

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

August 19, 2013



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

In re: ONEOK Bakken Pipeline, L.L.C.

Dear Mr. Nitschke:

Enclosed for filing are the original and ten copies of ONEOK Bakken Pipeline, L.L.C.'s corporate papers.

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

Very truly yours,

A handwritten signature in blue ink, appearing to be "John W. Morrison", with a long, sweeping underline that extends to the right.

John W. Morrison

bw
Enc.
cc: Michael Dailey

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "ONEOK BAKKEN PIPELINE, L.L.C." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:


CERTIFICATE OF FORMATION, FILED THE THIRTY-FIRST DAY OF JANUARY, A.D. 2011, AT 11:52 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "ONEOK BAKKEN PIPELINE, L.L.C.".

4934189 8100H

130992881




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0667656

DATE: 08-15-13

**CERTIFICATE OF FORMATION
OF
ONEOK BAKKEN PIPELINE, L.L.C.,
a Delaware Limited Liability Company**

The undersigned, for the purpose of forming a limited liability company under the Delaware Limited Liability Company Act (the "Act"), does hereby execute the following Certificate of Formation:

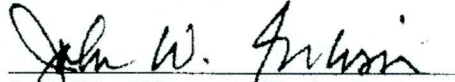
FIRST. The name of the limited liability company is ONEOK Bakken Pipeline, L.L.C. (the "Company").

SECOND. The address of its registered office in the State of Delaware is 160 Greentree Drive, Suite 101, Dover, Delaware 19904, County of Kent, and the name of its registered agent at such address is National Registered Agents, Inc.

THIRD. The purpose for which the Company is formed is to transact any or all lawful business for which limited liability companies may be organized under the Act.

FOURTH. The duration of the Company shall be perpetual, unless sooner terminated as provided in the Limited Liability Company Agreement of the Company.

IN WITNESS WHEREOF, this Certificate of Formation has been executed as of January 28, 2011 by the undersigned.



John W. Gibson, Authorized Person
100 West Fifth Street
Tulsa, Oklahoma 74103-4217

SK