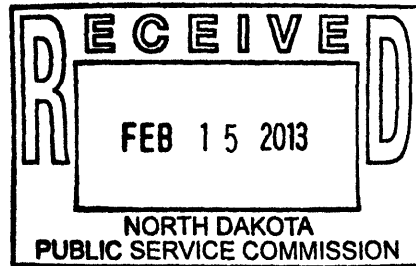


February 14, 2013

**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 an Application for a Certificate of Site Compatibility for Rolette Power Development, LLC's Rolette Wind Energy Project, and Request for Waiver of One-Year Notice Period**

Dear Mr. Nitschke:

Rolette Power Development, LLC ("Rolette Power"), a North Dakota limited liability company, is filing this Letter of Intent ("LOI") to submit an application for a Certificate of Site Compatibility for a wind energy conversion facility pursuant to Chapter 49-22 of the North Dakota Century Code and Article 69-06 of the North Dakota Administrative Code. The proposed wind energy conversion facility will be known as the Rolette Wind Energy Project ("Project") and will be located in Rolette County, North Dakota.

Rolette Power is owned jointly by M-Power, LLC, and Border Power, LLC, both North Dakota limited liability companies. M-Power, LLC, conducted the initial development work for the Luverne Wind Farm in Griggs and Steele Counties, North Dakota.

**Waiver Request**

Rolette Power requests a waiver from Section 69-06-03-01 of the North Dakota Administrative Code, which establishes a one-year notice period between filing the LOI and filing an application for a Certificate of Site Compatibility. Pursuant to Section 69-06-03-01, the Public Service Commission ("Commission") may approve a shorter notice period, and Rolette Power requests that the one-year notice period be shortened from one year to one month.

Currently, the federal Production Tax Credit ("PTC") is set to expire at the end of 2013. In order to qualify for the PTC, Rolette Power needs to have begun construction on the Project before the end of 2013. In addition, during Project development, Rolette Power needs to meet certain milestones, including obtaining required permits, in order to secure financing for the Project, which is essential to being able to obtain turbines and other long lead-time equipment necessary to construct the Project. For these reasons, Rolette Power requests a waiver of the one-year

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Filed: 2/15/2013

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notice period in order to allow adequate time to receive permits, secure financing and begin construction of the Project before the end of 2013.

As required by Section 69-06-03-02 of the North Dakota Administrative Code, Rolette Power provides the following information regarding the proposed Project:

### **Size and Type of Facility**

The proposed Project is a wind energy conversion facility and its study area consists of approximately 48,000 acres of land located in Rolette County, North Dakota, south and west of the City of Rolette, North Dakota. The initial phase of the Project will consist of up to 50 MW of wind energy capacity. Additional phases, totaling an additional 100 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 Rolette Power has not yet identified the specific area or areas to be served by the Project, Rolette Power 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**

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

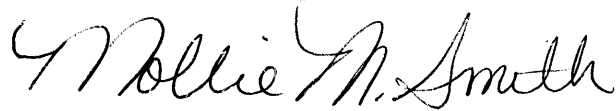
- Second Quarter 2013 – File an application with the Commission for a Certificate of Site Compatibility. In addition, Rolette Power will file an application for a conditional use permit ("CUP") with Rolette County.
- Fourth Quarter 2013 – The Commission grants a Certificate of Site Compatibility, and Rolette County issues a CUP, 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 \$75-\$90 million.

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

Sincerely,

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

MOLLIE M. SMITH

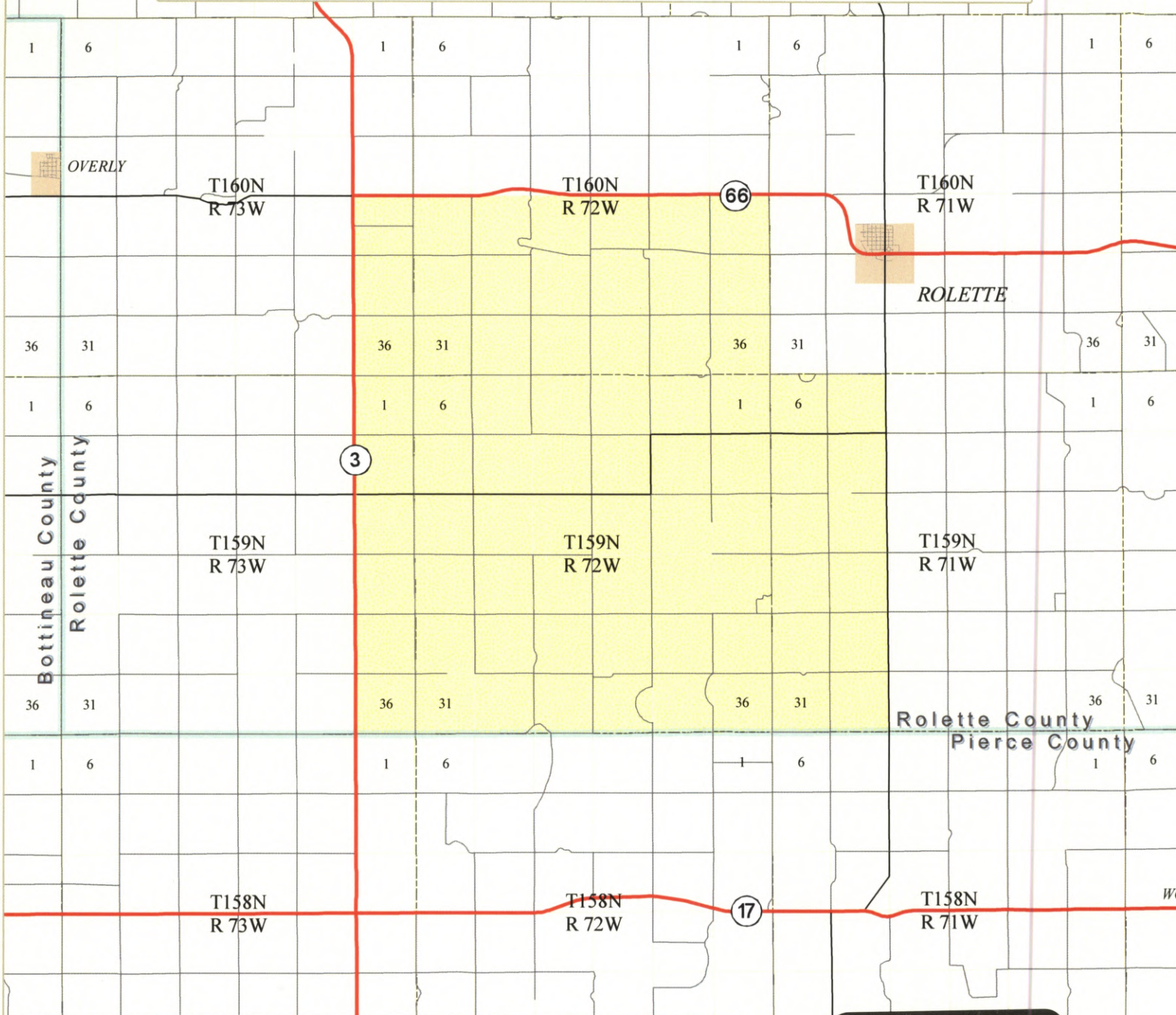
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# Proposed Rolette Wind Energy Project

## Project Study Area

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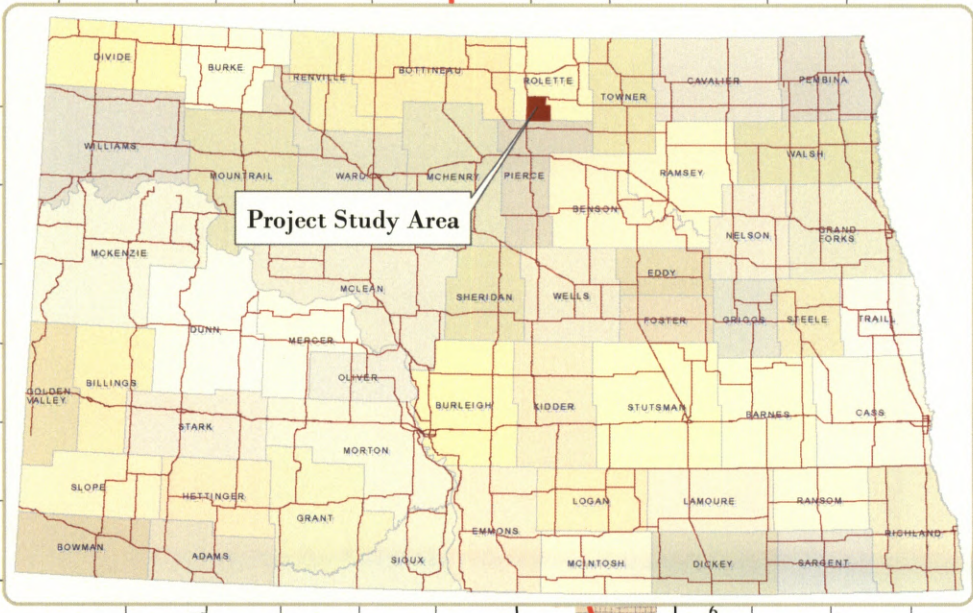


OVERLY

ROLETTE

**EXHIBIT**

**A**



Proposed Project Study Area

KLJ