VESSEL
 PV-210 REFRIGERANT STORAGE VESSEL
 PV-215 REFRIGERANT ECONOMIZER
 PV-240 LOW STAGE SECTION SCRUBBER
 PV-245 PROPANE WAVE/SP VESSEL
 PV-255 STABILIZER OVERHEAD SCRUBBER
 PV-257 FLARE GAS SCRUBBER
 PV-260 REFRIGERANT GAS 1st STAGE SECTION SCRUBBER
 PV-262 REFRIGERANT GAS 2nd STAGE SECTION SCRUBBER
 PV-264 REFRIGERANT GAS 3rd STAGE SECTION SCRUBBER
 PV-285 INFORMATIONAL FLARE VESSEL
 PV-310 LUBE OIL DAY TANK
 PV-312 LUBE OIL DAY TANK
 PV-335 FLARE SEPARATOR
 PV-1000 LIGHT ODS FRACTIONATION COLUMN (LEFT)
 PV-1100 HEAVY ODS FRACTIONATION COLUMN (LEFT)
 PV-1900 STABILIZER
- SK-2100 TRUCK LOADING SKID
 SK-2300 A/B INCREMENT AIR PACKAGE
- TK-810 LUBE OIL STORAGE TANK w/ ZZ-810
 TK-820 PCC DOUBLE WALL TANK
 TK-825 METHANOL TANK
 TK-825 VESSEL IN TANK w/ ZZ-825
 TK-845 A/B SLOP WATER TANKS w/ ZZ-845 A/B
 TK-850 SLOP TANK
- BUILDINGS**
 BU-400 OFFICE/CONTROL ROOM
 BU-610 REFRIGERANT COMPRESSOR BUILDING
 BU-620 REFRIGERANT COMPRESSOR BUILDING
 BU-590 TRUCK LOADING PRINTER BUILDING
 BU-595 ANALYZER BUILDING
 PSC-40 PCC BUILDING
 BU-640 WAREHOUSE

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REVISIONS				APPROVALS				DISCLOSURE STATEMENT			
NO.	DATE	DESCRIPTION	BY	CHKD	APPRD	DATE	DATE	DATE	DATE	DATE	DATE
A	12/17/12	ISSUE CLIENT FOR APPROVAL	DND	ETM	ETM						
B	01/24/13	APPROVED FOR DETAILED ENGINEERING (DC-2)	REU	ETM	ETM						

PROJECT NO.	2110A02G	STATUS	ISSUE
LPP DWG. 000-LZP-1001		B	2

ORIGINAL DWG BY:	9320-000-0001
ORIGINAL DWG #:	
DATE:	02/22/2013
SCALE:	AS NOTED
PROJECT NAME:	GARDEN CREEK
DATE:	02/22/2013
CAD. NO.:	
DWG. NO.:	9320-000-0001
REV.:	B

ONEOK PARTNERS
 ONEOK Rockies Midstream, L.L.C.
 OVERALL PLOT PLAN
 LIQUID RECOVERY UNITS
 GARDEN CREEK
 MCKENZIE COUNTY, ND