

**STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION**

**ONEOK Rockies Midstream, LLC/ONEOK Bakken Pipeline, LLC
Transfer - Certificate #122 & Permit #131
Siting Application**

Case No. PU-13-738

ORDER REISSUING CERTIFICATE AND PERMIT

December 4, 2013

On September 7, 2011, in Case No. PU-11-66, the Commission issued Certificate of Corridor Compatibility No. 122 and Route Permit No. 131 to Bear Paw Energy, LLC (Bear Paw) for the construction of approximately 54.2 miles of 10-inch diameter pipeline from the tailgate of the Garden Creek Gas Plant to a point on the North Dakota/Montana border and continuing to the Riverview Rail Terminal in Richland County, Montana. The North Dakota portion of the pipeline is located in McKenzie County. On October 27, 2011, Bear Paw filed for an amended route for the pipeline. On December 2, 2011, the First Amended Certificate of Corridor Compatibility No. 122 and First Amended Route Permit No. 131 were issued. Due to the Company's name change to ONEOK Rockies Midstream, LLC, the First Reissued First Amended Certificate of Corridor Compatibility No. 122 and First Reissued First Amended Route Permit No. 131 were issued to ONEOK Rockies Midstream, LLC on December 9, 2011 (Case No. PU-11-658).

On August 12, 2013, ONEOK Rockies Midstream, LLC (ORM) and ONEOK Bakken Pipeline, LLC (OBP) submitted a joint application for the transfer of First Reissued First Amended Certificate of Corridor Compatibility Number 122 and First Reissued First Amended Route Permit Number 131 to OBP, Case No. PU-13-738.

On September 11, 2013, the Commission issued a Notice of Opportunity for Hearing that provided until October 15, 2013 for receiving written comments or requests for hearing. No comments or requests for hearing were received. The notice stated the issues to be considered are whether OBP agrees and is able to comply with the terms and conditions of the First Reissued First Amended Corridor Compatibility Number 122 and the First Reissued First Amended Route Permit Number 131 issued to ORM, and whether the requested transfer is compatible with the public interest.

The October 28, 2013 affidavit of Roger Thorpe, Vice President – NGL Operations, ONEOK Bakken Pipeline, L.L.C. states that OBP agrees to assume the rights and obligations of the First Reissued First Amended Certificate of Corridor Compatibility Number 122 and the First Reissued First Amended Route Permit Number 131, including the conditions and limitations set forth in the Commission's Findings of Fact, Conclusions of Law, and Order, dated September 7, 2011 and December 2, 2011 in Case No. PU-11-66.

The requested transfer is compatible with the public interest.

Order

The Commission Orders:

1. The application for transfer of Certificate of Corridor Compatibility Number 122 and Route Permit Number 131 is granted.
2. Second Reissued First Amended Certificate of Corridor Compatibility Number 122 and Second Reissued First Amended Route Permit Number 131 are issued to ONEOK Bakken Pipeline, L.L.C.

PUBLIC SERVICE COMMISSION



Randy Christmann
Commissioner



Brian P. Kalk
Chairman



Julie Fedorchak
Commissioner

STATE OF NORTH DAKOTA

Second Reissued First Amended Route Permit Number 131

This is to certify that the Commission has designated a transmission facility route for ONEOK Bakken Pipeline, LLC for the construction of a 10-inch pipeline in McKenzie County, North Dakota for the transmission of natural gas liquids.

This permit is issued in accordance with the Commission's September 7, 2011 Order and was amended by the Commission's December 2, 2011 Order in Case No. PU-11-66. This permit was reissued on December 9, 2011 in Case No. PU-11-658. This is the second reissuance of this amended route permit in accordance with the Commission's December 4, 2013 order in Case No. PU-13-738 and is subject to the conditions and limitations noted in the Orders listed above.

Bismarck, North Dakota, December 4, 2013.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION
STATE OF NORTH DAKOTA

Second Reissued
First Amended
Certificate of Corridor Compatibility Number 122

This is to certify that the Commission has designated a transmission facility corridor for ONEOK Bakken Pipeline, LLC for the construction of a 10-inch pipeline in McKenzie County, North Dakota for the transmission of natural gas liquids.

This transmission facility corridor is designated in accordance with the Commission's September 7, 2011 Order and was amended by the Commission's December 2, 2011 Order in Case No. PU-11-66. This certificate was reissued on December 9, 2011 in Case No. PU-11-658. This is the second reissuance of this amended certificate in accordance with the Commission's December 4, 2013 order in Case No. PU-13-738 and is subject to the conditions and limitations noted in the Orders listed above.

Bismarck, North Dakota, December 4, 2013.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner