

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:32 PM 12/08/2009
FILED 01:20 PM 12/08/2009
SRV 091078252 - 4761778 FILE

**CERTIFICATE OF FORMATION
OF
ANTELOPE HILLS WIND PROJECT, LLC**

This Certificate of Formation of Antelope Hills Wind Project, LLC, is being duly executed and filed by the undersigned, an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 *Del.C.* § 18-101, *et seq.*) (the "Act").

1. The name of the limited liability company is "Antelope Hills Wind Project, LLC".
2. The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, 19808, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, this Certificate of Formation has been duly executed as of December 8, 2009, and is being filed in accordance with Section 18-206 of the Act.

/s/ Wayne Corbett

Wayne Corbett

Authorized Person

sf-2776248

1

PU-14-686
Corporate papers

Filed: 8/14/2014

Pages: 11

Antelope Hills Wind Project, LLC

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

ANTELOPE HILLS WIND PROJECT, LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that ANTELOPE HILLS WIND PROJECT, LLC, a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on December 29, 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 FOREIGN 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

ANTELOPE HILLS WIND PROJECT, LLC

Issued: August 14, 2014

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ANTELOPE HILLS WIND PROJECT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF DECEMBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ANTELOPE HILLS WIND PROJECT, LLC" WAS FORMED ON THE EIGHTH DAY OF DECEMBER, A.D. 2009.

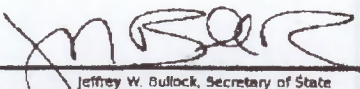
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

4761778 8300

091078691

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7684346

DATE: 12-08-09

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ANTELOPE HILLS WIND PROJECT, LLC", FILED IN THIS OFFICE ON THE EIGHTH DAY OF DECEMBER, A.D. 2009, AT 1:20 O'CLOCK P.M.

4761778 8100

091078252

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7684123

DATE: 12-08-09

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

ANTELOPE HILLS WIND PROJECT, LLC
Secretary of State ID#: 26,458,600

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that an application of

ANTELOPE HILLS WIND PROJECT, LLC

for a Certificate of Authority to transact business in this State, duly signed and executed as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Authority to

ANTELOPE HILLS WIND PROJECT, LLC

to transact business in this State under the name of

ANTELOPE HILLS WIND PROJECT, LLC

Issued: December 29, 2009

Alvin A. Jaeger
Secretary of State

RECEIVED

DEC 29 2009

SEC. OF STATE



**CERTIFICATE OF AUTHORITY
FOREIGN LIMITED LIABILITY COMPANY
APPLICATION**
SECRETARY OF STATE
SFN 19381 (07-2008)

FOR OFFICE USE ONLY

ID Number:	26,458,600
WD Number:	634017
Filed:	12-29-09
By:	NS

TYPE OR PRINT LEGIBLY SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

1. The application is accompanied by
- ☐ *Certificate of authority fee of \$135
 - ☐ *Current CERTIFICATE OF GOOD STANDING or CERTIFICATE OF EXISTENCE duly authenticated by the organizing officer of the state or country of organization.
 - ☐ Certification of professional licensee
 - ☐ Signed consent to use of name and fee of \$10
 - ☐ Trade name registration and fee of \$25

For reference, see North Dakota Century Code, Sections 10-31-01, 10-31-13.1, and 10-32-138

2. Identify type of limited liability company applying for certificate of authority ☒ Foreign Business ☐ Foreign Professional		3. Federal ID Number	
4. Name of limited liability company exactly as it appears on Certificate of Good Standing from state or country of origin Antelope Hills Wind Project, LLC			
5. If applicable, provide the trade name and complete the Trade Name Registration form if the selected trade name is not already registered in North Dakota. Only provide the trade name in this line if: a) The limited liability company name is not in the form as required of limited liability companies in North Dakota. b) The Secretary of State has notified the limited liability company that its name is the same as or deceptively similar to a name already registered, and the limited liability company is unable to obtain consent to use of name from the previous filer or a certified copy of a final decree of a court of competent jurisdiction establishing prior right of this limited liability company to use of the name in North Dakota. c) The limited liability company does not wish to use or protect its name in North Dakota and chooses to use a name other than its limited liability company name.			
6. Complete address of executive office: (Street/RR, PO Box, City, State, Zip+4) which may not only be a post office box number 3760 State Street, Suite 102, Santa Barbara, CA 93105			
7. State or country where organized Delaware	8. Date when limited liability company will expire in state or country of origin: (month, day, year) or indicate "perpetual". Perpetual	9. Telephone Number 805/569-6180	10. Toll-free telephone Number
11.A. Name of ~~commercial~~ registered agent in North Dakota Corporation Service Company		OR 11.B. Name of ~~noncommercial~~ registered agent in North Dakota	
11.C. Address of ~~noncommercial~~ registered agent in North Dakota: (Street/RR, PO Box, City, State, Zip+4) May not be only a post office box.			
12. Nature of business or activities the limited liability company intends to conduct in the State of North Dakota Wind energy development.			
13. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY			
MANAGERS	Check box if manager and serves as governor	COMPLETE MAILING ADDRESS	
		Street/RR	PO Box City State Zip+4
	☐		
	☐		
	☐		
	☐		
	☐		
	☐		
Managing Member	☐	Infinity Wind Holdings, LLC 3760 State Street, Suite 102, Santa Barbara, CA 93105	
Managing Member	☐		
If needed, attach sheet to add names of additional managers or governors.			
14. "The undersigned has read the foregoing application, knows the contents thereof, and believes the statements are true. I further authorize the Secretary of State to correct numbers 4, 7, 11A, and 11B if not correctly reflected."		Date: 12/22/09	
Signature: Aaron Zubaty, Manager of Infinity Wind Holdings, LLC			
15. Name of person to contact about this document Elsine Garcelon	E-Mail Address egarcelon@mofc.com	Daytime telephone number and extension, if any 415/268-7119	



DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

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ANTELOPE HILLS WIND PROJECT LLC
% INFINITY WIND HOLDINGS LLC SOLE M
3760 STATE ST STE 102
SANTA BARBARA CA 93105

002850

Date of this notice: 01-01-2010

Employer Identification Number:
27-1551850

Form: SS-4

Number of this notice: CP 575 G

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 27-1551850. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

A limited liability company (LLC) may file Form 8832, Entity Classification Election, and elect to be classified as an association taxable as a corporation. If the LLC is eligible to be treated as a corporation that meets certain tests and it will be electing S corporation status, it must timely file Form 2553, Election by a Small Business Corporation. The LLC will be treated as a corporation as of the effective date of the S corporation election and does not need to file Form 8832.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. This notice is issued only one time and IRS will not be able to generate a duplicate copy for you.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return this stub. Thank you for your cooperation.

**EIN Assistant**

Your Progress: 1. Identity 2. Authenticate 3. Addresses 4. Details 5. EIN C

Congratulations! The EIN has been successfully assigned.

EIN Assigned: **27-1551850**

Legal Name: **ANTELOPE HILLS WIND PROJECT LLC**

The confirmation letter will be mailed to the applicant. This letter will be the applicant's official IRS notice and will contain important information regarding the EIN. Allow up to 4 weeks for the letter to arrive by mail.

We strongly recommend you print this page for your records.

Click "Continue" to get additional information about using the new EIN.

[Continue >>](#)

Help Topics

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State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

ANTELOPE HILLS WIND PROJECT, LLC
Secretary of State ID#: 26,458,600

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ANTELOPE HILLS WIND PROJECT, LLC

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ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Authority to

ANTELOPE HILLS WIND PROJECT, LLC

to transact business in this State under the name of

ANTELOPE HILLS WIND PROJECT, LLC

Issued: December 29, 2009

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

RECEIVED

DEC 29 2009

SEC. OF STATE



**CERTIFICATE OF AUTHORITY
FOREIGN LIMITED LIABILITY COMPANY
APPLICATION**
SECRETARY OF STATE
SFN 10381 (07-2008)

FOR OFFICE USE ONLY

ID Number:	26,458,600
WO Number:	634017
Filed:	12-29-09
By:	JS

TYPE OR PRINT LEGIBLY SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

1. The application is accompanied by
- ☐ *Certificate of authority fee of \$135
 - ☐ *Current CERTIFICATE OF GOOD STANDING or CERTIFICATE OF EXISTENCE duly authenticated by the organizing officer of the state or country of organization.
 - ☐ Certification of professional license
 - ☐ Signed consent to use of name and fee of \$10
 - ☐ Trade name registration and fee of \$25

For reference, see North Dakota Century Code, Sections 10-31-01, 10-31-13.1, and 10-32-138

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☒ Foreign Business ☐ Foreign Professional			
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7. State or country where organized Delaware	8. Date when limited liability company will expire in state or country of origin: (month, day, year) or indicate "perpetual". Perpetual	9. Telephone Number 805/569-6180	10. Toll-free telephone Number
11.A. Name of <u>commercial</u> registered agent in North Dakota Corporation Service Company		OR 11.B. Name of <u>noncommercial</u> registered agent in North Dakota	
11.C. Address of <u>noncommercial</u> registered agent in North Dakota: (Street/RR, PO Box, City, State, Zip+4) May not be only a post office box.			
12. Nature of business or activities the limited liability company intends to conduct in the State of North Dakota Wind energy development.			
13. MANAGERS AND GOVERNORS OF THE LIMITED LIABILITY COMPANY			
MANAGERS		COMPLETE MAILING ADDRESS	
	Check box if manager filed consent as governor	Street/RR	PO Box City State Zip+4
	☐		
	☐		
	☐		
	☐		
	☐		
Managing Member	☐	3760 State Street, Suite 102, Santa Barbara, CA 93105	
Managing Member	☐		
If needed, attach sheet to add names of additional managers or governors.			
14. The undersigned has read the foregoing application, knows the contents thereof, and believes the statements are true. I further authorize the Secretary of State to correct numbers 4, 7, 11A, and 11B if not correctly reflected.			
Signature: <u>Aaron Zubaty</u>		Date: <u>12/22/09</u>	
15. Name of person to contact about this document Elaine Garcelon		E-Mail Address egarcelon@mofo.com	
		Daytime telephone number and extension, if any 415/268-7119	