

CROWLEY FLECK PLLP  
ATTORNEYS

Brian R. Bjella  
400 East Broadway, Suite 600  
P.O. Box 2798  
Bismarck, ND 58502-2798  
701.223.6585  
bbjella@crowleyfleck.com

April 18, 2011

**RECEIVED**

APR 18 2011

**PUBLIC SERVICE COMMISSION**

*via hand delivery*

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

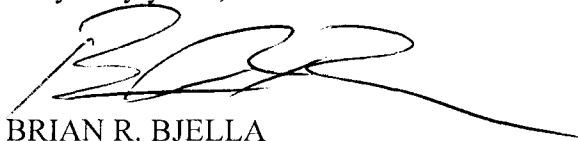
Dear Mr. Nitschke:

In re: Oliver Wind III, LLC  
Case No. PU-09-724

Enclosed for filing are original and ten copies of corporate papers for Oliver Wind III, LLC.

Please call should you have any questions.

Very truly yours,



BRIAN R. BJELLA

bw  
Enc.

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF GOOD STANDING OF

OLIVER WIND III, LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that OLIVER WIND III, LLC, a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on January 9, 2010, 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 a FOREIGN LIMITED LIABILITY COMPANY.

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

OLIVER WIND III, LLC

Issued: April 15, 2011

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

Alvin A. Jaeger  
Secretary of State

RECEIVED



CERTIFICATE OF AUTHORITY  
FOREIGN LIMITED LIABILITY COMPANY  
APPLICATION  
SECRETARY OF STATE  
SFN 19381 (07-2008)

DEC 23 2009  
SEC. OF STATE

FOR OFFICE USE ONLY

ID Number:	26,505,300	FLC
WO Number:	6233567	
Filed:	1-9-10	By: LF

TYPE OR PRINT LEGIBLY SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

- 1. The application is accompanied by
  - \*Certificate of authority fee of \$135
  - \*Current CERTIFICATE OF GOOD STANDING or CERTIFICATE OF EXISTENCE duly authenticated by the organizing officer of the state or country of organization.
  - Certification of professional license
  - Signed consent to use of name and fee of \$10
  - Trade name registration and fee of \$25

For reference, see North Dakota Century Code, Sections 10-31-01, 10-31-13.1, and 10-32-138

2. Identify type of limited liability company applying for certificate of authority <input checked="" type="checkbox"/> Foreign Business <input type="checkbox"/> Foreign Professional		3. Federal ID Number Applied for	
4. Name of limited liability company <u>exactly</u> as it appears on Certificate of Good Standing from state or country of origin Oliver Wind III, LLC			
5. If applicable, provide the trade name and complete the Trade Name Registration form if the selected trade name is not already registered in North Dakota. Only provide the trade name in this line if: a) The limited liability company name is not in the form as required of limited liability companies in North Dakota. b) The Secretary of State has notified the limited liability company that its name is the same as or deceptively similar to a name already registered, and the limited liability company is unable to obtain consent to use of name from the previous filer or a certified copy of a final decree of a court of competent jurisdiction establishing prior right of this limited liability company to use of the name in North Dakota. c) The limited liability company does not wish to use or protect its name in North Dakota and chooses to use a name <u>other than its limited liability company name</u> .			
6. Complete address of executive office: (Street/RR, PO Box, City, State, Zip+4) which may not only be a post office box number 700 Universe Boulevard			
7. State or country where organized Delaware	8. Date when limited liability company will expire in state or country of origin: (month, day, year) or indicate "perpetual". Perpetual	9. Telephone Number (561) 691-7171	10. Toll-free telephone Number
11.A. Name of <u>commercial</u> registered agent in <u>North Dakota</u> C T Corporation System		OR 11.B. Name of <u>noncommercial</u> registered agent in <u>North Dakota</u>	
11.C. Address of <u>noncommercial</u> registered agent in <u>North Dakota</u> : (Street/RR, PO Box, City, State, Zip+4) May not be only a post office box.			
12. Nature of business or activities the limited liability company intends to conduct in the State of North Dakota Develop a wind project in Oliver County, North Dakota			
13. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY			
MANAGERS	Check box if manager also serves as governor	COMPLETE MAILING ADDRESS	
	<input type="checkbox"/>	Street/RR	PO Box    City    State    Zip+4
	<input type="checkbox"/>		
	<input type="checkbox"/>		
	<input type="checkbox"/>		
	<input type="checkbox"/>		
Managing Member	<input checked="" type="checkbox"/>	700 Universe Boulevard, Juno Beach, FL 33408	
Managing Member	<input type="checkbox"/>		
If needed, attach sheet to add names of additional managers or governors.			
14. "The undersigned has read the foregoing application, knows the contents thereof, and believes the statements are true. I further authorize the Secretary of State to correct numbers 4, 7, 11A, and 11B if not correctly reflected." Signature: <i>Chuck Pellet</i>		Date: December 18, 2009 Secretary of Member	
15. Name of person to contact about this document Rita W. Costantino	E-Mail Address rita.costantino@nexteraenergy.com	Daytime telephone number and extension, if any (561) 691-7267	



CT

a Wolters Kluwer business

CT  
111 Eighth Avenue  
New York, NY 10011

212 894 8940 tel  
212 590 9180 fax  
www.ctlegalsolutions.com

November 16, 2010

Clara M. Jenkins  
Director, Business Systems & Programs  
Office of the Secretary of State  
600 East Boulevard Avenue, Dept. 108  
Bismarck, North Dakota 58505-0500

**RECEIVED**

**NOV 17 2010**

**SEC. OF STATE**

Re: Change of Address for C T Corporation System (A Commercial Registered Agent)

Dear Ms. Jenkins:

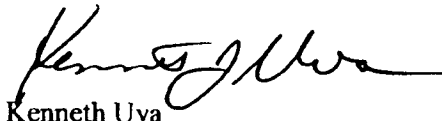
Please change the address of **C T Corporation System**, a commercial registered agent, to the following:

314 East Thayer Avenue

Bismarck ND 58501

As always, thank you for your kind assistance.

Very truly yours,

  
Kenneth Uva

Vice President

STATE OF NORTH DAKOTA  
OFFICE OF THE SECRETARY OF STATE  
BISMARCK, NORTH DAKOTA 58505-0500  
CPTAO



NORTH DAKOTA  
Filed 11-18 2010

  
SECRETARY OF STATE





**STATE OF NORTH DAKOTA**  
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 2 pages as taken from the original on file in this office. Originality of this certification can be determined by the color red.

DATED: 4-15-11

*Alvin A. Jaeger*

BY: JMS

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 IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "OLIVER WIND III, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2009, AT 6:29 O'CLOCK P.M.



4767381 8100

091119138

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line.

Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7716190

DATE: 12-22-09

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OLIVER WIND III, 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 DECEMBER, A.D. 2009.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

4767381 8300

091119138

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7716191

DATE: 12-22-09

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:38 PM 12/18/2009  
FILED 06:29 PM 12/18/2009  
SRV 091119138 - 4767381 FILE

STATE of DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE of FORMATION

The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the laws of the State of Delaware (including Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

**FIRST:** The name of the limited liability company (hereinafter called the "Limited Liability Company") is **Oliver Wind III, LLC**

**SECOND:** The address of the registered office and the name and address of the registered agent of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are:

The Corporation Trust Company  
1209 Orange Street  
Wilmington, DE 19801

Executed this 18th day of December 2009.



By: Charles S. Schultz  
An Authorized Person