



June 28, 2013

Mr. Darrell Nitschke
Executive Director
PUBLIC SERVICE COMMISSION
12th Floor, State Capitol
600 E. Boulevard Ave.
Bismarck, ND 58505-0480

Dear Mr. Nitschke:

In re: Thunder Spirit Wind, LLC 2013 Ten-Year Plan

On behalf of Thunder Spirit Wind, LLC, we hereby submit its Ten-Year Plan pursuant to North Dakota Century Code § 49-22-04 and North Dakota Administrative Code Chapter 69-06-02.

CROWLEY FLECK PLLP
Attorneys for Thunder Spirit Wind, LLC
400 East Broadway, Suite 600
Post Office Box 2798
Bismarck, North Dakota 58502

By 
WADE C. MANN

lh
enc.

Ten-Year Plan to:
County Auditor:
Adams County
Erich Bachmeyer

Notice to:
State Agencies and Officers designated in
§ 69-06-01-05, N.D. Adm. Code

**TEN YEAR PLAN: 2013 THROUGH 2023
THUNDER SPIRIT WIND, LLC**

Pursuant to Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, Thunder Spirit Wind, LLC (“Thunder Spirit”) submits to the North Dakota Public Service Commission the following Ten Year Plan for years 2013 through 2023.

§49-22-04 (1): A description of the general location, size, and type of all facilities to be owned or operated by the utility during the ensuing ten years, as well as those facilities to be removed from service during the ten year period.

Thunder Spirit is wholly-owned subsidiary of Global Winds Harvest, Inc. and Wind Works Power Corp. (“Company”). Thunder Spirit will operate as a 150 MW wind farm to be sited on land in Adams County, North Dakota and begin commercial operation in October 2014. The infrastructure will consist of 75 X 2 megawatt wind turbine generators, up to four (4) meteorological masts, buried 34.5kV collector lines, a project substation and less than one (1) mile of overhead 230kV radial line.

The Company does not anticipate the removal of facilities during the ten year period.

§49-22-04 (2): An identification of the location of the tentative preferred site for all energy conversion facilities and the tentative location of all transmission facilities on which construction is intended to be commenced with the ensuing five years and such other information as may be required by the commission. The site and corridor identification shall be made in compliance with the criteria published by the commission pursuant to section 49-22-05.1.

Thunder Spirit will be located approximately two miles northeast of the Town of Hettinger, North Dakota.

The Company has no firm plans for development of additional utility investment at this time.

§49-22-04 (3): A description of the efforts by the utility to coordinate the plan with other utilities so as to provide a coordinated regional plan for meeting the utility needs of the region.

Thunder Spirit has executed a 150 megawatt Large Generator Interconnection Agreement (“LGIA”) dated September 6, 2012 among Thunder Spirit, Midwest Independent System Operator (“MISO”) and Montana-Dakota Utilities Company (“MDU”). Thunder Spirit will own a substation on the project site, along with less than (1) mile of 230kV double-circuited radial line that will interconnect to MDU’s 230kV Hettinger substation. Thunder Spirit is located in the service territory of MDU and MISO serves as both Regional Transmission Organization (“RTO”) and Independent System Operator. Thunder Spirit is currently pursuing power purchase agreements with a number of utilities.

§49-22-04 (4): A description of the efforts to involve environmental protection and land-use planning agencies in the planning process, as well as other efforts to identify and minimize environmental problems at the earliest possible stage in the planning process.

During development of the Thunder Spirit wind farm, the Company has engaged Western Ecosystems Technology, Inc. and Tetra Tech, Inc. to complete the required environmental and land-use studies, consultations, filing, and permits required by all relevant governmental agencies including:

- North Dakota Game and Fish Department;
- North Dakota Department of Health;
- North Dakota Department of Transportation;
- North Dakota Public Service Commission;
- North Dakota State Historic Preservation Office;
- United States Fish and Wildlife Service;
- United States Army Corps of Engineers.

As part of the Company's overall land-use planning and environmental protection efforts, intended to minimize environmental impacts while maximizing economic efficiencies, Thunder Spirit and its consultants began conducting studies as early as 2007 to determine the site's potential sensitivities in regard to avian and bat use patterns, aviation obstruction issues, and footprint-related issues such as wetlands and cultural resources. These efforts have culminated in commitments to avoid completely, or nearly so, all impacts to wetlands and cultural resources, and to mitigate to the greatest extent practicable all impacts to birds, bats, native prairie, agriculture, aviation, and local residents.

§49-22-04 (5): A statement of the projected demand for the service rendered by the utility for the ensuing ten years and the underlying assumptions for the project, with that information being as geographically specific as possible, and a description of the manner and extent to which the utility will meet the projected demands.

During the 2007 legislative session, North Dakota passed House Bill 1506 (codified as North Dakota Century Code Chapter 49-02-28) that established a renewable energy objective of ten percent (10%) of all electricity sold in the state would be obtained from renewable and recycled energy by 2015.

The MISO Transmission Expansion Plan for 2012 states that the MISO region needs to add between 4,484 and 11,290 MW of new capacity or 3,865 and 9,733 MW of demand reduction to meet the minimum Planning Reserve Margins in 2022. 9,912 MW of retirements are assumed to occur from 2015 onward due to EPA regulations. Depending on the projection scenario, MISO assumes anywhere from 13 to 40 GW of incremental wind penetration. Seventeen Multi-Value Projects have been integrated into MISO planning models, which will relieve a major part of MISO's internal future congestion and deliver wind energy more efficiently.

Thunder Spirit will generate and deliver renewable energy into the MISO system to help meet North Dakota's objectives and MISO's needs.

AFFIDAVIT OF SERVICE BY MAIL

STATE OF NORTH DAKOTA)
)SS.
COUNTY OF BURLEIGH)

Lisa Herberholz, being first duly sworn on oath, deposes and says: That she is a citizen of the United States over the age of eighteen years and not a party to, nor interested in, the above entitled action.

That on the 28th day of June, 2013, this affiant did deposit in the United States post office at Bismarck, North Dakota, a true and correct copy of the following document:

Thunder Spirit Wind, LLC 2013 Ten-Year Plan

That a copy of said Ten-Year Plan with postage prepaid was mailed, directed to the persons to be served at their last known post office address as follows:

Patricia Carroll
ADAMS COUNTY AUDITOR
602 Adams Avenue
PO Box 589
Hettinger, ND 58639-0589

That notice of the filing of said Ten-Year Plan with postage prepaid was mailed, directed to the persons to be served at their last known post office address as follows:

Larry Taborsky, Director
NORTH DAKOTA STATE
AERONAUTICS COMMISSION
Box 5020
Bismarck, ND 58502

Doug Goehring, Commissioner
DEPARTMENT OF AGRICULTURE
Sixth Floor, State Capitol
600 E. Boulevard, Dept. 602
Bismarck, ND 58505-0020

Wayne Stenhjem, Attorney General
OFFICE OF THE ATTORNEY GENERAL
First Floor, State Capitol
600 E. Boulevard Ave., Dept. 125
Bismarck, ND 58505-0040

Al Anderson, Commissioner
DEPARTMENT OF COMMERCE
Division of Economic Development & Finance
Century Center
1600 East Century Avenue, Suite 2
P.O. Box 2057
Bismarck, ND 58502-2057

Lance Gaebe, Director
ENERGY DEVELOPMENT IMPACT OFFICE
1707 N. 9th St.
Box 5523
Bismarck, ND 58506-5523

Terry Steinwand, Director
GAME AND FISH DEPARTMENT
100 North Bismarck Expressway
Bismarck, ND 58501-5095

Honorable Jack Dalrymple
OFFICE OF THE GOVERNOR
First Floor, State Capitol
600 E. Boulevard Ave., Dept. 101
Bismarck, ND 58505-0001

Terry L. Dwelle, M.D.
State Health Officer
STATE DEPARTMENT OF HEALTH
State Capitol
600 E. Boulevard Avenue
Bismarck, ND 58505-0200

Merlan E. Paaverud, Jr., Director
STATE HISTORICAL SOCIETY OF NORTH DAKOTA
Heritage Center, Capitol Grounds
612 E. Boulevard Ave.
Bismarck, ND 58505-0830

Ms. Maggie Anderson
Executive Director
DEPARTMENT OF HUMAN SERVICES
Judicial Wing, State Capitol
600 E. Boulevard Avenue, Dept. 325
Bismarck, ND 58505-0250

Scott J. Davis, Executive Director
INDIAN AFFAIRS COMMISSION
1st Floor Judicial Wing, State Capitol
Room #117
600 E. Boulevard Ave.
Bismarck, ND 58505-0300

Edward Murphy
State Geologist
NORTH DAKOTA INDUSTRIAL COMMISSION
Geological Survey
1016 E. Calgary Avenue
Bismarck, ND 58503

Maren Daley, Executive Director
JOB SERVICE NORTH DAKOTA
1000 East Divide, P.O. Box 5507
Bismarck, ND 58506-5507

Bonnie Storbakken, Commissioner
LABOR DEPARTMENT
13th Floor, State Capitol
600 E. Boulevard, Dept. 406
Bismarck, ND 58505-0340

Lance Gaebe, Land Commissioner
ND DEPARTMENT OF TRUST LANDS
1707 N. 9th St.
P.O. Box 5523
Bismarck, ND 58506-5523

Mark Zimmerman, Director
PARKS AND RECREATION DEPARTMENT
1600 East Century Avenue, Suite 3
Bismarck, ND 58503-0649

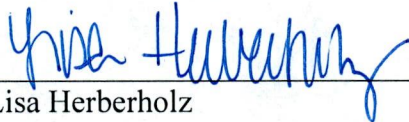
Mr. Scott Hochhalter
Soil Conservation Specialist
SOIL CONSERVATION COMMITTEE
2718 Gateway Ave., Ste. 104
Bismarck, ND 58503-0585

Grant Levi, Director
DEPARTMENT OF TRANSPORTATION
608 E. Boulevard Ave.
Bismarck, ND 58505-0700

Larry Skogen, Interim Chancellor
College Technical Educational Council
UNIVERSITY SYSTEM, NORTH DAKOTA
10th Floor, State Capitol
600 E. Boulevard Ave., Dept. 215
Bismarck, ND 58505-0230


Todd Sando, State Engineer
STATE WATER COMMISSION
900 East Boulevard, Dept. 770
State Office Building
Bismarck, ND 58505-0850

That she knew the persons served to be the persons named in the papers served and the persons intended to be served.



Lisa Herberholz

Subscribed and sworn to before me this 28th day of June, 2013.



Lisa Crowley, Notary Public
Burleigh County, North Dakota
My Commission Expires: 10-17-18

(S E A L)

