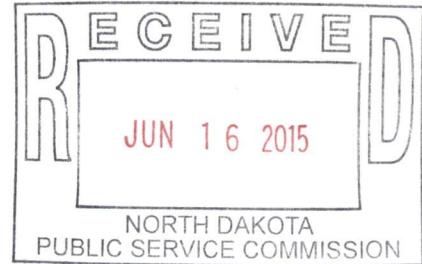




June 10, 2015

North Dakota Public Service Commission  
Attn: Darrell Nitschke, Executive Director  
12<sup>th</sup> Floor, Dept. 408  
600 E. Boulevard Avenue  
Bismarck, ND 58505



**RE: Notification of Acquisition Affecting Ownership of Sunflower Wind Project, LLC  
Sunflower Wind Project, LLC  
Sunflower Wind Energy Project  
Stark and Morton Counties, North Dakota  
Case No. PU-14-105**

Dear Mr. Nitschke:

Following informal discussions with Mr. Jerry Lein and other North Dakota Public Service Commission ("Commission") staff, Sunflower Wind Project, LLC would like to provide formal notification to the Commission that, effective April 2, 2015, SUNE North Dakota Holdings, LLC has acquired all of the equity interests of Sunflower Wind Project, LLC from Infinity Wind Holdings, LLC. SunEdison Inc., the ultimate parent of SUNE North Dakota Holdings, LLC, is the world's largest renewable energy development company. SunEdison Inc. develops, finances, installs, owns and operates wind and solar power plants throughout the United States, delivering predictably priced electricity to its residential, commercial, government and utility customers.

Sunflower Wind Project, LLC remains the owner of the Sunflower Wind Energy Project and remains responsible for compliance with the terms and conditions of First Amended Certificate of Site Compatibility Number 39, issued on June 20, 2014, and amended on January 7, 2015. Sunflower Wind Project, LLC will continue to manage ongoing development and construction activities for the Sunflower Wind Energy Project. Thus, Sunflower Wind Project, LLC is not seeking transfer of First Amended Certificate of Site Compatibility Number 39. Rather, this notice is being provided to the Commission to ensure that the Commission is aware of the change in Sunflower Wind Project, LLC's upstream ownership.

Sunflower Wind Project, LLC has also provided formal notice of the acquisition to Stark and Morton Counties and has reached out to project landowners via mail and in person about the change in ownership of Sunflower Wind Project, LLC. During the week of May 11, 2015, SunEdison Inc. held landowner meetings in Hebron, North Dakota for the Sunflower Wind Energy Project. During those meetings, the project team described the upstream ownership change, provided a project update, and shared a draft project schedule. SunEdison, Inc. is committed to continuing to work closely with landowners and the local communities throughout project development, construction and operation.

Please do not hesitate to contact Jeremy Miller, Development Manager, at [jmiller1@sunedison.com](mailto:jmiller1@sunedison.com) or (949) 243-6456, or Pete Sullivan, Vice President of Project Development, at [psullivan@sunedison.com](mailto:psullivan@sunedison.com) or (617)-620-7850, with any questions or comments.

Sincerely,

Sunflower Wind Project, LLC  
By: SUNE North Dakota Holdings, LLC, its Member  
Imraan Mir  
Assistant Secretary

SunEdison  
179 Lincoln St. Suite 500  
Boston, MA 02111  
617-960-2888