

October 2, 2024

VIA E-MAIL AND FEDERAL EXPRESS

Mr. Steven Kahl
Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

**RE: Flickertail Solar Project, LLC's Corporate Papers
Case No. PU-24-___**

Dear Mr. Kahl:

Enclosed for filing in connection with the above-referenced matter are an original and four (4) copies of the following documents:

1. Certificate of Formation and Good Standing from Delaware for Flickertail Solar Project, LLC;
2. Certificate of Authority from North Dakota for Flickertail Solar Project, LLC; and
3. Certificate of Good Standing from North Dakota for Flickertail Solar Project, LLC.

Electronic copies of the enclosed documents and this letter were filed with the Commission today via e-mail. If you have any questions, please let me know.

Sincerely,



MOLLIE M. SMITH

MMS/ms/84007248
Enclosures

cc: Christina Martens (via e-mail)
Nick Schuler (via e-mail)

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLICKERTAIL SOLAR 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 TWENTIETH DAY OF AUGUST, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FLICKERTAIL SOLAR PROJECT, LLC" WAS FORMED ON THE THIRD DAY OF APRIL, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.




Jeffrey W. Bullock, Secretary of State

6828918 8300

SR# 20243466456

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

Authentication: 204204113

Date: 08-20-24

CERTIFICATE OF FORMATION

OF

FLICKERTAIL SOLAR PROJECT, LLC

The undersigned, for the purpose of forming a limited liability company under the Delaware Limited Liability Company Act, 6 Del. § 18-101, et seq. (the "Act"), as amended and supplemented, hereby adopts the following Certificate of Formation:

ARTICLE 1 - NAME

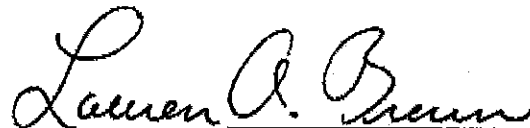
The name of the limited liability company (the "Company") is: Flickertail Solar Project, LLC.

ARTICLE 2 - REGISTERED OFFICE AND REGISTERED AGENT

The address, including street, number, city, and county, of the registered office of the Company in the State of Delaware is: 850 New Burton Road, Suite 201, Dover, Delaware 19904, County of Kent. The name of the Company's resident agent at such address is: Cogency Global Inc.

The Undersigned hereby declares, under penalty of perjury, according to the laws of Delaware, that the foregoing is true and correct.

Dated: April 3, 2018



Lauren A. Brown, Authorized Person

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

FLICKERTAIL SOLAR PROJECT, LLC
Secretary of State ID#: 45,147,500

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

FLICKERTAIL SOLAR 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

FLICKERTAIL SOLAR PROJECT, LLC

to transact business in this State under the name of

FLICKERTAIL SOLAR PROJECT, LLC

Issued: May 10, 2018

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

RECEIVED

APR 19 2018



CERTIFICATE OF AUTHORITY APPLICATION
FOREIGN LIMITED LIABILITY COMPANY
SECRETARY OF STATE
SFN 19381 (08-2015)

For Office Use Only

| | |
|-------------|----------|
| ID Number: | 45147500 |
| W/O Number: | 1639081 |
| Filed: | 5-10-18 |
| By: | SK |

SEE INSTRUCTIONS FOR FEE, FILING AND MAILING INFORMATION

TYPE OR PRINT LEGIBLY

For reference, see North Dakota Century Code, Sections 10-31-01, 10-31-13.1 and 10-32.1-75

| | | |
|--|--|--|
| 1. The application is accompanied by the following: | | |
| <input checked="" type="checkbox"/> Filing fee of \$135 | <input type="checkbox"/> Certificate of professional license | |
| <input checked="" type="checkbox"/> Current CERTIFICATE OF GOOD STANDING or CERTIFICATE OF EXISTENCE duly authenticated by the organizing officer of the state or country of organization | <input type="checkbox"/> Signed Consent to Use Business Name and fee of \$10 | |
| | <input type="checkbox"/> Trade Name Registration and fee of \$25 | |
| 2. Type of limited liability company applying for certificate of authority (check one) | | |
| <input checked="" type="checkbox"/> Foreign Business | <input type="checkbox"/> 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 | | |
| Flickertail Solar Project, LLC | | |
| 5. If applicable, provide the trade name and complete the Trade Name Registration form if selected trade name is not already registered in North Dakota. Only provide the trade name in this line if: | | |
| a) The "new" 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 "new" name is the same or deceptively similar to a name already registered, and the limited liability company is unable to obtain Consent to Use Business 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 "new" name in North Dakota and chooses to use a name other than its limited liability company name. | | |
| 6. Complete address of principal executive office (Street/RR, PO Box, City, State, ZIP+4) Street address MUST be provided; may not be only a post office box. | | |
| 16105 W. 113th Street, Ste. 105, Lenexa, Kansas 66219-2305 | | |
| 7. State or Country Where Organized | 8. Limited liability company will expire in state or country of origin (check one) | |
| Delaware | <input checked="" type="checkbox"/> Perpetual <input type="checkbox"/> Expires - Specify date: _____ | |
| 9. Telephone Number | 10. Toll Free Telephone Number | |
| (813) 888-9463 | | |
| 11A. Name of <u>commercial</u> registered agent in North Dakota | OR | 11B. Name of <u>noncommercial</u> registered agent in North Dakota |
| Cogency Global Inc. | | |
| 11C. Address of <u>noncommercial</u> registered agent in North Dakota (Street/RR, PO Box, City, State, ZIP+4) Street address MUST be provided; may not be only a post office box. | | |
| 12. Nature of business or activities the limited liability company conducts or intends to conduct in North Dakota | | |
| Solar Energy Project | | |
| 13. Managers and governors of the limited liability company (attach additional sheet, if necessary) | | |
| MANAGERS | Manager also serves as Governor | COMPLETE MAILING ADDRESS |
| | <input type="checkbox"/> | Street/Rural Route Post Office Box City State ZIP+4 |
| | <input type="checkbox"/> | |
| | <input type="checkbox"/> | |
| | <input type="checkbox"/> | |
| Managing Member TradeWind Energy, Inc. | | 16105 W. 113th Street, Ste. 105, Lenexa, Kansas 66219-2305 |
| Managing Member | | |
| 14. "The undersigned has read the foregoing application, knows the contents, and believes the statements to be true. I further authorize the Secretary of State to correct numbers 4, 7, 11A, 11B, and 11C if not correctly reflected. I understand that if I make a false statement in this document, I may be subject to criminal penalties." | | |
| Signature | Date | |
| <i>Lauren A. Brown</i> | 4/10/18 | |
| 15. Name of Person to Contact About This Document | Email Address | Daytime Telephone Number |
| Lauren A. Brown | lbrown@rousefrets.com | (913) 387-1600 |

State of North Dakota

SECRETARY OF STATE



Certificate of Good Standing of FLICKERTAIL SOLAR PROJECT, LLC

SOS Control ID#: 0000169180

Certificate #: 025781125-1

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

FLICKERTAIL SOLAR PROJECT, LLC

a Limited Liability Company - Business - Foreign was formed under the laws of DELAWARE and filed with this office effective May 10, 2018. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

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.

DATE: August 20, 2024

A handwritten signature in black ink that reads "Michael Howe". The signature is fluid and cursive, with a long horizontal stroke at the end.

Michael Howe
Secretary of State