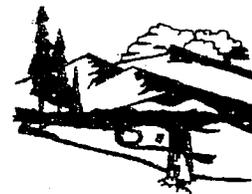




Department of Environmental Quality



To protect, conserve and enhance the quality of Wyoming's environment for the benefit of current and future generations.

Dave Freudenthal, Governor

John Corra, Director

May 21, 2007

Ms. Lynn T. Reed
Compliance Engineer
Bear Paw Energy, LLC
Subsidiary of Oneok, Inc.
100 West Fifth Street
Tulsa, Oklahoma 74103

RE: Notice of Violation

Dear Ms. Reed:

Enclosed is a Notice of Violation issued to Bear Paw Energy, LLC for the failure to operate the Waukesha H24GL engine (E9) with a catalyst as required by permit CT-4061 and the failure to test the Waukesha engines (E8 and E9) as required by permit CT-4061 at River Compressor Station No. 1 located in Campbell County, Wyoming.

As the Department and this Division consider the failure to comply with air quality permit requirements to be a serious matter, I am considering recommending the Department refer this violation to the State Attorney General's office requesting a suit be filed in District Court to recover appropriate penalties. If you would like to discuss settlement of this Notice of Violation prior to referral to the Attorney General's office, please contact Ms. Karen Godman, Air Quality Compliance Program Principal, at 307-777-8601 no later than ten (10) days after receipt of this letter.

Should you have any questions or comments regarding this matter, please feel free to contact me or Ms. Karen Godman.

Sincerely,

David A. Finley
Administrator
Air Quality Division

cc: Mike Warren
Nancy Vehr



6. Condition 8 of permit CT-4061 states, "That performance tests be conducted, in accordance with Chapter 6, Section 2(j) of the WAQSR, within 30 days of achieving a maximum design rate but not later than 90 days following initial start-up, and a written report of the results be submitted. The operator shall provide 15 days prior notice of the test date. ."

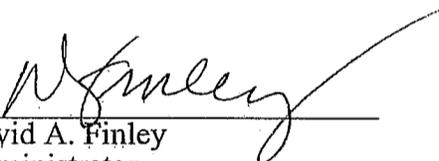
7. Bear Paw Energy, LLC started operation of the Waukesha H24GL engine (E9) on September 6, 2006. The initial performance test was not conducted until March 22, 2007, approximately three months late following the initial test date of December 6, 2006. Also, the Waukesha H24GL engine (E8) started operation on March 3, 2006. The initial performance test was not conducted until January 5, 2007, approximately seven months late following the initial test date of June 6, 2006. These constitute violations of Condition 8 of permit CT-4061.

8. Said violations consist of 1) operating of a Waukesha H24GL engine (E9) without a catalyst for six months, and 2) not performing initial performance tests on two Waukesha H24GL engines within 90 days of initial startup. These constitute violations of permit conditions 8 and 11 within permit CT-4061.

9. Under W.S. 35-11-901(a), any person who violates any provision of Article 2 of [the Environmental Quality Act] ... or any rule, regulation, standard or permit adopted pursuant to those provisions, or who violates any determination or order of the council pursuant to Article 2 of [the Environmental Quality Act] ... is subject to a penalty not to exceed ten thousand dollars (\$10,000.00) for each violation for each day during which the violation continues, a temporary or permanent injunction, or both a penalty and an injunction.

10. This notice is being sent to you pursuant to W.S. 35-11-701(c), which requires that, in any case of the failure to correct or remedy an alleged violation, the Director of the Department of Environmental Quality shall cause a written notice to be issued and served upon the person alleged to be responsible.

DATED this 5th day of June, 2007.


David A. Finley
Administrator
Air Quality Division


John Corra
Director
Department of Environmental Quality

Please direct all inquiries to David A. Finley, Administ
Environmental Quality, Herschler Building, 2nd Floor
82002. (Telephone: 307/777-7393.)

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Ms. Lynn T. Reed	
Compliance Engineer	
Bear Paw Energy LLC	
100 West Fifth Street	
Tulsa OK 74103	

Sent To: _____
Street, or PO: _____
City, S: _____
PS Form 3800, October 2002