

Fredrikson

& BYRON, P.A.

January 31, 2013

VIA FEDERAL EXPRESS

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



RE: Letter of Intent to Submit Application for a Certificate of Site Compatibility for Courtenay Wind Farm, LLC's Courtenay Wind Farm Project, and Corporate Documents

Dear Mr. Nitschke:

Please find enclosed herewith for filing an original and ten (10) copies of the following documents:

1. Courtenay Wind Farm, LLC's Letter of Intent to submit an application for a Certificate of Site Compatibility for its Courtenay Wind Farm Project;
2. A certified copy of the Courtenay Wind Farm, LLC's Articles of Organization from the Secretary of State of North Dakota;
3. A Certificate of Good Standing from the Secretary of State of North Dakota for Courtenay Wind Farm, LLC; and
4. Corporation Details for Courtenay Wind Farm, LLC, obtained from the North Dakota Secretary of State website.

Also enclosed herewith is a CD containing the above-referenced documents and this letter in PDF format. Should you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive script that reads "Mollie M. Smith".

MOLLIE M. SMITH

MMS/ms
Enclosures

cc: Mr. Patrick Smith

5317055_1.doc

Attorneys & Advisors
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200 South Sixth
Minneapolis, MN
55402-1425

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PU-13-65
Corporate papers

Filed: 2/1/2013

Pages: 5

RECEIVED

APR 01 2009



NORTH DAKOTA BUSINESS OR FARMING LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION SECRETARY OF STATE SFN 58701 (07-2008)

SEC. OF STATE

FOR OFFICE USE ONLY

ID Num: 25,372,700 LLC
WO Number: 52,9929
Filed: 4-1-09 By: NS

FILING FEE: \$ 135.00

ATTACHMENT: Initial Report for Farming or Ranching is required of limited liability companies engaged in farming or ranching.

TYPE OR PRINT LEGIBLY

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS.

The undersigned natural persons of the age of eighteen years or more, acting as organizers, adopt the following Articles of Organization according to:

- (check one) [X] North Dakota Limited Liability Company Act (North Dakota Century Code, Chapter 10-32) (for general business purposes)
[] North Dakota Corporate or Limited Liability Company Farming Act (North Dakota Century Code, Chapter 10-06.1)

Article 1. Name of Limited Liability Company: Courtenay Wind Farm, LLC
Article 2.A. Name of commercial registered agent in North Dakota: National Registered Agents, Inc. OR
2.B. Name of noncommercial registered agent in North Dakota:
2.C. Address of noncommercial registered agent in North Dakota:
Article 3. The Limited Liability Company shall be effective (check one) [X] When filed with the Secretary of State [] Later on
Article 4. The existence of the limited liability company shall be perpetual, OR
Article 5. Purposes for which the Limited Liability Company is organized are general business purposes, OR
Article 6. Other provisions elected for inclusion
Article 7. The name and address of each organizer
NAME: Julie A. Taylor
Street/RR: 200 S. 6th Street, Suite 4000, Minneapolis, MN 55402
COMPLETE MAILING ADDRESS: PO Box, City, State, Zip+4
c/o Fredrikson & Byron, P.A.

"The above named organizers, have read the foregoing Articles of Organization, know the contents, and believe the statements made therein to be true. I further authorize the Secretary of State to correct Articles 2. A. or 2. B. if not correctly reflected."

Signature: Julie A Taylor Date: 4-1-09
Signature: Date:
Signature: Date:

Name of person to contact about this document: Julie A. Taylor
E-Mail Address:
Telephone # and extension, if any:

STATE OF NORTH DAKOTA
SECRETARY OF STATE
DATED:
BY:
[Seal]

NS



STATE OF NORTH DAKOTA
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 1 page as taken from the original on file in this office. Originality of this certification can be determined by the color red.

DATED: 11/2/12

Alvin A. Jaeger

BY: *Shogren*

Alvin A. Jaeger
SECRETARY OF STATE

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

COURTENAY WIND FARM, LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that COURTENAY WIND FARM, LLC, a North Dakota LIMITED LIABILITY COMPANY, was issued a certificate of organization which was effective on April 1, 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 a North Dakota 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

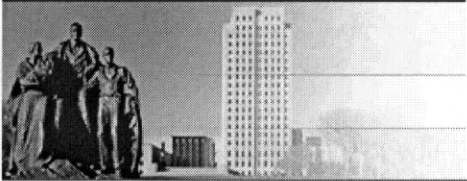
COURTENAY WIND FARM, LLC

Issued: August 22, 2012

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

Alvin Jaeger
Secretary of State

North Dakota

nd.gov Official Portal for
North Dakota State GovernmentNorth Dakota
LEGENDARY

SECRETARY OF STATE NORTH DAKOTA

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COURTENAY WIND FARM, LLC

Corporation Details

System ID: 25372700**Phone:** (952) 988-9000**Type:** LIMITED LIABILITY COMPANY**Status:** Active & Good Standing**Original File Date:** 04/01/2009**Effective Date:** 04/01/2009**State of Origin:** North Dakota

Nature of Business

WINDFARM - ENERGY GENERATION

Principal Office

220 N 4TH ST PO BOX 1776 BISMARCK, ND 58502-1776

Registered Agent

NATIONAL REGISTERED AGENTS, INC.

220 N 4TH

PO BOX 1776

BISMARCK, ND 58502-1776

Established Date: Apr 01, 2009

Generate an Annual Report To File

To Generate a Annual Report form to be filed with the Secretary of State, select the appropriate year of the report you intend to file. This report does not contain details of a report previously filed with the Secretary of State. The annual report years reflected are an indication of the various report forms available in this site and is not an indication that an entity needs to file reports for all years. Missing years indicate that the forms for the missing year have not yet been deployed to the website, or have already been removed, and can be obtained by contacting the Secretary of State.

[2012](#) (generates a forms-fillable pdf in a new pop-up window)

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 Will open a new window (pop-up).

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