

**NOTICE OF OPEN SEASON SOLICITATION OF INTEREST
MIDWESTERN GAS TRANSMISSION COMPANY
A Subsidiary of ONEOK Partners, LP**

Announcement of Open Season Solicitation of Interest for Southbound Capacity Subscriptions

A. Background

Midwestern Gas Transmission Company (“Midwestern”) is holding a non-binding Open Season to identify potential shippers who are interested in purchasing a proposed firm service with a special curtailment provision not applicable to firm service generally (“FT-C Service”). Midwestern is modifying the compressor station near Paris IL so that it can operate as a bi-directional station. The Paris facility has two reciprocating compressors and one 4000 H.P. turbine. The turbine has emission limits set by the State of Illinois EPA. Midwestern has calculated that it can comply with those limits by operating the turbine no more than 6090 hours over a rolling twelve (12) month period. The Paris turbine will be the last unit called upon to deliver the 60,000 Dth/day of southbound capacity.

The FT-C Service is proposed to be a southbound transportation service from a receipt point at a proposed interconnect (“Interconnect”) with Rockies Express Pipeline Company LLC (“REX”) to Portland, Tennessee, including all intermediate points. The FT-C Service is subject to curtailment due to the interrupted operation of the 4000 H.P. turbine compressor (or any replacement of such compressor) when such interruption is due to a shutdown of said compressor to avoid exceeding its permitted air emissions over a rolling twelve (12) month period. Any other interruption or curtailment of firm service due to force majeure or otherwise (including force majeure with respect to the subject compressor) would apply to all affected firm service equally.

The Base Tariff Rates for FT-C service and other charges (including without limitation applicable surcharges, overrun charges and imbalance charges) will be the same as those for FT-A service, as set forth in Midwestern’s FERC Gas Tariff, Third Revised Volume No. 1.

In the event that service under Rate Schedule FT-C is subject to the special curtailment condition described above, Midwestern shall provide a reservation rate credit to the FT-C shipper for the duration of any such special curtailment. However, if shippers under the FT-C rate schedule nominate and schedule gas on

an alternate path (e.g., northbound service on a secondary basis), FT-C reservation charges will apply. Midwestern will post a monthly report of actual turbine runtime hours by the 15th day of the following month to provide shippers guidance on the potential for near-term curtailment.

The provision of FT-C service is contingent upon (i) the construction and operation of the interconnect between Midwestern and REX; (ii) the requisite modification of the Paris and Sullivan compressor stations, including modification of the subject compressor; (iii) receipt of any/all required regulatory approvals; and (iv) the economic viability of providing FT-C service, as determined in the sole discretion of Midwestern.

B. Bid Procedures for Proposed Southbound Services

Midwestern invites any parties interested in obtaining FT-C Services to submit in confidence a non-binding declaration of interest in a form substantially similar to that contained in Exhibit A to this notice. A declaration of interest shall in no way constitute an offer that will be accepted or an agreement between the parties. Any transaction will be subject to completion and execution of a mutually agreeable transportation agreement.

The non-binding declaration of interest should contain the desired contract term, with a required minimum term of one (1) year. The non-binding declaration of interest, which shall designate the Interconnect as the primary receipt point, must identify a primary delivery point and Transportation Quantity and the proposed rate for service (stated as a rate per dekatherm exclusive of ACA and any other surcharges, and if a portion of such rate is proposed to be charged volumetrically, a specification of the unit amount that would be so charged on a 100% load factor basis). Parties submitting a declaration of interest must include an indication if they would accept a lesser quantity in the event such capacity is awarded on a pro rata basis due to equal declarations of interest.

Midwestern may consider a non-conforming declaration of interest if the resultant net present value is acceptable to Midwestern in its sole discretion and the party submitting a declaration of interest otherwise agrees to adhere to the processes described herein.

C. Processing of Open Season Responses

Upon receipt of the non-binding declarations of interest, Midwestern, at its sole discretion, shall determine whether to proceed and if so in what manner. Midwestern has no obligation to negotiate with or enter into any transaction with any party that submits a non-binding declaration of interest to Midwestern. In

evaluating declarations of interest, Midwestern will utilize a net present value analysis and may proceed with negotiations with parties having the highest net present value declaration of interest. Factors in evaluating the net present value of a declaration of interest include the rate, term and effective date. The net present value analysis will not consider existing contracted capacity but will consider only incremental new capacity subscriptions from an existing shipper.

Based on the Open Season requests, Midwestern will identify any required system enhancements and develop facility designs, cost estimates, and project economics. The amount of awarded capacity will be at Midwestern's discretion, depending on shippers' aggregate level of interest and the economic viability of any expansion(s).

D. Length of Open Season

The Open Season will be posted on May 9, 2008. Declarations of interest will be accepted beginning May 15, 2008 at 8:00 a.m., Central Time, and will conclude at 5:00 p.m., Central Time, June 12, 2008. Interested parties may send non-binding declarations of interest to Midwestern's offices by registered mail or confirmed facsimile at ONEOK Plaza 100 W. 5th Street, Suite 1200 Tulsa, Oklahoma 74103, to the attention of: Cliff Allison or Hayley Rose. The facsimile number is (918) 588-7750.

Parties should submit questions concerning this Open Season to:
Cliff Allison (918) 588-7718 cliff.allison@oneok.com, or
Hayley Rose (918) 588-7755 hayley.rose@oneok.com.

Midwestern may, in its sole discretion, extend the duration of the Open Season at any time during the Open Season and, upon five (5) business days notice given by means of a posting to Midwestern's web site, may modify the terms of the Open Season.

E. Subsequent Schedule

Presuming that the Open Season concludes June 12, 2008, Midwestern expects to contact bidders by no later than June 20, 2008 concerning their declaration of interest. Midwestern anticipates that it will request that where bidders and Midwestern have a mutual interest in proceeding, a precedent agreement will be executed by Midwestern as quickly as project circumstances warrant.

F. Commencement of Service

FT-C service may commence as early as the in-service date of the Interconnect provided that Midwestern has received all regulatory approvals and all other conditions and reservations have been satisfied.

G. Declaration of Interest Award Process

During the Open Season period, Midwestern will accept requests for transportation service commencing as outlined in the “Commencement of Service” section above. Midwestern will begin the negotiating of precedent agreements with individuals submitting a declaration of interest in this Open Season prior to any other party. If all capacity is not initially subscribed to Open Season bidders, and if Midwestern in its sole discretion is interested in proceeding, Midwestern reserves the right to market this capacity following the open season.

Although this is a non-binding Open Season, Midwestern reserves the right to negotiate precedent agreements that will obligate Midwestern and the successful bidder to execute a service agreement upon satisfaction of the conditions set forth in the precedent agreement. This includes Midwestern’s right to negotiate binding precedent agreements with any party submitting a post-open season request for service without an additional open season.

H. Credit Requirements

Shippers will be required to demonstrate creditworthiness or provide a credit alternative acceptable to Midwestern as provided under Midwestern’s FERC tariff.

**MIDWESTERN GAS TRANSMISSION COMPANY
OPEN SEASON EXHIBIT A**

- A. Shipper Name: _____
- B. Effective Date: _____
- C. Term: _____
- D. Requested Transportation Quantity (Dth/d): _____
- E. Rate: _____
- F. Willing to accept pro rata quantity? (Yes or No) _____
- G. Receipt/Delivery Point information on Attached Page.

By: _____

Print Name: _____

Title: _____

Phone: _____

Facsimile: _____

Address: _____

**OPEN SEASON EXHIBIT A CONTINUED
RECIPT/DELIVERY POINT INFORMATION**

Receipt Point Name	Receipt Point Number	Transportation Quantity
Scotland Interconnect	tbd	
Total Receipt Quantity		

Delivery Point Name	Delivery Point Number	Transportation Quantity
Total Delivery Quantity		