



Great River Energy  
12300 Elm Creek Blvd N  
Maple Grove, MN 55369



Rainbow Energy Center, LLC  
919 S 7th Street, Suite 405  
Bismarck, ND 58504



Nexus Line, LLC  
919 S 7th Street, Suite 405  
Bismarck, ND 58504

**RECEIVED**

May 1, 2022

MAY - 2 2022

**HAND DELIVERED**

**NORTH DAKOTA  
PUBLIC SERVICE COMMISSION**

James L. Semerad  
Director, Division of Air Quality  
North Dakota Dept. of Environmental Quality  
4201 Normandy Street  
Bismarck, ND 58503-1324

RE: Transfer of Air Pollution Control Permit to Operate T5-F82006

Dear Mr. Semerad:

Rainbow Energy Center, LLC (“Rainbow”) has requested the transfer of Air Pollution Control Permit to Operate T5-F82006 (“Permit”) from Great River Energy (“GRE”) to Rainbow. GRE has indicated its agreement with and support for the transfer and the North Dakota Department of Environmental Quality (“NDDEQ”) has approved the Permit transfer from GRE to Rainbow, subject to and conditioned upon the closing of the transactions contemplated by the Asset Purchase Agreement dated June 30, 2021 (as amended, restated or otherwise modified from time to time, the “APA”) by and among GRE, Rainbow and Nexus Line, LLC (“Nexus”). This letter is submitted to notify the NDDEQ that the transactions contemplated by the APA closed on May 1, 2022. Accordingly, GRE and Rainbow jointly request that the NDDEQ authorize the full and final transfer of the Permit from GRE to Rainbow. Nexus is joining in the execution of this letter solely for the purpose of certifying to the NDDEQ that the transactions contemplated by the APA have closed.

Should you have any questions concerning this request, please contact Great River Energy and Rainbow Energy Center, LLC at the addresses set forth above, or Lawrence Bender, Fredrikson & Byron, P.A., (701) 221-8700, [lbender@fredlaw.com](mailto:lbender@fredlaw.com). Effective May 1, 2022, Jennifer Charles is the environmental point of contact for Rainbow and may be reached at (701) 207-8978 or [Jennifer.Charles@rainbowenergycenter.com](mailto:Jennifer.Charles@rainbowenergycenter.com).

Sincerely,

Great River Energy

DocuSigned by:

*Eric J. Olsen*

Eric J. Olsen, Vice President  
and General Counsel

Rainbow Energy Center, LLC

Stacy L. Tschider, President

Nexus Line, LLC

Stacy L. Tschider, President

75 33 **PU-21-326** Filed: 5/2/2022 Pages: 6  
**Copies of Permit transfer request letters**

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**Copies of Permit transfer request letters**



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David Bruschwein, P.E.  
Director, Division of Municipal Facilities  
North Dakota Dept. of Environmental Quality  
4201 Normandy Street  
Bismarck, ND 58503-1324

NORTH DAKOTA  
PUBLIC SERVICE COMMISSION

RE: Transfer of Public Water System ID No. ND2810954

Dear Mr. Bruschwein:

Rainbow Energy Center, LLC (“Rainbow”) has requested the transfer of public water system ID No. ND2810954 (the “ID”) from Great River Energy (“GRE”) to Rainbow. GRE indicated its agreement with and support for the transfer and the North Dakota Department of Environmental Quality (“NDDEQ”) has approved the ID transfer from GRE to Rainbow, subject to and conditioned upon the closing of the transactions contemplated by the Asset Purchase Agreement dated June 30, 2021 (as amended, restated or otherwise modified from time to time, the “APA”) by and among GRE, Rainbow and Nexus Line, LLC (“Nexus”). This letter is submitted to notify the NDDEQ that the transactions contemplated by the APA closed on May 1, 2022. Accordingly, GRE and Rainbow jointly request that the NDDEQ authorize the full and final transfer of the ID from GRE to Rainbow. Nexus is joining in the execution of this letter solely for the purpose of certifying to the NDDEQ that the transactions contemplated by the APA have closed.

Should you have any questions concerning this request, please contact Great River Energy and Rainbow Energy Center, LLC at the addresses set forth above, or Lawrence Bender, Fredrikson & Byron, P.A., (701) 221-8700, [lbender@fredlaw.com](mailto:lbender@fredlaw.com). Effective May 1, 2022, Jennifer Charles is the environmental point of contact for Rainbow and may be reached at (701) 207-8978 or [Jennifer.Charles@rainbowenergycenter.com](mailto:Jennifer.Charles@rainbowenergycenter.com).

Sincerely,

Great River Energy

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Eric J. Olsen, Vice President  
and General Counsel

Rainbow Energy Center, LLC

Stacy L. Tschider, President

Nexus Line, LLC

Stacy L. Tschider, President



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Director, Division of Municipal Facilities  
North Dakota Dept. of Environmental Quality  
4201 Normandy Street  
Bismarck, ND 58503-1324

NORTH DAKOTA  
PUBLIC SERVICE COMMISSION

RE: Transfer of Public Water System ID No. ND2810954

Dear Mr. Bruschwein:

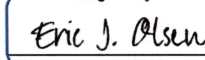
Rainbow Energy Center, LLC (“Rainbow”) has requested the transfer of public water system ID No. ND2810954 (the “ID”) from Great River Energy (“GRE”) to Rainbow. GRE indicated its agreement with and support for the transfer and the North Dakota Department of Environmental Quality (“NDDEQ”) has approved the ID transfer from GRE to Rainbow, subject to and conditioned upon the closing of the transactions contemplated by the Asset Purchase Agreement dated June 30, 2021 (as amended, restated or otherwise modified from time to time, the “APA”) by and among GRE, Rainbow and Nexus Line, LLC (“Nexus”). This letter is submitted to notify the NDDEQ that the transactions contemplated by the APA closed on May 1, 2022. Accordingly, GRE and Rainbow jointly request that the NDDEQ authorize the full and final transfer of the ID from GRE to Rainbow. Nexus is joining in the execution of this letter solely for the purpose of certifying to the NDDEQ that the transactions contemplated by the APA have closed.

Should you have any questions concerning this request, please contact Great River Energy and Rainbow Energy Center, LLC at the addresses set forth above, or Lawrence Bender, Fredrikson & Byron, P.A., (701) 221-8700, [lbender@fredlaw.com](mailto:lbender@fredlaw.com). Effective May 1, 2022, Jennifer Charles is the environmental point of contact for Rainbow and may be reached at (701) 207-8978 or [Jennifer.Charles@rainbowenergycenter.com](mailto:Jennifer.Charles@rainbowenergycenter.com).

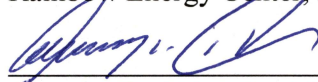
Sincerely,

Great River Energy

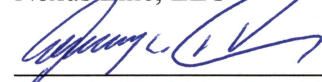
DocuSigned by:

  
Eric J. Olsen, Vice President  
and General Counsel

Rainbow Energy Center, LLC

  
Stacy L. Tschider, President

Nexus Line, LLC

  
Stacy L. Tschider, President



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Gerald R. Heiser  
Sovereign Land Manager  
North Dakota Office of the State Engineer  
900 E. Boulevard Ave., Dept. 770  
Bismarck, ND 58505-0850

NORTH DAKOTA  
PUBLIC SERVICE COMMISSION

RE: Rainbow Energy Center, LLC – Sovereign Lands Permit

Dear Mr. Heiser:

Rainbow Energy Center, LLC (“Rainbow”) submitted its Authorization to Construct A Project Within Sovereign Lands of North Dakota (SFN 61408) requesting a Sovereign Lands Permit for the existing water intake system located in Section 22, Township 144 North, Range 83 West, McLean County, North Dakota (the “Permit”). Rainbow requested that the issuance of the Permit be conditioned upon the closing of the transactions contemplated by the Asset Purchase Agreement dated June 30, 2021 (as amended, restated or otherwise modified from time to time, the “APA”) by and among Great River Energy (“GRE”), Rainbow and Nexus Line, LLC (“Nexus”). This letter is submitted to notify the Office of the State Engineer that the transactions contemplated by the APA closed on May 1, 2022. Accordingly, GRE and Rainbow jointly request that the State Engineer issue the Permit to Rainbow. Nexus is joining in the execution of this letter solely for the purpose of certifying to the State Engineer that the transactions contemplated by the APA have closed.

Should you have any questions concerning this request, please contact Great River Energy and Rainbow Energy Center, LLC at the addresses set forth above, or Lawrence Bender, Fredrikson & Byron, P.A., (701) 221-8700, [lbender@fredlaw.com](mailto:lbender@fredlaw.com). Effective May 1, 2022, Jennifer Charles is the environmental point of contact for Rainbow and may be reached at (701) 207-8978 or [Jennifer.Charles@rainbowenergycenter.com](mailto:Jennifer.Charles@rainbowenergycenter.com).

Sincerely,

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Eric J. Olsen, Vice President  
and General Counsel

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*Stacy L. Tschider*

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Courtney M. Evoniuk  
Water Resources Senior Manager - Water Appropriation Division  
North Dakota Dept. of Water Resources  
900 E. Boulevard Ave.  
Bismarck, ND 58505-0850

NORTH DAKOTA  
PUBLIC SERVICE COMMISSION

RE: Transfer of Water Appropriation Permit No. 1977

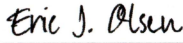
Dear Ms. Evoniuk:

Great River Energy (“GRE”) is the current holder of Water Appropriation Permit No. 1977 (the “Permit”). Pursuant to that certain Asset Purchase Agreement dated June 30, 2021 (as amended, restated or otherwise modified from time to time, the “APA”) by and among GRE, Rainbow Energy Center, LLC (“Rainbow”) and Nexus Line, LLC (“Nexus”), GRE has agreed to transfer the Permit to Rainbow upon closing of the APA. This letter is submitted to notify the Department of Water Resources (“Department”) that the transactions contemplated by the APA closed on May 1, 2022. Accordingly, GRE and Rainbow jointly request that the Department transfer the Permit to Rainbow. Pursuant to the enclosed letter, Rainbow and GRE have requested that the State Engineer issue a Sovereign Lands Permit to Rainbow and a copy of said permit will be provided to the Department upon Rainbow’s receipt of the same. Nexus is joining in the execution of this letter solely for the purpose of certifying to the Department that the transactions contemplated by the APA have closed.

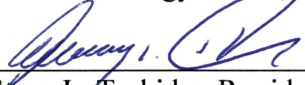
Should you have any questions concerning this request, please contact Great River Energy and Rainbow Energy Center, LLC at the addresses set forth above, or Lawrence Bender, Fredrikson & Byron, P.A., (701) 221-8700, [lbender@fredlaw.com](mailto:lbender@fredlaw.com). Effective May 1, 2022, Jennifer Charles is the environmental point of contact for Rainbow and may be reached at (701) 207-8978 or [Jennifer.Charles@rainbowenergycenter.com](mailto:Jennifer.Charles@rainbowenergycenter.com).

Sincerely,

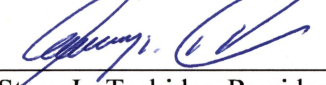
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Stacy L. Tschider, President

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Karl Rockeman, P.E.  
Director, Division of Water Quality  
North Dakota Dept. of Environmental Quality  
4201 Normandy Street  
Bismarck, ND 58503

NORTH DAKOTA  
PUBLIC SERVICE COMMISSION

RE: Transfer of NDPDES Permit No. ND0026930

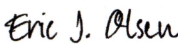
Dear Mr. Rockeman:

Rainbow Energy Center, LLC (“Rainbow”) has requested the transfer of North Dakota Pollutant Discharge Elimination System wastewater discharge Permit No. ND0026930 (“Permit”) from Great River Energy (“GRE”) to Rainbow. GRE indicated its agreement with and support for the transfer and the North Dakota Department of Environmental Quality (“NDDEQ”) has approved the Permit transfer from GRE to Rainbow, subject to and conditioned upon the closing of the transactions contemplated by the Asset Purchase Agreement dated June 30, 2021 (as amended, restated or otherwise modified from time to time, the “APA”) by and among GRE, Rainbow and Nexus Line, LLC (“Nexus”). This letter is submitted to notify the NDDEQ that the transactions contemplated by the APA closed on May 1, 2022. Accordingly, GRE and Rainbow jointly request that the NDDEQ authorize the full and final transfer of the Permit from GRE to Rainbow. Nexus is joining in the execution of this letter solely for the purpose of certifying to the NDDEQ that pursuant to 40 CFR 122.61 (b), the transactions contemplated by the APA have closed.

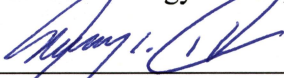
Should you have any questions concerning this request, please contact Great River Energy and Rainbow Energy Center, LLC at the addresses set forth above, or Lawrence Bender, Fredrikson & Byron, P.A., (701) 221-8700, [lbender@fredlaw.com](mailto:lbender@fredlaw.com). Effective May 1, 2022, Jennifer Charles is the environmental point of contact for Rainbow and may be reached at (701) 207-8978 or [Jennifer.Charles@rainbowenergycenter.com](mailto:Jennifer.Charles@rainbowenergycenter.com).

Sincerely,

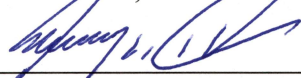
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