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July 1, 2013

via hand delivery

Mr. Darrell Nitschke
Executive Director
PUBLIC SERVICE COMMISSION
12th Floor, State Capitol
600 E. Boulevard Ave.
Bismarck, ND 58505-0480




Dear Mr. Nitschke:

In re: Enbridge Pipelines (North Dakota) LLC
Enbridge Pipelines (Bakken) L.P.
2013 Ten-Year Plan
Our File No. 31-411-000

On behalf of Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P. ("EPND"), we hereby submit ten copies of EPND's Ten-Year Plan pursuant to North Dakota Century Code § 49-22-04 and North Dakota Administrative Code Chapter 69-06-02.

Sincerely yours,


BRIAN R. BJELLA

bw

Enc.

Ten-Year Plan to:

County Auditors:

Benson, Bottineau, Burke, Divide, Grand Forks,
McHenry, McKenzie, Mountrail, Nelson, Pierce,
Ramsey, Renville, Ward, and Williams Counties
James Watts and Sally Joyce

Notice to:

State Agencies and Officers designated in
§ 69-06-01-05, N.D. Adm. Code.

Darlene Carpenter
MCHENRY COUNTY AUDITOR
407 Main Street South, Room 201
Towner, ND 58788-0147

Jodi L. Hanson
MCKENZIE COUNTY AUDITOR
201 Fifth Street NW
PO Box 543
Watford City, ND 58854

Joan M. Hollekim
MOUNTRAIL COUNTY AUDITOR
Box 69
Stanley, ND 58784

W.J. (Jack) Davidson
NELSON COUNTY AUDITOR
210 West B Ave., Ste. 201
Lakota, ND 58344

Karin Fursather
PIERCE COUNTY AUDITOR
240 2nd St. S.E., Ste. 6
Rugby, ND 58368-1897

Elizabeth Fischer
RAMSEY COUNTY AUDITOR
524 Fourth Ave. NE, Unit 6
Devils Lake, ND 58301-2487

LeAnn M. Fisher
RENVILLE COUNTY AUDITOR
PO Box 68
205 East Main
Mohall, ND 58761-0068

Devra Smestad
WARD COUNTY AUDITOR
315 Third Street S.E.
Box 5005
Minot, ND 58702-5005

Beth M. Innis
WILLIAMS COUNTY AUDITOR
PO Box 2047
Williston, ND 58802

That notice of the filing of said Ten-Year Plan with postage prepaid was mailed, directed to the persons to be served at their last known post office address as follows:

Larry Taborsky, Director
NORTH DAKOTA STATE
AERONAUTICS COMMISSION
Box 5020
Bismarck, ND 58502

Doug Goehring, Commissioner
DEPARTMENT OF AGRICULTURE
Sixth Floor, State Capitol
600 E. Boulevard, Dept. 602
Bismarck, ND 58505-0020

Wayne Stenehjem, Attorney General
OFFICE OF THE ATTORNEY GENERAL
First Floor, State Capitol
600 E. Boulevard Ave., Dept. 125
Bismarck, ND 58505-0040

Al Anderson, Commissioner
DEPARTMENT OF COMMERCE
Division of Economic Development & Finance
Century Center
1600 East Century Avenue, Suite 2
P.O. Box 2057
Bismarck, ND 58502-2057

Jeff Engleson, Director
ENERGY DEVELOPMENT IMPACT OFFICE
1707 N. 9th St.
Box 5523
Bismarck, ND 58506-5523

Terry Steinwand, Director
GAME AND FISH DEPARTMENT
100 North Bismarck Expressway
Bismarck, ND 58501-5095

Honorable Jack Dalrymple
OFFICE OF THE GOVERNOR
First Floor, State Capitol
600 E. Boulevard Ave., Dept. 101
Bismarck, ND 58505-0001

Terry L. Dwelle, M.D.
State Health Officer
STATE DEPARTMENT OF HEALTH
State Capitol
600 E. Boulevard Avenue
Bismarck, ND 58505-0200

Merlan E. Paaverud, Jr., Director
STATE HISTORICAL SOCIETY OF NORTH DAKOTA
Heritage Center, Capitol Grounds
612 E. Boulevard Ave.
Bismarck, ND 58505-0830

Ms. Maggie Anderson
Executive Director
DEPARTMENT OF HUMAN SERVICES
Judicial Wing, State Capitol
600 E. Boulevard Avenue, Dept. 325
Bismarck, ND 58505-0250

Scott J. Davis, Executive Director
INDIAN AFFAIRS COMMISSION
1st Floor Judicial Wing, State Capitol
Room #117
600 E. Boulevard Ave.
Bismarck, ND 58505-0300

Edward Murphy
State Geologist
NORTH DAKOTA INDUSTRIAL COMMISSION
Geological Survey
1016 E. Calgary Avenue
Bismarck, ND 58503

Maren Daley, Executive Director
JOB SERVICE NORTH DAKOTA
1000 East Divide, P.O. Box 5507
Bismarck, ND 58506-5507

Bonnie Storbakken, Commissioner
ND DEPT. OF LABOR AND
HUMAN RIGHTS
13th Floor, State Capitol
600 E. Boulevard, Dept. 406
Bismarck, ND 58505-0340

Lance Gaebe, Land Commissioner
STATE LAND DEPARTMENT
1707 N. 9th St.
P.O. Box 5523
Bismarck, ND 58506-5523

Mark Zimmerman, Director
PARKS AND RECREATION DEPARTMENT
1600 East Century Avenue, Suite 3
Bismarck, ND 58503-0649

Mr. Scott Hochhalter
Soil Conservation Specialist
SOIL CONSERVATION COMMITTEE
2718 Gateway Ave., Ste. 104
Bismarck, ND 58503-0585

Grant Levi, Director
DEPARTMENT OF TRANSPORTATION
608 E. Boulevard Ave.
Bismarck, ND 58505-0700

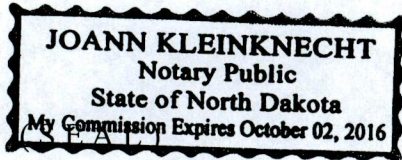
Chancellor
College Technical Educational Council
UNIVERSITY SYSTEM, NORTH DAKOTA
10th Floor, State Capitol
600 E. Boulevard Ave., Dept. 215
Bismarck, ND 58505-0230

Todd Sando, State Engineer
STATE WATER COMMISSION
900 East Boulevard, Dept. 770
State Office Building
Bismarck, ND 58505-0850

That she knew the persons served to be the persons named in the papers served and the persons intended to be served.

Beth Wald
Beth Wald

Subscribed and sworn to before me this 1st day of July, 2013.



Joann Kleinknecht
Joann Kleinknecht, Notary Public
Burleigh County, North Dakota
My Commission Expires:

**ENBRIDGE PIPELINES (NORTH DAKOTA) LLC
And
ENBRIDGE PIPELINES (BAKKEN) L.P.**

(Collectively Referred to herein as "EPND")

TEN YEAR PLAN
NORTH DAKOTA

June 26, 2013

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION A: Existing Energy Conversion Facilities

This section does not apply to EPND.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION B: Energy Conversion Facilities under Construction

This section does not apply to EPND.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION C: Proposed Energy Conversion Facilities on Which Construction is
intended within the Ensuing Five Years

This section does not apply to EPND.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION D: Proposed Energy Conversion Facilities during the Next Ten Year
Time Period

This section does not apply to EPND.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION E: Existing Transmission Facilities (Electric)

This section does not apply to EPND.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
 Ten Year Plan
 North Dakota

June 26, 2013

SECTION F: Existing Transmission Facilities (Pipeline)

- 1) Enclosed is a System Map designated as Exhibit "A".
- 2) The pipeline consists of:
 - a) Product type – crude petroleum
 - b) Length of facility

Pipeline Section	Pipeline Segments	ND Miles
83-107	Reserve Station. to Grenora Station Total Miles 23.7 – 18.7 in Montana	5.0
83-106	Flat Lake Field to Grenora Station	29.4
83-105	Grenora Station to Beaver Lodge Station	53.0
86-108	Trenton Station to Beaver Lodge Station	51.7
84-108	Alexander Station to Beaver Lodge Station	64.5
88-109	Little Muddy Station to East Fork Station	5.9
82-105	Beaver Lodge Station to Berthold Station	54.7
87-105	Beaver Lodge Station to Berthold Station	55.5
26-102	Canadian Border to Berthold Station	64.5
82-102	Berthold Station to Minot Station	26.0
85A-103	Sherwood Station to Maxbass Station	29.7
85-104	Newburg Station to Maxbass Station	13.4
85-103	Maxbass Station to Minot Station	33.8
81-102	Minot Station to The Red River	207.7
81-101	The Red River to Clearbrook Terminal All miles in Minnesota – 75.2	0.0
	Total	694.8

- c) Pipe size
 - 6-5/8" O.D.

- 8-5/8" O.D.
- 10-3/4" O.D.
- 12-3/4" O.D.
- 16" O.D.

d) Maximum design operating pressure

- 1440 psig for 6-5/8"
- 1440 psig for 8-5/8"
- 1440 psig for 10-3/4"
- 1440 psig for 12-3/4"
- 1440 psig for 16"

e) Maximum design flow rate

- Grenora to Beaver Lodge – 18,000 BPD (Barrels Per Day)
- Alexander to Trenton – 84,700 BPD
- Trenton to Beaver Lodge – 134,200 BPD
- Berthold to Canadian Border – 162,000 BPD
- Beaver Lodge to Stanley – 385,000 BPD
- Stanley to Berthold – 435,000 BPD
- Berthold to Minot – 232,000 BPD
- Sherwood to Maxbass – 7,000 BPD
- Newburg to Maxbass – 4,320 BPD
- Maxbass to Minot – 16,000 BPD
- Minot to Clearbrook, MN – 232,000 BPD

f) Pump Stations

- Number (North Dakota) 22
- Station horsepower – Total installed horsepower – 55,640 hp
- Discharge pressure – 1440 psig
- Capacity – 4,320–435,000 BPD

g) Minimum cover over pipe – 36 inches

3) Facilities "in service" dates

- Grenora to Beaver Lodge – 1964
- Alexander to Beaver Lodge – 1983
- Berthold to Lignite - 1962
- Canadian Border to Lignite – 1996
- Beaver Lodge to Berthold – 1964
- Sherwood to Maxbass – 1962
- Newburg to Maxbass – 1960

- Maxbass to Minot – 1960
- Minot to Clearbrook Station, Minnesota – 1962
- Berthold to Minot – 1962
- Trenton to Beaver Lodge – Q4 2007
- Beaver Lodge to Berthold Loop – Q1 2013
- Little Muddy to East Fork – projected Q2 2013
- Bakken Pipeline Project – Q1 2013

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION G: Proposed Transmissions Facilities on Which Construction is
intended within the Ensuing Five Years (Electric)

This section does not apply to EPND.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION H: Proposed Transmission Facility on Which Construction is intended
within the Ensuing Five Years (Pipeline)

Planned upgrades to the EPND pipeline system as of 2013 are as follows:

1. Q1 2013- Grenora Station Upgrade Project (Complete)

- Connect new shipper-owned and operated 8 Lot Truck Unloading Facility
- Hydrotest Grenora to Beaver Lodge line for increased capacity
- Upgrades to pumping, piping and metering facilities
- Construct one new 40,000 barrel tank
- Accommodate 3rd party pipeline connections
- The Commission approved the Grenora Project on March 21, 2012 in Docket No. PU-11-605

2. Q1 2013- Little Muddy Station and Pipeline Project (Complete)

- Construct new Little Muddy Injection Station
- Approximately 6 miles of new 10-inch pipeline
- Install (2) new 20,000 barrel tanks
- Connect new shipper-owned and operated 8 Lot Truck Unloading Facility
- The Commission approved the Little Muddy Project on March 21, 2012 in Docket No. PU-11-606

3. Q1 2013 - Bakken Pipeline Project (Complete)

- Adds 120,800 BPD of incremental export pipeline capacity to Line 26 to move Bakken production out of North Dakota (Approved on May 5, 2011 in Docket No. PU-10-612)
- Two new pumping stations (Kenaston and Lignite, North Dakota)

- Replace 11-mile segment of the existing 12-inch diameter pipeline (Line 26) between Kenaston and Lignite
- Expansion at Berthold Station

4. Q1 2013 - Beaver Lodge Loop Project (Complete)

- Adds 145,800 BPD of incremental pipeline capacity ex-Beaver Lodge to Berthold (Approved on May 17, 2011 in Docket No. 10-613)
- Approximately 26 miles of new 16-inch diameter pipeline between EPND's Beaver Lodge (Near Tioga, North Dakota) and Stanley Stations
- Approximately 29 miles of new 16-inch diameter pipeline between EPND's Stanley and Berthold Stations

In addition to the construction of new pipelines, the project scope will also include expansions within EPND's existing terminal facilities in the following locations:

- Two new 80,000 barrel tanks at Berthold, North Dakota terminal
- One new 80,000 barrel tank at Stanley, North Dakota terminal
- One new 150,000 barrel tank at the Beaver Lodge terminal near Tioga, North Dakota
- Interconnection valves, pipes and metering stations will also be built

5. Q2 2013 – Berthold Station Expansion Project (Complete)

- The Commission approved the Berthold Station Expansion Project on May 30, 2012 in Docket No. PU-11-232
- Install new pipe from Berthold Station to a rail loading facility adding 80,000 bpd capacity

6. Q3 2014 – East Fork Upgrades

- Adds 64,500 BPD of capacity from Trenton into Beaver Lodge by upgrading pumps at Trenton and installing a new midpoint booster on the 10-inch line at East Fork

7. Q1 2015 – Sanish Pipeline Project (formally SORTI-Dunn – project scope has been revised)

- Approximately 36 miles of new 12-inch mainline pipeline and associated facilities originating near Johnson’s Corner, McKenzie County, North Dakota and terminating at Beaver Lodge Station near Tioga, North Dakota
- Approximately 6 miles of new 10-inch pipeline and associated facilities to connect Saddle Butte Facility and Arrow Pipeline Facility
- Install new pump station and terminal at Johnson’s Corner, McKenzie County, North Dakota
- Upgrade station facilities at existing Beaver Lodge Pump Station and Terminal Facility
- Install (2) new 30,000 barrel tanks at Johnson’s Corner Station
- Initial target design rate of 67,000 BPD, with design considerations to allow easy upgrades to achieve an ultimate design rate of 100,000 BPD

8. Q4 2013 & Q4 2014 – EPND Contract Storage Projects

- Miscellaneous contract storage projects across our ND system

9. Q4 2013 – Stanley Remote Satellite

- Accommodate up to 200,000 3rd party pipeline connections

10. 2013, 2014, 2015 – EPND Well Connects

- Expansion of various customer connections across our ND system, including truck facilities, piping/manifold upgrades, gathering system tie-ins, and rail connection

11. Q1 2016 – Sandpiper Expansion Project

- Installation of 24” pipeline starting at the existing EPND Beaver Lodge Station and terminating at Superior, Wisconsin
- Has potential design capacity of 225,000 – 375,000 bpd

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION I: Proposed Transmission Facilities during the Next Ten Year Time
Period (Electric and Pipeline)

EPND does not have any proposed projects beyond those reported on Section H.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION J: Regional Coordination

EPND is not attempting to coordinate our plans with other utilities serving the area. However, as expansion plans develop, affected utilities have and will be contacted.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

SECTION K: Environmental Information

See attached policy.

Enbridge Pipelines (North Dakota) LLC and Enbridge Pipelines (Bakken) L.P.
Ten Year Plan
North Dakota

June 26, 2013

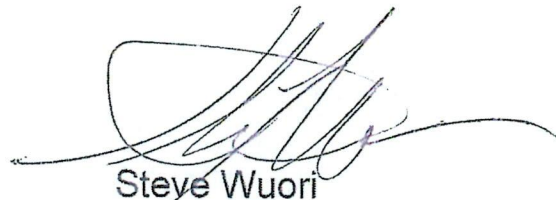
SECTION L: Projected Demand for Service

Crude oil that is gathered into the EPND System is shipped from Minot through EPND's mainline pipeline to Clearbrook, Minnesota. In 2013, EPND's mainline projection is 435,000 BPD. EPND's volume of business is directly related to production in the Williston basin, which is dependent on the extent of exploration being undertaken and crude oil usage by others. Current Williston Basin production is in excess of 850,000 BPD and is forecast to climb to 1,200,000 BPD in the future.

Environmental Policy

Liquids Pipelines

- The protection of the environment is an integral element in the conduct of company business.
- The company will ensure adverse environmental effects are minimized through careful planning, implementation of effective protection measures, and monitoring of company activities.
- The company will comply with government regulations and standards through internal rules and procedures for environmental protection that will be consistent with industry codes and guidelines.
- The company will minimize consequences of emergency events by ensuring prompt and effective response.
- The company will provide appropriate training to ensure employees understand their responsibility to protect the environment.
- Employees and contractors must follow company environmental rules and procedures, and must carry out work in an environmentally responsible manner at all times.
- The company will provide the public and government with relevant information regarding planned activities, and will actively respond to their concerns.
- Environmental damage resulting from company actions or actions of its contractors will be repaired in a timely and efficient manner.
- Environmental research will be encouraged, supported and undertaken when necessary to improve company environmental protection and reclamation procedures.

A handwritten signature in black ink, appearing to read "Steve Wuori".

Steve Wuori
Executive Vice President
Liquids Pipelines