



Algonquin Power Company
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December 15, 2014

Dr. Burl W. Haar
Executive Secretary
Minnesota Public Utilities Commission
121 Seventh Place East, Suite 350
Saint Paul, MN 55101-2147

Re: **Notification of Acquisition Affecting Ownership of Odell Wind Farm, LLC**

In the Matter of the Site Permit Application for a 200 MW Large Wind Energy Conversion System for the Odell Wind Farm in Cottonwood, Jackson, Martin, and Watonwan Counties, Minnesota – MPUC Docket No. IP-6914/WS-13-843; OAH Docket No. 11-2500-31120

Dear Dr. Haar:

Odell Wind Farm, LLC provides this notice to the Minnesota Public Utilities Commission (“Commission”) of the occurrence of an acquisition of Odell Wind Farm, LLC. Effective November 14, 2014, Odell Holdings, LLC is the new owner of Odell Wind Farm, LLC. Odell Holdings, LLC is a wholly owned subsidiary of Odell SponsorCo, LLC, which itself is a jointly owned subsidiary of Algonquin Power (Odell Holdings) Inc. and Enel Kansas, LLC.

The Permittee, Odell Wind Farm, LLC, has not changed as a result of the acquisition. Thus, the Permittee is not seeking recertification or transfer under Minnesota Rules, parts 7849.0400, subp. 2(C); 7854.1400 or 7850.5000. This notice is being provided pursuant to Section 11.5 of the Site Permit issued to Odell Wind Farm, LLC on July 17, 2014, and to ensure that the Commission is aware of the change in upstream ownership. Attached is an organizational chart detailing the new ownership structure of Odell Wind Farm, LLC. The Permittee’s ultimate parent entities are Enel Green Power S.p.A. and Algonquin Power & Utilities Corp.

Enel Kansas, LLC is a wholly owned subsidiary of Enel Green Power North America (EGPNA). EGPNA is a wholly owned subsidiary of Enel Green Power S.p.A., Italy’s largest power company and Europe’s second largest utility by installed capacity. EGPNA is a leading owner and operator of renewable energy plants in North America with projects operating and under development in 21 U.S. states and two Canadian provinces. EGPNA owns and operates over 90 plants with an installed capacity of almost 2 gigawatts (GW) powered by renewable hydropower, wind, geothermal, and solar energy.

Algonquin Power (Odell Holdings) Inc. is an indirectly wholly owned subsidiary of Algonquin Power & Utilities Corp. (“Algonquin”). Algonquin is a \$3.6 billion North American diversified generation, transmission and distribution utility. The distribution and transmission businesses operate in the United States and provide rate regulated water, electricity and natural gas utility services to over 488,000 customers. The generation business owns or has interests in a portfolio of contracted wind, solar, hydroelectric and natural gas powered generating facilities representing more than 1,100 megawatts (MW) of installed capacity in the United States and Canada.



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Odell Wind Farm, LLC remains responsible for compliance with the Site Permit and reporting conditions therein. Algonquin Power Co., as the authorized agent of Odell Wind Farm, LLC, will manage ongoing development and construction activities for Odell Wind Farm, LLC, with continued assistance from Geronimo Energy, the owner of Odell Wind Farm, LLC when application was made to the Commission for the Site Permit.

Please contact Sean Fairfield with Algonquin Power Co. at 905-465-4518 or by email at Sean.Fairfield@algonquinpower.com if you have any questions.

Sincerely,

Odell Wind Farm, LLC
By: Algonquin Power Co., Its authorized agent

A handwritten signature in black ink, appearing to read "Ian Robertson", is written over a horizontal line.

By: Ian Robertson
Chief Executive Officer, Algonquin Power & Utilities Corp.
P: 905-465-4510 / C: 416-209-5999
E: Ian.Robertson@APUCorp.com

