

August 28, 2012

RECEIVED

AUG 29 2012

PUBLIC SERVICE COMMISSION

Executive Secretary
Public Service Commission
600 East Boulevard Avenue
Dept. 408
Bismarck, ND 58505-0480

**Re: PSC Application for Approval of Service Area Agreement / CCEC & Otter Tail Power
Our File No.: 008087.00000**

To Whom It May Concern:

Enclosed relative to the above-referenced matter, please find 3 originals and four copies of a Joint Application for Approval of Service Area Agreement.

The Application incorporates the following documents:

1. Certificate of Good Standing, State of North Dakota for Otter Tail Corporation;
2. Certificate of Good Standing, State of North Dakota for Cass County Electric Cooperative, Inc.; and,
3. Service Area Agreement.

The Amended and Restated Articles of Incorporation of Cass County Electric Cooperative, Inc. are on file in connection with other matters.

If you should have any questions or concerns, please contact me.

Very truly yours,



William A. Schlossman, Jr.

WAS:kfs

Enclosure

1465731.1

1 **PU-12-695** Filed: 8/29/2012 Pages: 2
ND Certificate of Good Standing

Otter Tail Corporation

William A. Schlossman, Jr., Vogel Law

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

OTTER TAIL CORPORATION

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that OTTER TAIL CORPORATION, a Minnesota corporation, authorized to transact business in the State of North Dakota on June 24, 2009, 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

OTTER TAIL CORPORATION

Issued: August 24, 2012

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State