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February 5, 2009

RECEIVED

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PUBLIC SERVICE COMMISSION

Mr. Darrell Nitschke
Executive Director
NORTH DAKOTA PUBLIC
SERVICE COMMISSION
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

Dear Mr. Nitschke:

In re: Ashtabula Wind, LLC
Partial Transfer of Certificate of Site Compatibility
Our File No. 1248-28641

Enclosed for filing are the original and ten copies of Application for Partial Transfer of Certificate of Site Compatibility.

Very truly yours,



BRIAN R. BJELLA

bw
Enc.

1 **PU-09-53** Filed: 2/6/2009 Pages: 8
Joint Application for Partial Transfer of Certificate of Site Compatibility

Ashtabula Wind, LLC

Crowley/FleckPLLP, Brian Bjella

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Case No. PU-_____

In the matter of the Application of Ashtabula Wind, LLC and Otter Tail Corporation for a Partial Transfer of a Certificate of Site Compatibility to Otter Tail Corporation, dba Otter Tail Power Company

**APPLICATION FOR PARTIAL TRANSFER
OF CERTIFICATE OF SITE COMPATIBILITY**

Pursuant to NDCC Chapter 49-22, NDAC Article 69-06, and NDAC § 69-02-02-04, Ashtabula Wind, LLC (“Ashtabula Wind”), and Otter Tail Corporation, dba Otter Tail Power Company (“Otter Tail”), respectfully submit this joint Application for a partial transfer of the Certificate of Site Compatibility issued to Ashtabula Wind for the 200 megawatt Ashtabula Wind Energy Center in Case No. PU-08-32 to Otter Tail. Ashtabula Wind seeks to transfer to Otter Tail only the rights and obligations of the Site Certificate that coincide with the geographical portion of the Ashtabula Wind Energy Center for which the Public Service Commission (“Commission”) in Case No. PU-08-200 issued a Certificate of Public Convenience and Necessity (hereinafter “PCN”) to Otter Tail for Otter Tail’s construction and ownership of a 48 megawatt portion of the 200 megawatt Ashtabula Wind Energy Center.

A. Communications and Service

Ashtabula Wind and Otter Tail respectfully request that the following people be placed on the Commission service list for all official communications in this case: Mark B. Bring,

Associate General Counsel, Otter Tail Corporation, 215 South Cascade Street, Fergus Falls, MN 56537, phone (218) 998-7152; Bernadeen Brutlag, Manager, Regulatory Services, Otter Tail Power Company, 215 South Cascade Street, Fergus Falls, MN 56537, phone (218) 739-8289; Brian R. Bjella, Counsel of Record for Ashtabula Wind, LLC, 400 East Broadway, Suite 600, P.O. Box 2798, Bismarck, ND 58502-2798, phone (701) 223-6585; and Scott Scovill, Project Director, FPL Energy, 700 Universe Boulevard, Juno Beach, FL 33408-2637, phone (561) 691-7240.

B. Statutory Provisions

Transfer of a certificate of site compatibility is authorized under NDCC § 49-22-13(2) and NDAC § 69-06-01-02(3). Pursuant to these provisions, the Commission is not required to hold a public hearing on an application for the transfer of a certificate, unless, following publication of a notice of opportunity for a public hearing in the official newspaper in the County in which the facility is located, there is both a request by an interested person and a showing of good cause.

C. Background

By Findings of Fact, Conclusions of Law and Order, dated May 30, 2008, Case No. PU-08-32, the Commission issued Certificate of Site Compatibility for Energy Conversion Facility No. 7 to Ashtabula Wind for the construction, operation, and maintenance of the 200 megawatt Ashtabula Wind Energy Center in Barnes County, North Dakota. As the Commission found in Findings of Fact No. 7, Otter Tail filed an application for a certificate of public convenience and necessity to construct and own 32 of the Ashtabula Wind Energy Center turbines and associated facilities totaling 48 megawatts of nameplate generating capacity.

On May 2, 2008, Otter Tail filed an application for a PCN to construct and own a 48 megawatt portion of Ashtabula Wind Energy Center and associated 34.5 KV collector lines and electrical lines. The contractual option in Otter Tail to own a 48 megawatt portion of Ashtabula Wind Energy Center was exercised with Ashtabula Wind on July 30, 2008. By Order dated July 2, 2008, the Commission in Case No. PU-08-200 issued Certificate of Public Convenience and Necessity No. 5347 to Otter Tail to construct and own the 48 megawatt portion of the Ashtabula Wind Energy to Otter Tail. On October 9, 2008, Otter Tail closed on its acquisition of the 48 megawatt portion of the Ashtabula Wind Energy Center.

D. Application for Partial Transfer of Certificate of Site Compatibility

Ashtabula Wind and Otter Tail now submit this joint application for a partial transfer to Otter Tail of the Certificate of Site Compatibility issued to Ashtabula Wind for the 200 megawatt Ashtabula Wind Energy Center in Case No. PU-08-32. Ashtabula Wind seeks to have transferred to Otter Tail only the rights and obligations associated with the Certificate of Site Compatibility coinciding with the geographical portion of the Ashtabula Wind Energy Center for which the Commission issued a PCN to Otter Tail for Otter Tail's construction and ownership of the 48 megawatt portion of the 200 megawatt Ashtabula Wind Energy Center. The attachments to Otter Tail's Application for the PCN in Case No. PU-08-200 depicted a portion of the Ashtabula Wind Energy Center which, as of October 9, 2008, is owned by Otter Tail. In support thereof, Ashtabula Wind states as follows:

1. Ashtabula Wind is a limited liability company duly authorized to do business in the State of North Dakota, which certificate of good standing has previously been filed with the Commission, and is incorporated herein by reference.
2. Otter Tail is a Minnesota corporation duly authorized to do business in North Dakota as a foreign corporation and is doing business in North Dakota as a public utility subject to the jurisdiction of and regulation by the Commission under N.D.C.C. Title 49, as amended.
3. This application is made pursuant to the provisions of NDCC § 49-22-13(2), NDAC §§ 69-06-01-02(3) and 69-02-02-04.
4. The Commission's Findings of Fact and Conclusions of Law in its May 30, 2008, Order issuing the Certificate of Site Compatibility to Ashtabula Wind in Case No. PU-08-32 constitutes a sufficient legal basis for the partial transfer of the Certificate of Site Compatibility to Otter Tail, the Commission having concluded, among other things: the Ashtabula Wind Energy Center is of such a design, location and purpose that it will produce minimal adverse affects as defined by NDCC § 49-22-05.2; the application submitted by Ashtabula Wind, met the site evaluation criteria required by NDCC Chapter 49-22; the location, construction, and operation of the Ashtabula Wind Energy Center will produce only minimal adverse affects on the environment and upon the welfare of the citizens of North Dakota; the Ashtabula Wind Energy Center is compatible with environmental preservation and the efficient use of resources; and the Ashtabula Wind Energy Center will minimize adverse human and environmental impact while ensuring

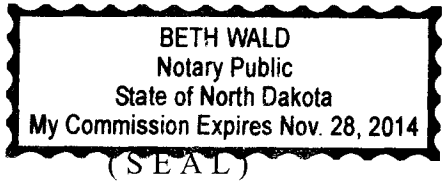
continuing system reliability and integrity and ensuring that energy needs are met and fulfilled in an orderly and timely fashion.

5. The Commission's Findings of Fact and Conclusions of Law in its July 2, 2008, Order issuing a PCN to Otter Tail in Case No. PU-08-200 provide additional legal basis for the partial transfer of a certificate of site compatibility to Otter Tail, the Commission having concluded: public convenience and necessity will be served by Otter Tail's construction and ownership of 48 megawatts of the 200 megawatt Ashtabula Wind Energy Center, and Otter Tail is fit, willing and able to provide such service.

WHEREFORE, Ashtabula Wind and Otter Tail respectfully request that the Commission, following publication of a notice of opportunity for a public hearing in the official newspaper in the county in which the Ashtabula Wind Energy Center is located and, unless there is both a request by an interested person and a showing of good cause:

1. Grant to Ashtabula Wind and Otter Tail, without hearing, a partial transfer to Otter Tail of the Certificate of Site Compatibility No. 7 issued in Case No. PU-08-32 for the rights and obligations of the Certificate of Site Compatibility that coincide with the geographical portion of the Ashtabula Wind Energy Center for which the Commission in Case No. PU-08-200 issued a PCN to Otter Tail for Otter Tail's construction and ownership of a 48 megawatt portion of the 200 megawatt Ashtabula Wind Energy Center and associated 34.5 KV collector lines and electrical lines; and
2. Grant such other relief as the Commission shall deem appropriate.

Dated this 5th day of February, 2009.



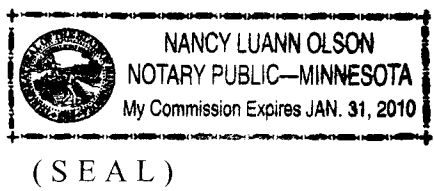
Beth Wald
Beth Wald, Notary Public
Burleigh County, North Dakota
My Commission Expires 11/28/14

STATE OF MINNESOTA)
)SS.
COUNTY OF OTTER TAIL)

Mark B. Bring, being separately sworn, deposes and states that he has read the above and foregoing Application, that he knows the contents thereof, and that the same is true of his own personal knowledge and belief.

Mark B. Bring
MARK B. BRING

Subscribed and sworn to this 4th day of February, 2009.



Nancy LuAnn Olson
Notary Public
Otter Tail County, Minnesota
My Commission Expires 1-31-2010