

December 1, 2022

Via U.S. Mail and Electronic Mail

ndpsc@nd.gov

Mr. Steve Kahl
Executive Director
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

**In re: Joint Transfer Application – Certificate of Corridor
Compatibility and Route Permit
Caliber Midstream Partners, L.P. (n/k/a Caliber
Midstream Partners LLC) and Caliber North Dakota LLC
(d/b/a Caliber Midstream North Dakota LLC)
Our File No. 019931-000002**

Dear Mr. Kahl:

Please find enclosed eight copies of the following documents for filing with the Commission:

- Caliber Midstream Partners, L.P. (n/k/a Caliber Midstream Partners LLC) and Caliber North Dakota LLC (d/b/a Caliber Midstream North Dakota LLC)'s Joint Application for Transfer of Certificate of Corridor Compatibility and Route Permit and corresponding Exhibit Nos. 1-6;
- Notice of Appearance designating Casey A. Furey, Crowley Fleck PLLP, as attorney of record for Caliber North Dakota LLC (d/b/a Caliber Midstream North Dakota LLC) in the above-referenced matter.

Please feel free to contact me with any questions. Thank you.

Sincerely,



Casey A. Furey

CAF/lh

Enc.

cc: Bill Kent (via email)

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

**In the matter of the Joint Application of
Caliber Midstream Partners, L.P. (n/k/a
Caliber Midstream Partners LLC) and
Caliber North Dakota LLC (d/b/a
Caliber Midstream North Dakota LLC)
for Transfer of First Amended
Certificate of Corridor Compatibility
No. 164 and First Amended Route
Permit No. 176**

Case No. PU-22-___

**JOINT APPLICATION FOR TRANSFER
OF CERTIFICATE OF CORRIDOR COMPATIBILITY
AND ROUTE PERMIT**

Pursuant to N.D.C.C. Chapter 49-22.1 and N.D. Admin. Code Article 69-06, Caliber Midstream Partners, L.P. (n/k/a Caliber Midstream Partners LLC) (“Caliber Midstream Partners”) and Caliber North Dakota LLC (d/b/a Caliber Midstream North Dakota LLC) (“Caliber North Dakota”) (collectively, “Applicants”) hereby submit this Joint Application for Transfer of First Amended Certificate of Corridor Compatibility No. 164 and First Amended Route Permit No. 176 (“Application”), issued to Caliber Midstream Partners in Case No. PU-14-689.

I. Statutory Authority

The transfer of a certificate of corridor compatibility and route permit are authorized under N.D.C.C. § 49-22.1-04 and N.D. Admin. Code § 69-06-01-02(4). Pursuant to N.D. Admin. Code § 69-06-01-02(4) and N.D.C.C. § 49-22.1-10(2), the North Dakota Public Service Commission (“Commission”) shall publish notice of opportunity for a public hearing on such application for transfer once in the official newspaper of each county in which the corridor and route are located. The Commission is not required to hold a public hearing on such transfer unless there is both a

request by an interested person, and a showing of good cause. N.D.C.C. § 49-22.1-10(2); N.D. Admin. Code § 69-06-01-02(4).

II. Background

In Case No. PU-14-689, the Commission adopted Findings of Fact, Conclusions of Law and Order dated April 8, 2015 issuing Certificate of Corridor Compatibility No. 164 and Route Permit No. 176 to Caliber Midstream Partners for the construction, operation, and maintenance of an approximately 4.4-mile-long, 6-inch diameter natural gas liquids pipeline and associated facilities (“Pipeline”). Subsequently, on April 29, 2015, the Commission adopted Amended Findings of Fact, Conclusions of Law, and Order issuing First Amended Certificate of Corridor Compatibility No. 164 (“Certificate”) and First Amended Route Permit No. 176 (“Permit”) to Caliber Midstream Partners for the Pipeline. The Pipeline and associated facilities are located approximately seven miles southeast of the City of Alexander in McKenzie County, North Dakota.

III. Application for Transfer of Certificate of Corridor Compatibility and Route Permit

Applicants respectfully request the transfer of the Certificate and Permit from Caliber Midstream Partners to Caliber North Dakota, and state as follows:

1. Caliber North Dakota is a Delaware limited liability company with its principal office in Denver, Colorado and is authorized to do business in the State of North Dakota. Caliber North Dakota and its affiliate companies are in the business of crude oil and natural gas gathering, transportation, treating, and processing in McKenzie County, North Dakota.

2. Caliber North Dakota’s Certificate of Formation from the Delaware Secretary of State is on record with the Commission and was previously filed in Case No. PU-21-405 as Exhibit

A under Docket No. 1.¹ Current certified copies of Caliber North Dakota's Certificates of Good Standing are filed with this Application in accordance with N.D. Admin. Code § 69-02-02-04(3)(a). Caliber North Dakota's Certificate of Good Standing from the Delaware Secretary of State is attached hereto as **Exhibit 1**, and a Certificate of Good Standing from the North Dakota Secretary of State is attached hereto as **Exhibit 2**.

3. The corporate paperwork of Caliber Midstream Partners, L.P. was originally filed with the Commission in Case No. PU-14-756 as Docket No. 2. Documentation from the Delaware Secretary of State reflecting the entity conversion of Caliber Midstream Partners from a limited partnership to a limited liability company is attached hereto as **Exhibit 3**. Current Certificates of Good Standing for Caliber Midstream Partners LLC from the Delaware and North Dakota Secretaries of State are attached hereto as **Exhibit 4** and **Exhibit 5**, respectively.

4. Caliber North Dakota agrees to assume the rights and obligations of Caliber Midstream Partners with respect to the Certificate and Permit for the Pipeline, and to comply with the terms and conditions of the Certificate, Permit, and Order. *See Exhibit 6*, Affidavit of Bill Kent, Chief Executive Officer of Caliber North Dakota, attached hereto.

5. Caliber North Dakota has the financial and technical qualifications to own and operate the Pipeline in the same manner as the Pipeline has been successfully owned and operated by Caliber Midstream Partners. Caliber North Dakota is a wholly owned subsidiary of Caliber Midstream Partners, and the ultimate ownership, control, and operation of the Pipeline will not change as a result of this transfer request.

¹ <https://www.psc.nd.gov/database/documents/21-0405/001-010.pdf>

Therefore, Applicants seek authorization for the transfer and reissuance of the Certificate and Permit from Caliber Midstream Partners to Caliber North Dakota and respectfully request that the Commission:

1. Deem this Application complete and publish a notice of opportunity for public hearing once in the official newspaper of McKenzie County, North Dakota;
2. Grant the transfer of First Amended Certificate of Corridor Compatibility No. 164 and First Amended Route Permit No. 176 from Caliber Midstream Partners to Caliber North Dakota LLC (d/b/a Caliber Midstream North Dakota LLC);
3. Transfer and reissue the aforementioned Certificate and Permit in the name of Caliber North Dakota LLC (d/b/a Caliber Midstream North Dakota LLC); and,
4. Grant such other relief as the Commission shall deem appropriate.

Dated this 30 day of November, 2022.

Caliber North Dakota LLC (d/b/a Caliber
Midstream North Dakota LLC)

By: 

Bill Kent
Chief Executive Officer

Caliber Midstream Partners, L.P. (n/k/a
Caliber Midstream Partners LLC)

By: 

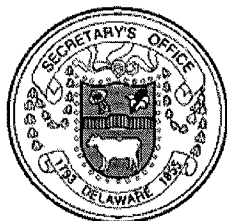
Bill Kent
Chief Executive Officer

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALIBER NORTH DAKOTA LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2022.



5217976 8300

SR# 20224122382

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 204956163

Date: 11-29-22



State of North Dakota

SECRETARY OF STATE



Certificate of Good Standing of CALIBER MIDSTREAM NORTH DAKOTA LLC

SOS Control ID#: 0000121929

Certificate #: 022668729-1

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

CALIBER MIDSTREAM NORTH DAKOTA LLC

a Limited Liability Company - Business - Foreign was formed under the laws of DELAWARE and filed with this office effective March 5, 2013. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

ACCORDINGLY, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing.

DATE: November 29, 2022

A handwritten signature in black ink that reads "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State



Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "CALIBER MIDSTREAM PARTNERS, L.P." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CALIBER MIDSTREAM PARTNERS, L.P." TO "CALIBER MIDSTREAM PARTNERS LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JUNE, A.D. 2018, AT 9:03 O`CLOCK A.M.



5216832 8100V
SR# 20224122506

You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State

Authentication: 204956747
Date: 11-29-22



**STATE OF DELAWARE
CERTIFICATE OF CONVERSION OF
CALIBER MIDSTREAM PARTNERS, L.P. TO
CALIBER MIDSTREAM PARTNERS LLC PURSAUNT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

FIRST: The jurisdiction where the Limited Partnership first formed is Delaware.

SECOND: The jurisdiction immediately prior to filing this Certificate is Delaware.

THIRD: The date the Limited Partnership first formed is September 21, 2012.

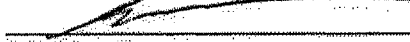
FOURTH: The name of the Limited Partnership immediately prior to filing this Certificate is Caliber Midstream Partners, L.P.

FIFTH: The name of the Limited Liability Company as set forth in the Certificate of Formation is Caliber Midstream Partners LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 15th day of June, 2018.

GENERAL PARTNER:

CALIBER MIDSTREAM GP LLC

By: 
Name: Scott Gruber
Title: Secretary

10943030_3

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:00 AM 06/15/2018
FILED 09:03 AM 06/15/2018
SR 20185172434 - File Number 5216832

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALIBER MIDSTREAM PARTNERS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF NOVEMBER, A.D. 2022.



5216832 8300

SR# 20224080197

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 204916213

Date: 11-22-22

EXHIBIT

4

State of North Dakota SECRETARY OF STATE



Certificate of Good Standing of CALIBER MIDSTREAM PARTNERS LLC

SOS Control ID#: 0000122405

Certificate #: 022646723-1

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

CALIBER MIDSTREAM PARTNERS LLC

a Limited Liability Company - Business - Foreign was formed under the laws of DELAWARE and filed with this office effective October 22, 2012. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

ACCORDINGLY, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing.

DATE: November 22, 2022

A handwritten signature in black ink, appearing to read "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State



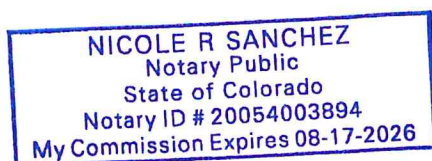
3. I am familiar with the Commission's Findings of Fact, Conclusions of Law and Order dated April 8, 2015 in Case No. PU-14-689, as subsequently amended April 29, 2015 (collectively, "Order"), issuing Caliber Midstream Partners the Certificate and Permit for the Pipeline.
4. Caliber North Dakota has the financial and technical qualifications to own and operate the Pipeline in the same manner as the Pipeline has been successfully owned and operated by Caliber Midstream Partners. Caliber North Dakota is a wholly owned subsidiary of Caliber Midstream Partners, and the ultimate ownership, control, and operation of the Pipeline will not change as a result of this transfer request.
5. Caliber North Dakota agrees to assume the rights and obligations of Caliber Midstream Partners with respect to the Certificate and Permit, and to comply with the terms and conditions of the Certificate, Permit, and Order.

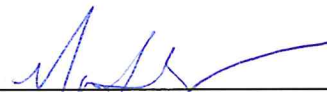
Dated this 30 day of November, 2022.

Caliber North Dakota LLC (d/b/a Caliber
Midstream North Dakota LLC)

By: 
Bill Kent
Chief Executive Officer

Subscribed and sworn to before me this 30 day of November, 2022.




Notary Public
My Commission Expires: 08/17/2026

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


**In the matter of the Joint Application of
Caliber Midstream Partners, L.P. (n/k/a
Caliber Midstream Partners LLC) and
Caliber North Dakota LLC (d/b/a
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for Transfer of First Amended
Certificate of Corridor Compatibility
No. 164 and First Amended Route
Permit No. 176**

Case No. PU-22-___

NOTICE OF APPEARANCE

Notice is hereby given that Casey A. Furey, Crowley Fleck PLLP, will be appearing in the above-entitled matter on behalf of Caliber North Dakota LLC (d/b/a Caliber Midstream North Dakota LLC). All correspondence, notices, pleadings, and other material relevant to this matter should be served upon the undersigned.

Dated this 1st day of December, 2022.

By: 

CASEY A. FUREY (Bar ID #08035)
cfurey@crowleyfleck.com
CROWLEY FLECK PLLP
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Caliber Midstream North Dakota LLC)*
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