

March 18, 2013

VIA FEDERAL EXPRESS

Mr. Darrell Nitschke
Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

**RE: Amended Letter of Intent to Submit Application for a Certificate of Site Compatibility for M-Power One, LLC's Luverne Northfield Extension Wind Energy Project
Case No. PU-10-632**

Dear Mr. Nitschke:

On November 23, 2010, M-Power One, LLC ("M-Power One"), submitted a Letter of Intent ("LOI") to file an application for a Certificate of Site Compatibility for its Luverne Northfield Extension Wind Energy Project ("Project") pursuant to Chapter 49-22 of the North Dakota Century Code and Chapter 69-06-03 of the North Dakota Administrative Code. At that time, M-Power One also submitted a request that the North Dakota Public Service Commission ("Commission") waive or modify the requirement that a LOI be filed one year before filing an application for siting of the Project. On December 8, 2010, the Commission passed a motion acknowledging the LOI, shortening the one-year waiting period between filing the LOI and the siting application to six months, and assessing a filing fee of \$100,000 due upon filing an application.

After filing its LOI, M-Power One delayed development of the Project due to reduced demand for renewable energy generation resources. However, M-Power One has now resumed Project development activities, and plans to proceed with filing a Certificate of Site Compatibility application for the initial phase of the Project. Since certain details regarding the Project have changed, M-Power One is submitting this amended LOI, which provides updated information regarding the Project. It is M-Power One's understanding that this amendment does not affect the Commission's December 8, 2010 acknowledgment of the LOI or its shortening of the one-year waiting period to six months from the date the original LOI was filed.

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Amended Letter of Intent
M-Power One, LLC
Mollie Smith, Fredrikson and Byron

Size and Type of Facility

The proposed Project is a wind energy conversion facility and its study area consists of approximately 17,000 acres of land located in Steele County, North Dakota, north of the existing Luverne Wind Farm. The initial phase of the Project will consist of up to 75.2 megawatts (“MW”) of wind energy capacity. Additional phases, totaling an additional 80 MW, may be constructed in the future, depending on future demand. The proposed Project will interconnect to the grid via one of several potential points of interconnection, but the specific point of interconnection has not yet been determined.

Area to be Served

While M-Power One has not yet identified the specific area or areas to be served by the Project, M-Power One anticipates that at least a portion of the Project’s output will serve the needs of one or more regional utilities and their customers. Any remaining portion of the Project’s output will likely serve the needs of one or more utilities located within the Midwest Independent Transmission System Operator (“MISO”) service territory, the Western Area Power Administration (“WAPA”) service territory, or within a service territory adjacent to either the MISO or WAPA service territories.

Map of the Study Area for the Proposed Site

Attached hereto as **Exhibit A** is a map that depicts the study area for the proposed Project site.

Anticipated Construction and Operation Schedule

M-Power One plans for the Project to be operational by Third Quarter 2014. M-Power One proposes to develop the Project on the following schedule:

- Second Quarter 2013 – File an application with the Commission for a Certificate of Site Compatibility. In addition, M-Power One will, as needed, file applications for conditional use permits (“CUPs”) with local permitting authorities.
- Fourth Quarter 2013 – The Commission grants a Certificate of Site Compatibility, and local permitting authorities issue CUPs for the Project.
- Fourth Quarter 2013 – Begin construction of the Project.
- Third Quarter 2014 – Complete construction of the Project.

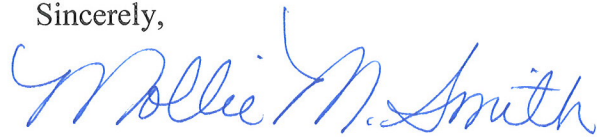
Estimated Total Cost of Construction

The total cost of the initial phase of the proposed Project is estimated to be in the range of approximately \$113 to \$135 million.

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We look forward to working with the Commission on this matter. If you have any questions regarding the proposed Project or this amended LOI, please do not hesitate to contact me.

Sincerely,

A handwritten signature in blue ink that reads "Mollie M. Smith". The signature is written in a cursive style with a large initial "M".

MOLLIE M. SMITH

MMS/mms
Encl.

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Proposed Luverne Northfield Extension Wind Energy Project

Project Study Area

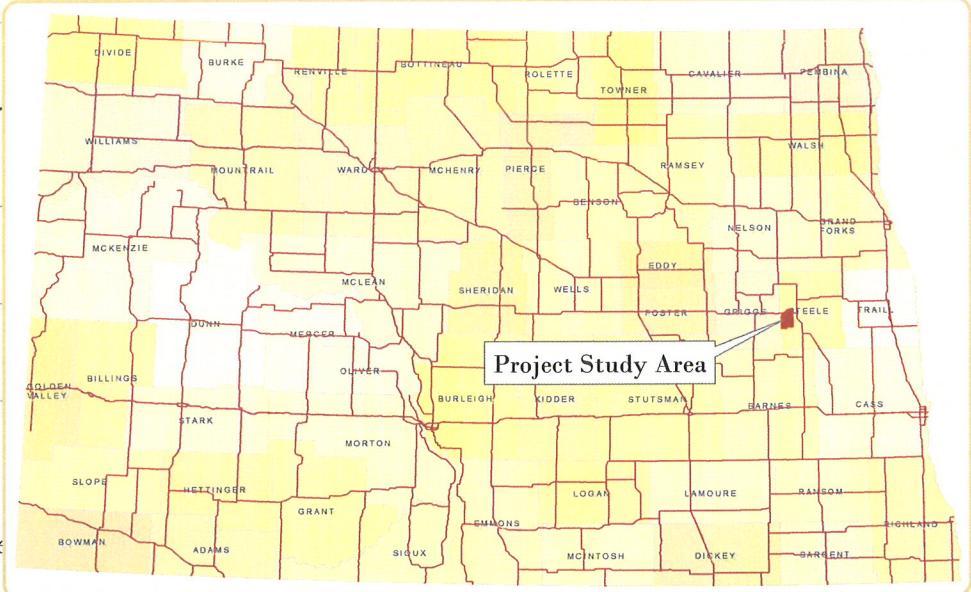
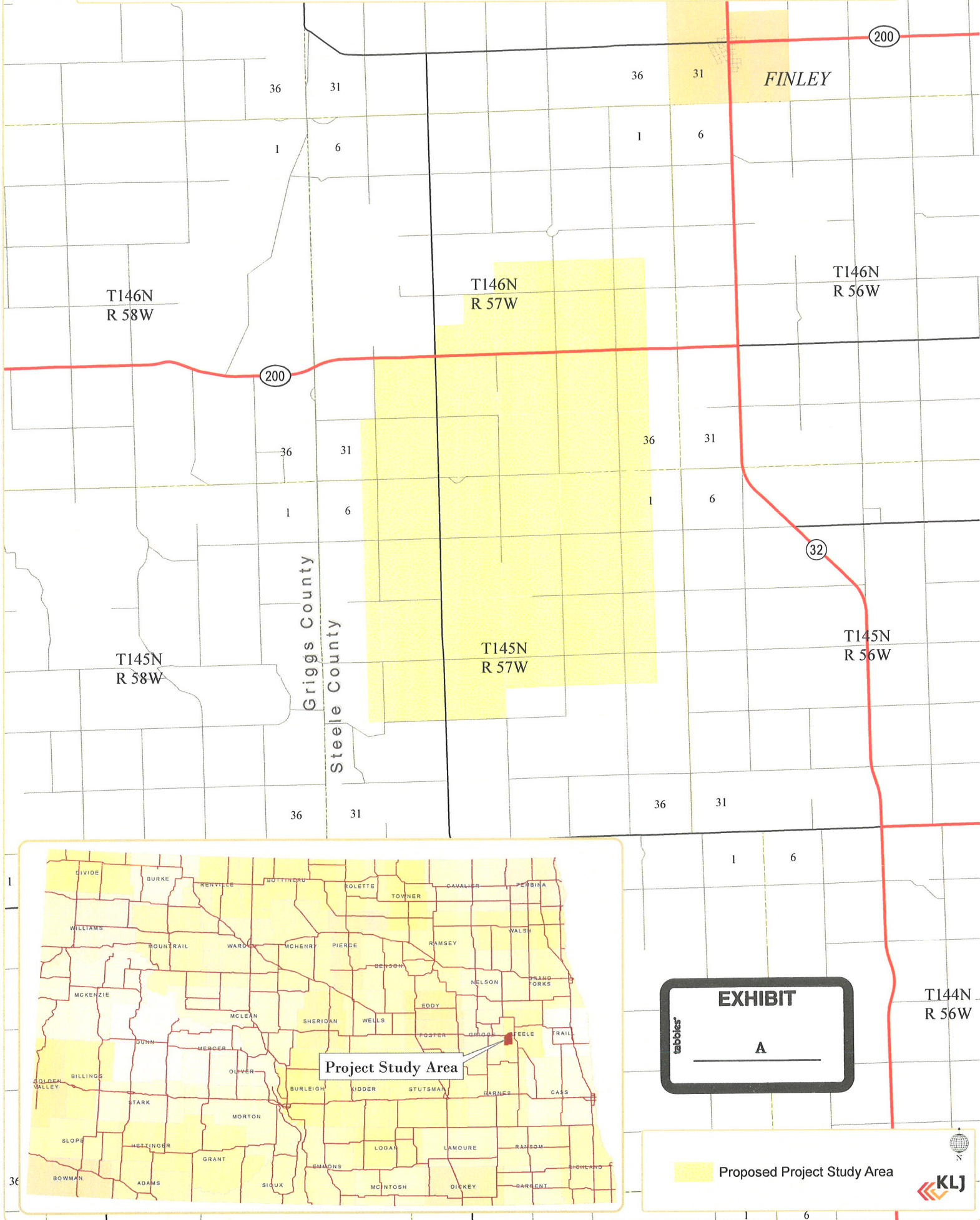


EXHIBIT
A

Proposed Project Study Area

