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October 12, 2012

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PUBLIC SERVICE COMMISSION

HAND DELIVERED

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

RE: Letter of Intent to Submit a Combined Application for a Certificate of Corridor Compatibility and a Route Permit for New Frontier Midstream, L.L.C.'s Natural Gas Liquids Pipeline Project, and Request for a Waiver of One-Year Notice Period

Dear Mr. Nitschke:

New Frontier Midstream, L.L.C. ("New Frontier"), is filing this Letter of Intent ("LOI") to submit a combined application for a Certificate of Corridor Compatibility and a Route Permit for a natural gas liquids ("NGL") pipeline, pursuant to Chapter 49-22 of the North Dakota Century Code and Article 69-06 of the North Dakota Administrative Code. New Frontier proposes to construct, own, and operate a NGL pipeline that will commence in Stark County, North Dakota and traverse Billings and Golden Valley Counties, North Dakota and Fallon and Wibaux Counties, Montana.

Waiver Request

New Frontier requests a waiver from Section 69-06-03-01 of the North Dakota Administrative Code, which establishes a one-year notice period between filing this LOI and filing a combined application for a Certificate of Corridor Compatibility and a Route Permit. Pursuant to Section 69-06-03-01, the Commission may approve a shorter notice period, and New Frontier requests that the one-year notice period be shortened from one year to three months. New Frontier seeks permission to file its combined application for a Certificate of Corridor Compatibility and Route Permit three months after filing this LOI. New Frontier requests a waiver of the one-year notice period to allow adequate time to permit and complete construction of the South Heart Project during the fourth quarter of 2013.

As required by Section 69-06-03-02 of the North Dakota Administrative Code, New Frontier provides the following information regarding the proposed pipeline project:

Attorneys & Advisors
main 701.221.4020
fax 701.221.4040
www.fredlaw.com

Fredrikson & Byron, P.A.
200 North
Bismarck
58501-387

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PU-12-768
Letter of Intent

Filed: 10/12/2012 Pages: 4

Size and Type of Facility

The proposed NGL pipeline is a part of New Frontier's South Heart Project, which will consist of gas and crude oil gathering pipeline systems, a gas processing plant, and the proposed NGL pipeline.

The NGL pipeline will consist of approximately 69 miles of 6-inch diameter pipeline in North Dakota and Montana. The pipeline will commence in Stark County, North Dakota and traverse Billings and Golden Valley Counties, North Dakota and Fallon and Wibaux Counties, Montana. The pipeline will interconnect, near Baker, Montana, with the ONEOK Bakken NGL Pipeline that is currently under construction. The pipeline will be collocated within an existing pipeline corridor and will be located on Federal, state, and private lands.

Area to be Served

This project will initially serve the producers in Stark, Dunn, Slope, and Hettinger Counties, North Dakota. The pipeline will be capable of transporting 20,000 barrels per day of NGLs to the ONEOK Bakken NGL Pipeline.

Map of the Study Area for the Proposed Corridor

A map that depicts the proposed pipeline is attached and marked as Exhibit A.

Estimated Construction and Operation Schedule

New Frontier anticipates that construction of the pipeline will take place in the second and third quarter of 2013 and the facilities will be operational by the fourth quarter of 2013. New Frontier proposes to develop the pipeline on the following schedule:

- **January 2013** — File a combined application with the Commission for a Certificate of Corridor Compatibility and Route Permit. In addition, New Frontier will, as needed, file applications for permits with other federal, state, and local permitting authorities.
- **April 2013** — The Commission and other permitting authorities grant appropriate certificates and permits for the pipeline.
- **Second Quarter 2013** — Begin construction of the pipeline.
- **Fourth Quarter 2013** — Complete construction of the pipeline.

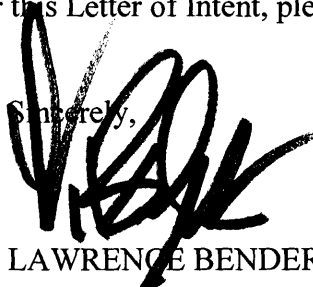
Estimated Total Cost of Construction

New Frontier estimates that the total cost of constructing the NGL pipeline will be \$40,000,000.

Ten (10) copies of this letter, as well as a CD containing this letter in electronic format, are enclosed. We look forward to working with the Commission on this matter. If you have any

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questions regarding the proposed pipeline project or this Letter of Intent, please do not hesitate to contact me.

Sincerely,

LAWRENCE BENDER

LB/jrr
Enclosure

cc: Tom Daly (*via e-mail w/ enclosures*)
Kyle Freeman (*via e-mail w/ enclosures*)

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DAWSON COUNTY

FALLON COUNTY

GOLDEN VALLEY COUNTY

WIBAUX COUNTY

BILLINGS COUNTY

SLOPE COUNTY

DUNN COUNTY

STARK COUNTY

HETTINGER COUNTY

ONEOK BAKKEN NGL PIPELINE

NEW FRONTIER NGL PIPELINE

PROPOSED NEW FRONTIER SOUTH HEART PLANT

ONEOK Baker Pump Station

Belfield

Dickinson

WILLISTON BASIN 1

WILLISTON BASIN 2

WILLISTON BASIN 3

WILLISTON BASIN 4

BELLE FOURCHE 5

ANSCO 3

ANSCO 4

ANSCO 5

ANSCO 6

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