

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

RECEIVED

APR 20 2011

PUBLIC SERVICE COMMISSION

April 19, 2011

Patrick Fahn
North Dakota Public Service Commission
600 East Boulevard Avenue, Dept. 408
Bismarck, ND 58505-0480

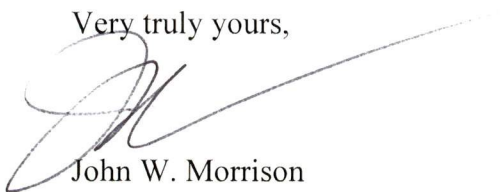
In re: Sequoia Energy US Inc.
Border Winds Energy Project

Dear Mr. Fahn:

Enclosed are the original of a North Dakota certificate of good standing and copies of certified articles of incorporation and a certificate of good standing from Delaware for Sequoia Energy US Inc. Delaware does not provide originals but only provides electronic copies. Note that there is a website on the two Delaware certificates at which the certificates may be verified.

If you have any questions, please let me know. Thank you for your assistance in this matter.

Very truly yours,



John W. Morrison

cc: Ian Witherspoon

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

SEQUOIA ENERGY US INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that SEQUOIA ENERGY US INC. , a Delaware corporation, authorized to transact business in the State of North Dakota on January 6, 2006, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing foreign corporations.

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 to

SEQUOIA ENERGY US INC.

Issued: April 18, 2011

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

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 "SEQUOIA ENERGY US INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FIRST DAY OF DECEMBER, A.D. 2005, AT 2:29 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "SEQUOIA ENERGY US INC.".



4069456 8100H

110426848

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8701234

DATE: 04-18-11

CERTIFICATE OF INCORPORATION

OF

SEQUOIA ENERGY US INC.

THE UNDERSIGNED, in order to form a corporation for the purposes herein stated, under and pursuant to the provisions of the General Corporation Law of the State of Delaware, do hereby certify as follows:

FIRST. The name of the corporation is Sequoia Energy US Inc. (the "Corporation").

SECOND. The address of the Corporation's registered office in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Wilmington Delaware, New Castle County. The name of the registered agent at such address is Corporation Service Company.

THIRD. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH. The total number of shares of all classes of stock which the Corporation shall have authority to issue is Ten Thousand (10,000) Common shares, without par value.

FIFTH. The Corporation's shares shall be subject to the following designations, preferences and rights, namely:

1. (a) Common shares shall entitle the holders thereof to one (1) vote for each of such shares so held;

(b) Common shares shall each entitle the holders thereof to such dividends as are from time to time declared by the Directors, who shall be entitled to determine, in their absolute discretion from time to time, the amount of the dividend to be paid on the Common shares.

2. Notwithstanding the provisions herein, any application for a Certificate or Amendment to delete or vary any of the designations, powers, preferences, rights, qualifications, limitations and restrictions attaching to any class of shares, or to change, alter, vary or amend any right or privilege attached to the shares of any class of the Corporation, or to decrease the issued capital or create any shares ranking in priority to or on a parity with any existing class of shares of the Corporation shall not be made until the application has been authorized in writing by one hundred (100%) per cent of the holders of all issued and outstanding shares in the capital of the Corporation.

SIXTH. The names and addresses of the incorporators are as follows:

ANDREAS HUETTIG	Ochsenallee 12 Kassel, Germany
BERNARD HUETTIG	Karl-Soemmer-Str.36, 34128 Kassel, Germany
RALF PASCHOLD	2 Hugenothen Str. Hofgeismar Germany 34369
ROBERT SPENSLEY	7442 Mark Lane Victoria BC Canada V9E 2A1
JUERGEN KRAUS	2823 Henderson Hwy. Winnipeg MB Canada R2E 0C5
DOUG DAVISON	385 Scotia Street Winnipeg MB Canada R2J 1W3

SEVENTH. The election of directors need not be by written ballot unless the By-laws so provide.

EIGHTH. Any action required or permitted to be taken by the holders of any class of stock of the Corporation, including but not limited to the election of directors, may be taken by written consent or consents but only if such consent or

consents are signed by all holders of the class of stock entitled to vote on such action.

NINTH. A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Delaware General Corporation Law as currently in effect or as the same may hereafter be amended. No amendment, modification or repeal of this Article NINTH shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal.


TENTH. The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person or such person's testator or intestate is or was a director or officer of the Corporation or serves or served at the request of the Corporation any other enterprise as a director or officer. Expenses, including attorneys' fees, incurred by any such person in defending any such action, suit or proceeding shall be paid or reimbursed by the Corporation promptly upon receipt by it of an undertaking of such person to repay such expenses if it shall ultimately be determined that such person is not entitled to be indemnified by the Corporation. The rights provided to any person by this Article TENTH shall be enforceable against the Corporation by such person who shall be presumed to have relied upon it in serving or continuing to serve as a director or officer as provided above. No amendment of this Article TENTH shall impair the rights of any person arising at any time with respect to events occurring prior to such amendment. For the purposes of this Article TENTH, the term "Corporation" shall include any predecessor of the Corporation and any constituent corporation (including any constituent of a constituent) absorbed by the Corporation in a consolidation or merger; the term "other enterprise" shall include any corporation, partnership, joint venture, trust or employee benefit plan; service "at the request of the Corporation"

shall include service as a director or officer of the Corporation which imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan, its participants or beneficiaries; any excise taxes assessed on a person with respect to an employee benefit plan shall be deemed to be indemnifiable expenses; and any action by a person with respect to an employee benefit plan which such person reasonably believes to be in the interest of the participants and beneficiaries of such plan shall be deemed to be an action not opposed to the best interests of the Corporation.

IN WITNESS WHEREOF, we have signed this certificate of incorporation
this *1st* day of *December*, 2005.



ANDREAS HUETTIG, Incorporator
Ochsenallee 12
Kassel, Germany



BERNARD HUETTIG, Incorporator
Karl-Soemmer-Str.36, 34128
Kassel, Germany



RALF PASCHOLD, Incorporator
2 Hugenotten Str.
Hofgeismar Germany 34369

ROBERT SPENSLEY, Incorporator
7442 Mark Lane
Victoria BC Canada V9E 2A1

JUERGEN KRAUS, Incorporator
2823 Henderson Hwy.
Winnipeg MB Canada R2E 0C5

DOUG DAVISON, Incorporator
385 Scotia Street
Winnipeg MB Canada R2J 1W3

FRDOCS_506780.1

shall include service as a director or officer of the Corporation which imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan, its participants or beneficiaries; any excise taxes assessed on a person with respect to an employee benefit plan shall be deemed to be indemnifiable expenses; and any action by a person with respect to an employee benefit plan which such person reasonably believes to be in the interest of the participants and beneficiaries of such plan shall be deemed to be an action not opposed to the best interests of the Corporation.

IN WITNESS WHEREOF, we have signed this certificate of incorporation this 18th day of December, 2005.

ANDREAS HUETTIG, Incorporator
Ochsenallee 12
Kassel, Germany

BERNARD HUETTIG, Incorporator
Karl-Saemmer-Str.36, 34128
Kassel, Germany

RALF PASCHOLD, Incorporator
2 Hugenotten Str.
Hofgeismar, Germany 34369

ROBERT SPENSLEY, Incorporator
7442 Mark Lane
Victoria BC Canada V9E 2A1

JUERGEN KRAUS, Incorporator
2823 Henderson Hwy.
Winnipeg MB Canada R2E 0C5

DOUG DAVISON, Incorporator
385 Scotia Street
Winnipeg MB Canada R2J 1W3

shall include service as a director or officer of the Corporation which imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan, its participants or beneficiaries; any excise taxes assessed on a person with respect to an employee benefit plan shall be deemed to be indemnifiable expenses; and any action by a person with respect to an employee benefit plan which such person reasonably believes to be in the interest of the participants and beneficiaries of such plan shall be deemed to be an action not opposed to the best interests of the Corporation.

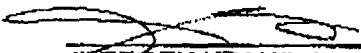
IN WITNESS WHEREOF, we have signed this certificate of incorporation this *1st* day of *December*, 2005.

ANDREAS HUETTIG, Incorporator
Ochsenallee 12
Kassel, Germany

BERNARD HUETTIG, Incorporator
Karl-Soemmer-Str.36, 34128
Kassel, Germany

RALF PASCHOLD, Incorporator
2 Hugenotten Str.
Hofgeismar Germany 34369

ROBERT SPENSLEY, Incorporator
7442 Mark Lane
Victoria BC Canada V9E 2A1



JUERGEN KRAUS, Incorporator
2823 Henderson Hwy.
Winnipeg MB Canada R2E 0C5

DOUG DAVISON, Incorporator
385 Scotia Street
Winnipeg MB Canada R2J 1W3

FRDOCS_508780.1

shall include service as a director or officer of the Corporation which imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan, its participants or beneficiaries; any excise taxes assessed on a person with respect to an employee benefit plan shall be deemed to be indemnifiable expenses; and any action by a person with respect to an employee benefit plan which such person reasonably believes to be in the interest of the participants and beneficiaries of such plan shall be deemed to be an action not opposed to the best interests of the Corporation.

IN WITNESS WHEREOF, we have signed this certificate of incorporation this *1st* day of *December*, 2005.


ANDREAS HUETTIG, Incorporator
Ochsenallee 12
Kassel, Germany

BERNARD HUETTIG, Incorporator
Karl-Soemmer-Str.36, 34128
Kassel, Germany

RALF PASCHOLD, Incorporator
2 Hugenotten Str.
Hofgeismar Germany 34369

ROBERT SPENSLEY, Incorporator
7442 Mark Lane
Victoria BC Canada V9E 2A1

JUERGEN KRAUS, Incorporator
2823 Henderson Hwy.
Winnipeg MB Canada R2E 0C5



DOUG DAVISON, Incorporator
385 Scotia Street
Winnipeg MB Canada R2J 1W3

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEQUOIA ENERGY US INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF APRIL, A.D. 2011.

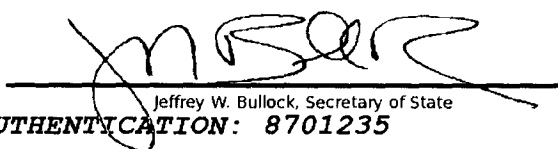
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SEQUOIA ENERGY US INC." WAS INCORPORATED ON THE FIRST DAY OF DECEMBER, A.D. 2005.

4069456 8300

110426848

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8701235

DATE: 04-18-11